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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 06-01-2010 , and ending 05-31-2011

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
SPECIAL KIDS FOUNDATION

A Employer identification number
36-3803232

Number and street (or P O box number if mail is not delivered to street address)
2218 N MONTICELLO

Room/suite

B Telephone number (see page 10 of the instructions)
(773) 394-3202

City or town, state, and ZIP code
CHICAGO, IL 60647

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 ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,911,767

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify) _
(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 ▶ ☐

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	18,255			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	73,522	73,522		
	4	Dividends and interest from securities	25,659	25,659		
	5a	Gross rents				
	b	Net rental income or (loss) _____				
	6a	Net gain or (loss) from sale of assets not on line 10	18,352			
	b	Gross sales price for all assets on line 6a 535,103				
	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)				
	12	**Total.** Add lines 1 through 11	135,788	99,181		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	28,167			28,167
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,125			7,125
	c	Other professional fees (attach schedule)	10,487	10,487		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	887			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications	967			967
	23	Other expenses (attach schedule)	7,355			7,355
	24	**Total operating and administrative expenses.** Add lines 13 through 23	54,988	10,487		43,614
	25	Contributions, gifts, grants paid	138,413			138,413
	26	**Total expenses and disbursements.** Add lines 24 and 25	193,401	10,487		182,027
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-57,613			
	b	**Net investment income** (if negative, enter -0-)		88,694		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	13,662	8,578	8,578
	2 Savings and temporary cash investments	328,685	501,079	501,079
	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 ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		113	113
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	861,762	1,124,331	1,124,331
	c Investments—corporate bonds (attach schedule)	1,599,090	1,232,774	1,232,774
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		44,892	44,892
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15 Other assets (describe ▶ _____)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,803,199	2,911,767	2,911,767
Liabilities	17 Accounts payable and accrued expenses		417	
	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 ▶ _____)	731		
	23 **Total liabilities** (add lines 17 through 22)	731	417	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,802,468	2,911,350	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	2,802,468	2,911,350	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,803,199	2,911,767	

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	2,802,468
2	Enter amount from Part I, line 27a	2	-57,613
3	Other increases not included in line 2 (itemize) ▶ _____	3	166,495
4	Add lines 1, 2, and 3	4	2,911,350
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,911,350

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				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2		
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	181,261	2,764,615	0 065565
2008	171,175	2,680,075	0 063869
2007	187,983	2,996,986	0 062724
2006	163,288	2,968,879	0 055000
2005	152,294	2,919,508	0 052164

2	**Total** of line 1, column (d)	2	0 299322
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 059864
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,774,065
5	Multiply line 4 by line 3	5	166,067
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	887
7	Add lines 5 and 6	7	166,954
8	Enter qualifying distributions from Part XII, line 4	8	182,027

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b		1	887
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	887
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	887
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,000		
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	1,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid.** ▶		10	113
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 113 **Refunded** ▶		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?	1a		No
b	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		No
	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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ _____ **(2)** On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation .*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ WWW SPECIALKIDSFOUNDATION ORG

14 The books are in care of ▶ CHERYLE YALLEN Telephone no ▶ (773) 342-2749

Located at ▶ 2218 N MONTICELLO CHICAGO IL ZIP+4 ▶ 60647

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

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 ☐ No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . .	1b		
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . . ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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?		**6b**		**No**
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☐ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**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 Additional Data Table				

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

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

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

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

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

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

Total number of others receiving over $50,000 for professional services. . . . . ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,450,881
b	Average of monthly cash balances	1b	365,429
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,816,310
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	2	
3	Subtract line 2 from line 1d	3	2,816,310
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	42,245
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,774,065
6	**Minimum investment return.** Enter 5% of line 5	6	138,703

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

1	Minimum investment return from Part X, line 6			1	138,703
2a	Tax on investment income for 2010 from Part VI, line 5	2a	887		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	887
3	Distributable amount before adjustments Subtract line 2c from line 1			3	137,816
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	137,816
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	137,816

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	1a	182,027
b	Program-related investments—total from Part IX-B	1b	
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	182,027
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)	5	887
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	181,140

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				137,816
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005 8,877				
b From 2006 17,408				
c From 2007 40,696				
d From 2008 39,363				
e From 2009 44,830				
f **Total** of lines 3a through e	151,174			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 182,027				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				137,816
e Remaining amount distributed out of corpus	44,211			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	195,385			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	8,877			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	186,508			
10 Analysis of line 9				
a Excess from 2006 17,408				
b Excess from 2007 40,696				
c Excess from 2008 39,363				
d Excess from 2009 44,830				
e Excess from 2010 44,211				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

CHERYLE YALLEN
2218 N MONTICELLO
CHICAGO,IL 60647
(773) 342-2749

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

GRANT APPLICATION, COPY OF FEDERAL FORM 990, ANNUAL BUDGET,CERTIFIED FINANCIAL STATEMENTS FOR THE LAST 2 YEARS, ORGANIZATIONS BROCHURES AND MATERIAL

c Any submission deadlines

APPLICATIONS MUST BE SUBMITTED BY MARCH 1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

AWARDS ARE GIVEN FOR PROGRAMS OR RESEARCH FOR THE BETTERMENT OF DISABLED CHILDREN

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year* See Additional Data Table				
Total . . . . . ▶ **3a**				138,413
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	73,522	
4 Dividends and interest from securities			14	25,659	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					18,352
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				99,181	18,352
13 **Total.** Add line 12, columns (b), (d), and (e)				13	117,533

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

******	2011-06-24	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
GENE J GOLDBERG	2011-06-29		

Firm's name ▶	GENE J GOLDBERG LTD	Firm's EIN ▶
	707 SKOKIE BLVD STE 600	
Firm's address ▶	NORTHBROOK, IL 600624560	Phone no (847) 480-2776

Additional Data

Software ID:
Software Version:
EIN: 36-3803232
Name: SPECIAL KIDS FOUNDATION

Form 990PF Part VIII Line 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
CHERYLE N YALLEN 2218 N MONTICELLO AVE CHICAGO,IL 60647	EXEC DIR 30 00	28,167	0	0
MARGOT WEINBERG 340 HAWTHORN GLENCOE,IL 60022	PRESIDENT 5 00	0	0	0
HEATHER BILKI 920 N WOOD CHICAGO,IL 60622	DIRECTOR 5 00	0	0	0
SARA MERVIS 2924 WASHINGTON WILMETTE,IL 60091	DIRECTOR 5 00	0	0	0
MARA LAZAR 5111 BRUMMEL SKOKIE,IL 60077	DIRECTOR 5 00	0	0	0
ROBIN BLUESTONE-MILLER 800 ELGIN ROAD EVANSTON,IL 60201	DIRECTOR 5 00	0	0	0
JUDY KATZ 109 PINE STREET DEERFIELD,IL 60015	VICE PRESIDE 5 00	0	0	0
NORINE KEHILA 3617 LIBERTY LANE GLENVIEW,IL 60025	DIRECTOR 5 00	0	0	0
GERRY LANE 140 GREENBRIAR EAST DEERFIELD,IL 60015	TREASURER 5 00	0	0	0
DEBBIE JACOBS 1860 MCCRAREN HIGHLAND PARK,IL 60035	SECRETARY 5 00	0	0	0
MARY BORTZ 1817 WILDBERRY DRIVE GLENVIEW,IL 60025	DIRECTOR 2 00	0	0	0
FELICE BOYER 1732 FIELDWOOD NORTHBROOK,IL 60062	DIRECTOR 2 00	0	0	0
STEPHANIE BRODSKY 1275 GREEN KNOLLS BUFFALO GROVE,IL 60089	DIRECTOR 2 00	0	0	0
NANCY GLAZER 1535 ROSEWOOD AVE DEERFIELD,IL 60015	DIRECTOR 2 00	0	0	0
DEBORAH GRANITE 9740 CRAWFORD AVE SKOKIE,IL 60076	DIRECTOR 2 00	0	0	0
CARON JACOBSON 392 KELBURN RD DEERFIELD,IL 60015	DIRECTOR 2 00	0	0	0
MARA LANE 140 GREENBRIAR EAST DEERFIELD,IL 60015	DIRECTOR 2 00	0	0	0
MURIEL LEVINSON 407 ALPINE LANE WILMETTE,IL 60091	DIRECTOR 2 00	0	0	0
LAUREN LITCHFIELD 1816 N ROCKWELL CHICAGO,IL 60647	DIRECTOR 2 00	0	0	0
LAUREN LITOWSKY 200 W GRAND AVENUE CHICAGO,IL 60654	DIRECTOR 2 00	0	0	0
DIANE MEHLMAN 425 BEVERLY WILMETTE,IL 60091	DIRECTOR 2 00	0	0	0
PEGGY MILLER 718 FOREST WILMETTE,IL 60091	DIRECTOR 2 00	0	0	0
KAREN PETERSEN 106 S STRATFORD ARLINGTON HEIGHTS,IL 60004	DIRECTOR 2 00	0	0	0
JOYCE POLLAKOFF 117 HARVARD COURT GLENVIEW,IL 60025	DIRECTOR 2 00	0	0	0
RUTH RABYNE 6038 N ALBANY CHICAGO,IL 60659	DIRECTOR 2 00	0	0	0
DAVIDA SALAMON 1521 HEATHER HILL CRESCENT FLOSSMOOR,IL 60422	DIRECTOR 2 00	0	0	0
CONNIE SCHOEN 2832 SUGAR PINE CIRCLE NORTHBROOK,IL 60062	DIRECTOR 2 00	0	0	0
CHERNIE SHAYMAN 746 EXMOOR OAKS HIGHLAND PARK,IL 60035	DIRECTOR 2 00	0	0	0
MICHELE SHOOLIN 928 OAK DRIVE GLENCOE,IL 60022	DIRECTOR 2 00	0	0	0
BARBARA SILBERT 2005 WASHINGTON WILMETTE,IL 60091	DIRECTOR 2 00	0	0	0
JANIE SILLS 3800 CHARLES ROAD NORTHBROOK,IL 60062	DIRECTOR 2 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year*				
SPECIAL GIFTS THEATER PO BOX 2231 NORTHBROOK,IL 60062		PUBL CHARITY	SUPPORT FOR MUSICAL THEATRE PROGRAM	18,100
GREAT POTENTIALS 2400 CHESTNUT GLENVIEW,IL 60026		PUBL CHARITY	FUNDING FOR FTE MANAGER	15,000
OUR PLACE OF NEW TRIER TOWNSHIP 370 CHESTNUT WINNETKA,IL 60093		PUBL CHARITY	HIRE TWO PROGRAM SPECIALISTS	32,819
PARENTS ALLIANCE EMPLOYMENT PROJECT 2525 CABOT DRIVE LISLE,IL 60532		PUBL CHARITY	JOBS WORKSHOP PROGRAM	15,000
ADA S MCKINLEY COMMUNITY SERVICES 725 S WELLS STREET CHICAGO,IL 60607		PUBL CHARITY	SPECIAL EDUCATION PROGRAM	17,494
PACCT FOUNDATION PO BOX 492 OAK PARK,IL 60303		PUBL CHARITY	JOB PLACEMENT AND TRAINING PROGRAM	15,000
ADVOCATE ILLINOIS MASONIC PEDIATRIC DEVEL CENTER 205 W TOUHY AVE PARK RIDGE,IL 60068		PUBL CHARITY	PUENTES AUTISM TREATMENT PROGRAM	25,000
Total . . . . . ▶ **3a**				138,413

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TY 2010 Accounting Fees Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
YEAR END AUDIT	7,125			7,125

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TY 2010 Compensation Explanation

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Person Name	Explanation
CHERYLE N YALLEN	
MARGOT WEINBERG	
HEATHER BILKI	
SARA MERVIS	
MARA LAZAR	
ROBIN BLUESTONE-MILLER	
JUDY KATZ	
NORINE KEHILA	
GERRY LANE	
DEBBIE JACOBS	
MARY BORTZ	
FELICE BOYER	
STEPHANIE BRODSKY	
NANCY GLAZER	
DEBORAH GRANITE	
CARON JACOBSON	
MARA LANE	
MURIEL LEVINSON	
LAUREN LITCHFIELD	
LAUREN LITOWSKY	
DIANE MEHLMAN	
PEGGY MILLER	
KAREN PETERSEN	
JOYCE POLLAKOFF	
RUTH RABYNE	
DAVIDA SALAMON	
CONNIE SCHOEN	
CHERNIE SHAYMAN	
MICHELE SHOOLIN	
BARBARA SILBERT	
JANIE SILLS	

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TY 2010 Gain/Loss from Sale of Other Assets Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BOEING	2002-04	PURCHASE	2011-03		50,000	50,000				
CITIGROUP	2002-02	PURCHASE	2011-01		75,000	78,447			-3,447	
FEDERAL HOME LOAN BANK	2011-02	PURCHASE	2011-03		50,000	50,000				
GENERAL ELECTRIC	2005-01	PURCHASE	2010-12		100,000	100,046			-46	
HONEYWELL	2007-07	PURCHASE	2011-03		80,100	75,566			4,534	
MCDONALDS	1997-01	PURCHASE	2010-12		30,968	8,874			22,094	
MEDTRONIC	2009-02	PURCHASE	2011-04		25,000	25,000				
ORACLE	2009-01	PURCHASE	2011-01		50,000	51,835			-1,835	
VERIZON GLOBAL	2008-12	PURCHASE	2010-07		51,361	51,922			-561	
M	2004-05	PURCHASE	2010-06		22,674	25,061			-2,387	

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TY 2010 Investments Corporate Bonds Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NONGOVT OBLG - COMMERCIAL PAPER	1,232,774	1,232,774

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TY 2010 Investments Corporate Stock Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY SECURITIES - COMMON STOCK	1,124,331	1,124,331

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TY 2010 Investments - Other Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GOLD	FMV	44,892	44,892

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TY 2010 Other Expenses Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	353			353
POSTAGE	894			894
OFFICE SUPPLIES	2,713			2,713
TELEPHONE	1,071			1,071
WEBSITE EXPENSE	91			91
MISCELLANEOUS	1,467			1,467
MEETING ROOMS	766			766

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TY 2010 Other Increases Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Description	Amount
INCREASE IN FMV OF INVESTMENTS	166,495

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TY 2010 Other Liabilities Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	731	

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TY 2010 Other Professional Fees Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	10,487	10,487		

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TY 2010 Taxes Schedule

Name: SPECIAL KIDS FOUNDATION

EIN: 36-3803232

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	887			