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Return 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

, 2010, and ending

, 20

G Check all that apply:  Initial return  Initial return of a former public charity  Final return  
 Amended return  Address change  Name changeName of foundation **A Employer identification number**

DINICOLA FAMILY FOUNDATION 23-05156

75-2852518

Number and street (or P O box number if mail is not delivered to street address) **B Telephone number (see page 10 of the instructions)**

C/O NORTHERN TRUST BANK OF TEXAS, AS AGENT

(312) 630-6000

City or town, state, and ZIP code

P O BOX 803878 - CHICAGO, IL 60680

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 917,478. (Part I, column (d) must be on cash basis.)

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_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)					
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		22,837.	22,837.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-13,919.			
b Gross sales price for all assets on line 6a	134,942.				
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		2,235.			STMT 2
12 Total. Add lines 1 through 11		11,153.	22,837.		
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	STMT 3	1,000.	500.	NONE	500.
c Other professional fees (attach schedule)	STMT 4	539.	539.		
17 Interest		362.	362.		
18 Taxes (attach schedule) (see page 14 of the instructions)					
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses.					
Add lines 13 through 23		1,901.	1,401.	NONE	500.
25 Contributions, gifts, grants paid		11,500.			11,500.
26 Total expenses and disbursements Add lines 24 and 25		13,401.	1,401.	NONE	12,000.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-2,248.			
b Net investment income (if negative, enter -0-)			21,436.		
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see page 30 of the instructions.

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Form 990-PF (2010)

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DNE P

23-05156

<b>Part II Balance Sheets</b>		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
<b>Assets</b>				
1	Cash - non-interest-bearing . . . . .			
2	Savings and temporary cash investments . . . . .	55,905.	45,596.	45,596.
3	Accounts receivable ►			
	Less. allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable . . . . .			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►	NONE		
8	Inventories for sale or use . . . . .			
9	Prepaid expenses and deferred charges . . . . .			
10 a	Investments- U S and state government obligations (attach schedule) . . . . .			
b	Investments - corporate stock (attach schedule) . STMT 6 .	591,616.	554,766.	546,940.
c	Investments - corporate bonds (attach schedule) . STMT 7 .	230,583.	212,919.	222,481.
11	Investments- land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
12	Investments - mortgage loans . . . . .			
13	Investments - other (attach schedule) . . . . .			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
15	Other assets (describe ►) STMT 8 )	20,725.	83,300.	102,461.
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	898,829.	896,581.	917,478.
<b>Liabilities</b>				
17	Accounts payable and accrued expenses . . . . .			
18	Grants payable . . . . .			
19	Deferred revenue . . . . .			
20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
21	Mortgages and other notes payable (attach schedule) . . . . .			
22	Other liabilities (describe ►) )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
<b>Net Assets or Fund Balances</b>				
	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted . . . . .			
25	Temporarily restricted . . . . .			
26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/></b>			
27	Capital stock, trust principal, or current funds . . . . .	898,829.	896,581.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	898,829.	896,581.	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	898,829.	896,581.	

**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	898,829.
2	Enter amount from Part I, line 27a . . . . .	2	-2,248.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	896,581.
5	Decreases not included in line 2 (itemize) ►	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	896,581.

**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.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }		<b>2</b>	-13,919.	
<b>3</b> 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.			<b>3</b>		

**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	5,500.	722,361.	0.00761392157
2008	11,500.	789,097.	0.01457362023
2007	13,000.	496,345.	0.02619145957
2006	10,500.	424,080.	0.02475947934
2005	8,375.	357,551.	0.02342323193

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.09656171264
<b>3</b> 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	<b>3</b>	0.01931234253
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	831,024.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	16,049.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	214.
<b>7</b> Add lines 5 and 6	<b>7</b>	16,263.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	12,000.
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		

**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 ruling letter if necessary - see instructions)	1	429.
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		
3	Add lines 1 and 2 . . . . .	3		429.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0- . . . . .	4		NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5		429.
6	<b>Credits/Payments</b>			
a	2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a		320.
b	Exempt foreign organizations-tax withheld at source . . . . .	6b		NONE
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c		500.
d	Backup withholding erroneously withheld . . . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . . . .	7		820.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10		391.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	391	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? . . . . .	1a	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)? . . . . .	1b		X
<i>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</i>				
1c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (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? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	3		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i> . . . . .	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 9			
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? <i>If "No," attach explanation</i> . . . . .	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i> . . . . .	9		X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	10		X

**Part VII-A Statements Regarding Activities (continued)**

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► NORTHERN TRUST BANK N.A. Telephone no ► (312) 630-6000	
	Located at ► PO BOX 803878 - CHICAGO, IL 60680, IL ZIP + 4 ►	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15	
16	Yes	No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<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 ►		
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? . . . . .		
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 page 22 of the instructions) . . . . .		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<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.) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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? . . . . .		

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . .  Yes  No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . . **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? . . . . .  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . **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
SEE STATEMENT 10		-0-	-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
SEE STATEMENT 11		NONE	NONE	NONE
-----				
-----				
-----				
-----				
-----				

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

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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
SEE STATEMENT 12		NONE
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</b>

**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	NONE	
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	NONE	
2		
All other program-related investments. See page 24 of the instructions		
3		
<b>Total. Add lines 1 through 3 . . . . . ►</b>		

**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	843,679.
b	Average of monthly cash balances	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	NONE
d	<b>Total</b> (add lines 1a, b, and c)	843,679.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	NONE
3	Subtract line 2 from line 1d	843,679.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	12,655.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	831,024.
6	<b>Minimum investment return.</b> Enter 5% of line 5	41,551.

**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	41,551.
2a	Tax on investment income for 2010 from Part VI, line 5	429.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c
3	Distributable amount before adjustments Subtract line 2c from line 1	41,122.
4	Recoveries of amounts treated as qualifying distributions	NONE
5	Add lines 3 and 4	41,122.
6	Deduction from distributable amount (see page 25 of the instructions)	NONE
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	41,122.

**Part XII Qualifying Distributions** (see page 25 of the 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	12,000.
b	Program-related investments - total from Part IX-B	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	NONE
b	Cash distribution test (attach the required schedule)	NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	12,000.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	N/A

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7 . . . . .				41,122.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .			14,928.	
b Total for prior years 20 08, 20 20 . . . . .		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .	NONE			
b From 2006 . . . . .	NONE			
c From 2007 . . . . .	NONE			
d From 2008 . . . . .	NONE			
e From 2009 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 12,000.			12,000.	
a Applied to 2009, but not more than line 2a . . . . .			12,000.	
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) . . . . .	NONE			
d Applied to 2010 distributable amount . . . . .				NONE
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .			2,928.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .				41,122.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2006 . . . . .	NONE			
b Excess from 2007 . . . . .	NONE			
c Excess from 2008 . . . . .	NONE			
d Excess from 2009 . . . . .	NONE			
e Excess from 2010 . . . . .	NONE			

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

a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . .				►	4942(j)(3) or	4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section						
2a	Tax year		Prior 3 years			(e) Total	
	(a) 2010	(b) 2009	(c) 2008	(d) 2007			
b	85% of line 2a . . . . .						
c	Qualifying distributions from Part XII, line 4 for each year listed .						
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .						
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .						
3	Complete 3a, b, or c for the alternative test relied upon						
a	"Assets" alternative test - enter						
	(1) Value of all assets . . . . .						
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i), . . . . .						
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .						
c	"Support" alternative test - enter						
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .						
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .						
	(3) Largest amount of support from an exempt organization . . . . .						
	(4) Gross investment income .						

**Part XV** **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

## 1 Information Regarding Foundation Managers:

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

ROBERT J. & JEANNE C. DINICOLA - SETTLOR & TRUSTEE

**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

N/A

**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:  
SEE STATEMENT 13
- b The form in which applications should be submitted and information and materials they should include:  
SEE ATTACHED STATEMENT FOR LINE 2
- 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:

N/A

**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)				
<i>a Paid during the year</i>				
SEE STATEMENT 14				
<b>Total</b>			► 3a	11,500.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
a						
b						
c						
d						
e						
f						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities				14	22,837.	
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income				14	2,235.	
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	-13,919.	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue a						
b						
c						
d						
e						
<b>12</b> Subtotal Add columns (b), (d), and (e)					11,153.	
<b>13</b> Total Add line 12, columns (b), (d), and (e)					13	11,153.

(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.)

NOT APPLICABLE

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash . . . . .	1a(1)	X
(2) Other assets . . . . .	1a(2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3) Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4) Reimbursement arrangements . . . . .	1b(4)	X
(5) Loans or loan guarantees . . . . .	1b(5)	X
(6) Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
AOL	Business	Business

<b>Sign Here</b>	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		
	<b>8-22-11</b>	<b>Trustee</b>	
Signature of officer or trustee	Date	Title	
Print/Type preparer's name	Preparer's signature	Date	PTIN

Paid Preparer Use Only	Print/Type preparer's name <i>William Brander</i>	Preparer's signature <i>William Brander</i>	Date 05/23/2011	PTIN 801298951
			Check <input type="checkbox"/> if self-employed	
	Firm's name ► NORTHERN TRUST BANK N.A.		Firm's EIN ► 36-3190871	
	Firm's address ► PO BOX 803878 - CHICAGO, IL 60680		Phone no 312-630-6000	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					8,724.	
10,000.00		771.61 MFB NORTHN FDS GROWTH EQTY FD PROPERTY TYPE: SECURITIES 17,424.00				02/28/2000	04/13/2010	
10,000.00		1042.75 MFB NORTHN FDS LARGE CAP VALUE F PROPERTY TYPE: SECURITIES 11,095.00				04/30/2008	04/13/2010	
25,000.00		2434.28 MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES 24,229.00				03/08/2007	04/13/2010	
24,000.00		1834.86 MFB NORTHN FDS GROWTH EQTY FD PROPERTY TYPE: SECURITIES 41,193.00				01/28/2000	04/15/2010	
22,000.00		2258.73 MFB NORTHN FDS LARGE CAP VALUE F PROPERTY TYPE: SECURITIES 24,014.00				04/30/2008	04/15/2010	
11,965.00		618.35 MFB NORTHN FDS MULTI-MANAGER EMER PROPERTY TYPE: SECURITIES 6,969.00				03/13/2009	05/07/2010	
23,253.00		2973.53 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 23,937.00				04/13/2010	05/10/2010	
TOTAL GAIN(LOSS) .....							-13,919.	
							=====	
-----	-----	-----	-----	-----	-----	-----	-----	-----

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	22,837.	22,837.
TOTAL	22,837.	22,837.

## FORM 990PF, PART I - OTHER INCOME

=====

## DESCRIPTION

-----

DEF/ACR INC  
EXCISE TAX REFUNDREVENUE  
AND  
EXPENSES  
PER BOOKS

-----

TOTALS

-650.  
2,885.-----  
2,235.

=====

STATEMENT 2

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	1,000.	500.	500.	
TOTALS	1,000.	500.	500.	

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY	539.	539.
TOTALS	539.	539.

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	362.	362.
TOTALS	362.	362.

DINICOLA FAMILY FOUNDATION 23-05156

75-2852518

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

SEE ATTACHED

TOTALS

	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	554,766.	546,940.
TOTALS	554,766.	546,940.

ANC458 549D 05/23/2011 09:13:24

23-05156

24

STATEMENT 6

DINICOLA FAMILY FOUNDATION 23-05156

75-2852518

FORM 990PF, PART III - CORPORATE BONDS

DESCRIPTION

SEE ATTACHED

TOTALS

	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	212,919.	222,481.
TOTALS	212,919.	222,481.

ANC458 549D 05/23/2011 09:13:24

23-05156

STATEMENT 7  
25

DINICOLA FAMILY FOUNDATION 23-05156

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION  
SEE ATTACHED

TOTALS

	ENDING BOOK VALUE	ENDING FMV
	83,300.	102,461.
TOTALS	83,300.	102,461.

75-2852518

ANC458 549D 05/23/2011 09:13:24

23-05156

26

STATEMENT 8

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

TX

STATEMENT 9

DINICOLA FAMILY FOUNDATION 23-05156

75-2852518

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

=====

OFFICER NAME:

ROBERT J DINICOLA

ADDRESS:

C/O NORTHERN TRUST PO BOX 803878  
CHICAGO, IL 60680

TITLE:

TRUSTEE

OFFICER NAME:

JEANNE D DINICOLA

ADDRESS:

C/O NORTHERN TRUST PO BOX 803878  
CHICAGO, IL 60680

TITLE:

TRUSTEE

STATEMENT 10

DINICOLA FAMILY FOUNDATION 23-05156

75-2852518

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE

STATEMENT 11

DINICOLA FAMILY FOUNDATION 23-05156

75-2852518

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NONE

STATEMENT 12

XD576 2000

ANC458 549D 05/23/2011 09:13:24

23-05156

30 -

DINICOLA FAMILY FOUNDATION 23-05156  
FORM 990PF, PART XV - LINES 2a - 2d

75-2852518

=====

RECIPIENT NAME:

ROBERT J. DINICOLA

ADDRESS:

176 E. 64TH ST

NEW YORK, NY 10065-7478

RECIPIENT'S PHONE NUMBER: 212-759-4070

FORM, INFORMATION AND MATERIALS:

LETTER AND SUPPORTING DOCUMENTATION

STATEMENT 13

DINICOLA FAMILY FOUNDATION 23-05156  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

75-2852518

RECIPIENT NAME:

HOMELESS PETS

ADDRESS:

HOUSTON, TX

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

P

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

NATIONAL HEMOPHILIA FOUNDATION

ADDRESS:

116 WEST 32ND STREET, 11TH FLOOR  
NEW YORK, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

P

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

LOPEZ ISLAND MEDICAL CLINIC

ADDRESS:

PO BOX 309  
LOPEZ ISLAND, WA 98261

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

P

AMOUNT OF GRANT PAID ..... 5,000.

TOTAL GRANTS PAID:

11,500.

=====

STATEMENT 14

## Foundation

31 DEC 10

### ◆ Asset Detail - Base Currency

Description / Asset ID		Accrued	Market Value	Cost	Market	Translation	Unrealized gain/loss	Total
Investment Mgr ID	Exchange rate/ local market price							
Shares/PAR value	income/expense							
<b>Equity Securities</b>								
<b>Equity funds</b>								
<b>Emerging Markets Region - USD</b>								
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483								
4,570 340	22.98	0.00	105,026.41	80,292.43	24,733.98	0.00	24,733.98	
Total USD		0.00	105,026.41	80,292.43	24,733.98	0.00	24,733.98	
Total Emerging Markets Region		0.00	105,026.41	80,292.43	24,733.98	0.00	24,733.98	
<b>International Region - USD</b>								
MFB NORTHN INTL EQTY FD CUSIP 665162509								
5,075 920	8.31	0.00	42,180.89	60,366.49	-18,185.60	0.00	-18,185.60	
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558								
11,324.970	9.94	0.00	112,570.20	117,404.98	-4,834.78	0.00	-4,834.78	
Total USD		0.00	154,751.09	177,771.47	-23,020.38	0.00	-23,020.38	
Total International Region		0.00	154,751.09	177,771.47	-23,020.38	0.00	-23,020.38	
<b>United States - USD</b>								
MFB NORTHERN FDS LARGE CAP VALUE FD CUSIP 665162632								
11,922.140	9.79	0.00	116,717.75	114,945.86	1,771.89	0.00	1,771.89	
MFB NORTHERN LARGE CAP EQUITY FUND CUSIP 665162103								
8,823.570	13.63	0.00	120,265.25	135,986.48	-15,721.23	0.00	-15,721.23	
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574								
2,187.740	11.65	0.00	25,487.17	22,169.30	3,317.87	0.00	3,317.87	

## Foundation

31 DEC 10

### ◆ Asset Detail - Base Currency

Description /Asset ID	Accrued	Market Value	Cost	Market	Translation	Unrealized gain/loss	Total
Investment Mgr ID	Exchange rate/ local market price	Income/expense					
Shares/PAR value							

#### Equity Securities

##### Equity funds

##### United States - USD

MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
2,399 660	10.29	0.00	24,692.50	23,600.00	1,092.50	0.00	1,092.50
Total USD		0.00	287,162.67	296,701.64	-9,538.97	0.00	-9,538.97
Total United States		0.00	287,162.67	296,701.64	-9,538.97	0.00	-9,538.97
<b>Total Equity Funds</b>	<b>46,304.340</b>	<b>0.00</b>	<b>546,940.17</b>	<b>554,765.54</b>	<b>-7,825.37</b>	<b>0.00</b>	<b>-7,825.37</b>
<b>Total Equity Securities</b>	<b>46,304.340</b>	<b>0.00</b>	<b>546,940.17</b>	<b>554,765.54</b>	<b>-7,825.37</b>	<b>0.00</b>	<b>-7,825.37</b>

#### Fixed Income Securities

##### Corporate/government

##### United States - USD

MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806							
21,962.560	10.13	0.00	222,480.73	212,919.18	9,561.55	0.00	9,561.55
Issue Date 25 Aug 08							
Total USD		0.00	222,480.73	212,919.18	9,561.55	0.00	9,561.55
Total United States		0.00	222,480.73	212,919.18	9,561.55	0.00	9,561.55
<b>Total Corporate/Government</b>	<b>21,962.560</b>	<b>0.00</b>	<b>222,480.73</b>	<b>212,919.18</b>	<b>9,561.55</b>	<b>0.00</b>	<b>9,561.55</b>
<b>Total Fixed Income Securities</b>	<b>21,962.560</b>	<b>0.00</b>	<b>222,480.73</b>	<b>212,919.18</b>	<b>9,561.55</b>	<b>0.00</b>	<b>9,561.55</b>

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 29 Aug 11 B003

## Foundation

31 DEC 10

### ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	Total
<i>Real Estate</i>							

### Real estate funds

#### Global Region - USD

MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
1,730.440	17.78	0.00	30,767.22	22,934.32	7,832.90	0.00	7,832.90
Total USD		0.00	30,767.22	22,934.32	7,832.90	0.00	7,832.90
Total Global Region		0.00	30,767.22	22,934.32	7,832.90	0.00	7,832.90
<b>Total Real Estate Funds</b>		<b>0.00</b>	<b>30,767.22</b>	<b>22,934.32</b>	<b>7,832.90</b>	<b>0.00</b>	<b>7,832.90</b>
<b>Total Real Estate</b>		<b>0.00</b>	<b>30,767.22</b>	<b>22,934.32</b>	<b>7,832.90</b>	<b>0.00</b>	<b>7,832.90</b>

### Commodities

#### Global Region - USD

MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
300.000	138.72	0.00	41,616.00	34,303.00	7,313.00	0.00	7,313.00
Total USD		0.00	41,616.00	34,303.00	7,313.00	0.00	7,313.00
Total Global Region		0.00	41,616.00	34,303.00	7,313.00	0.00	7,313.00
<b>United States - USD</b>							
MFO PIMCO FDS PAC INV T MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
3,237.650	9.29	0.00	30,077.76	26,063.08	4,014.68	0.00	4,014.68
Total USD		0.00	30,077.76	26,063.08	4,014.68	0.00	4,014.68

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 29 Aug 11 B003

## Foundation

31 DEC 10

### ◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Translation	Unrealized gain/loss	Total
<i>Commodities</i>								
<i>Commodities</i>								
Total United States	0.00	30,077.76	26,063.08	4,014.68	0.00	0.00	4,014.68	
<b>Total Commodities</b>	<b>0.00</b>	<b>71,693.76</b>	<b>60,366.08</b>	<b>11,327.68</b>	<b>0.00</b>	<b>0.00</b>	<b>11,327.68</b>	
<b>Total Commodities</b>	<b>0.00</b>	<b>71,693.76</b>	<b>60,366.08</b>	<b>11,327.68</b>	<b>0.00</b>	<b>0.00</b>	<b>11,327.68</b>	

### *Cash and Short Term Investments*

#### Short term

USD - United States dollar								
	1.00	1.03	45,596.49	45,596.49	0.00	0.00	0.00	0.00
Total short term - all currencies		1.03	45,596.49	45,596.49	0.00	0.00	0.00	0.00
Total short term - all countries		1.03	45,596.49	45,596.49	0.00	0.00	0.00	0.00
<b>Total Short Term</b>	<b>1.03</b>	<b>45,596.49</b>	<b>45,596.49</b>	<b>45,596.49</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Cash and Short Term Investments</b>	<b>1.03</b>	<b>45,596.49</b>	<b>45,596.49</b>	<b>45,596.49</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>	<b>1.03</b>	<b>917,478.37</b>	<b>896,581.61</b>	<b>20,896.76</b>	<b>0.00</b>	<b>0.00</b>	<b>20,896.76</b>	<b>0.00</b>
<b>119,131.480</b>								