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# Return of Private Foundation

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

### Treated as a Private Foundation

2010

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning SEP 1, 2010, and ending AUG 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 <b>AHLSTRAND FAMILY FOUNDATION C/O JENNIFER STILES</b>		A Employer identification number <b>61-1431979</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2717 COUNTRY CLUB TERRACE</b>	Room/suite	B Telephone number <b>815-961-0816</b>
City or town, state, and ZIP code <b>ROCKFORD, IL 61103-3105</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 845,778.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		11,685.	11,685.		STATEMENT 1
4 Dividends and interest from securities		14,232.	14,232.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		67,229.			
b Gross sales price for all assets on line 6a <b>521,316.</b>					
7 Capital gain net income (from Part IV, line 2)			67,229.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		93,146.	93,146.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		40.	0.		40.
b Accounting fees STMT 3		1,220.	0.		1,220.
c Other professional fees STMT 4		9,865.	9,865.		0.
17 Interest					
18 Taxes STMT 5		833.	0.		421.
19 Depreciation and depletion		61.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		25.	0.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		12,044.	9,865.		1,706.
25 Contributions, gifts, grants paid		38,199.			38,199.
26 Total expenses and disbursements. Add lines 24 and 25		50,243.	9,865.		39,905.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		42,903.			
b Net investment income (if negative, enter -0-)			83,281.		
c Adjusted net income (if negative, enter -0-)				N/A	

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# AHLSTRAND FAMILY FOUNDATION

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	29,303.	29,073.	29,073.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations <span style="float: right;">\$TMT 7</span>	178,772.	177,038.	179,271.	
	b Investments - corporate stock <span style="float: right;">\$TMT 8</span>	525,256.	571,017.	637,434.	
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶ <span style="float: right;">531.</span>				
	Less: accumulated depreciation <span style="float: right;">\$TMT 9 ▶ 439.</span>	153.	92.	0.	
	15 Other assets (describe ▶ <u>PREPAID 990PF TAX</u> )	231.	0.	0.	
	16 Total assets (to be completed by all filers)	733,715.	777,220.	845,778.	
	Net Assets or Fund Balances	17 Accounts payable and accrued expenses		602.	
		18 Grants payable			
19 Deferred revenue					
20 Loans from officers, directors, trustees, and other disqualified persons					
21 Mortgages and other notes payable					
22 Other liabilities (describe ▶ )					
23 Total liabilities (add lines 17 through 22)	0.	602.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	733,715.	776,618.		
30 Total net assets or fund balances	733,715.	776,618.			
31 Total liabilities and net assets/fund balances	733,715.	777,220.			

## 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	733,715.
2 Enter amount from Part I, line 27a	2	42,903.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	776,618.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	776,618.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>				
<b>b</b> SEE ATTACHED STATEMENTS				
<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> 521,316.		454,495.	67,229.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			67,229.

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	67,229.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	35,059.	791,696.	.044283
2008	35,419.	712,296.	.049725
2007	39,444.	1,000,056.	.039442
2006	31,889.	1,034,170.	.030835
2005	15,875.	464,655.	.034165

<b>2</b> Total of line 1, column (d)	2	.198450
<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	3	.039690
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	878,744.
<b>5</b> Multiply line 4 by line 3	5	34,877.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	833.
<b>7</b> Add lines 5 and 6	7	35,710.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	39,905.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		<b>1</b>	<b>833.</b>
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-)		<b>2</b>	<b>0.</b>
3 Add lines 1 and 2		<b>3</b>	<b>833.</b>
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		<b>4</b>	<b>0.</b>
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		<b>5</b>	<b>833.</b>
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	<b>231.</b>	
b Exempt foreign organizations - tax withheld at source	<b>6b</b>		
c Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
d Backup withholding erroneously withheld	<b>6d</b>		
7 Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>231.</b>	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	<b>602.</b>	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	<b>11</b>		

**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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ <u>0.</u> (2) On foundation managers. <input type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ <u>0.</u>		
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.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	<input type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
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.	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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

<b>11</b> At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<b>X</b>
<b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		<b>X</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<b>X</b>	
<b>14</b> The books are in care of ► <b>JENNIFER STILES</b> Telephone no. ► <b>815-961-0816</b> Located at ► <b>2717 COUNTRY CLUB TERRACE, ROCKFORD, IL</b> ZIP+4 ► <b>61103</b>			
<b>15</b> 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	<b>N/A</b>	
<b>16</b> At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<b>Yes</b>	<b>No</b>
			<b>X</b>

**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
<b>1a</b> 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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> (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)? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> (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.) <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
<b>b</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 <span style="float: right;"><b>N/A</b> ► <input type="checkbox"/></span>	1b		
<b>c</b> 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		<b>X</b>
<b>2</b> 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)):			
<b>a</b> 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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If "Yes," list the years ►			
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <span style="float: right;"><b>N/A</b></span>	2b		
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►			
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
<b>b</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.) <span style="float: right;"><b>N/A</b></span>	3b		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<b>X</b>
<b>b</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		<b>X</b>

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

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

- |   |   |
|---|---|
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (3) Provide a grant to an individual for travel, study, or other similar purposes?  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?                | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

**N/A**

**5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

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

**N/A**

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

**6b**

**X**

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?

**N/A**

**7b**

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

**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
JENNIFER STILES	PRESIDENT			
2717 COUNTRY CLUB TERRACE				
ROCKFORD, IL 61103	1.00	0.	0.	0.
DOUGLAS STILES	TREASURER			
2717 COUNTRY CLUB TERRACE				
ROCKFORD, IL 61103	1.00	0.	0.	0.

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

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

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

**0**

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	852,534.
<b>b</b> Average of monthly cash balances	<b>1b</b>	39,592.
<b>c</b> Fair market value of all other assets	<b>1c</b>	0.
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	892,126.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	892,126.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	13,382.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	878,744.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	43,937.

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

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	43,937.
<b>2a</b> Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	833.	
<b>b</b> Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b	<b>2c</b>	833.	
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	43,104.	
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.	
<b>5</b> Add lines 3 and 4	<b>5</b>	43,104.	
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	0.	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	43,104.	

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	39,905.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	39,905.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	833.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	39,072.

**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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				43,104.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			38,199.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 39,905.				
a Applied to 2009, but not more than line 2a			38,199.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				1,706.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				41,398.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

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

- 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 the instructions.)

## 1 Information Regarding Foundation Managers:

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

**NONE**

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

## 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

- c Any submission deadlines:**

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

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
SEE STATEMENT 10				
<b>Total</b>			<b>3a</b>	<b>38,199.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	<b>0.</b>



**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.		

[illegible]

**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
N/A		

**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.

Signature of officer or trustee

Date \_\_\_\_\_

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if  
self-employed

PTIN
------

KIMBERLY K. BLASCOE  
CPA

Firm's name ► WIPFLI LLP

Firm's address ► PO BOX 5407  
ROCKFORD, IL 61125-0407

Firm's EIN ▶

Phone no. (815) 399-7700

Form **990-PF** (2010)

**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	856.8548 SH FIFTH THIRD HIGH YIELD BOND FUND	P	VARIOUS	10/04/10
b	754.1480 SH OPPENHEIMER INTL BOND FD-A	P	VARIOUS	11/04/10
c	100 SH ACCENTURE PLC CLASS A COMMON	P	VARIOUS	11/08/10
d	350 SH CISCO SYSTEM INC	P	VARIOUS	11/08/10
e	75 SH COLGATE PALMOLIVE CO	P	VARIOUS	11/08/10
f	250 SH DANAHER CORP	P	VARIOUS	11/08/10
g	150 SH DEVY INC DEL	P	VARIOUS	11/08/10
h	135 SH EXXON MOBIL CORP	P	VARIOUS	11/08/10
i	250 SH GABELLI EQUITY	P	VARIOUS	11/08/10
j	250 SH GILEAD SCIENCES INC	P	VARIOUS	11/08/10
k	90 SH ISHARES BACLAYS TIPS BOND FUND	P	VARIOUS	11/08/10
l	100 SH ISHARES RUSSELL MIDCAP INDEX FD	P	VARIOUS	11/08/10
m	150 SH ISHARES RUSSELL 2000 INDEX FD	P	VARIOUS	11/08/10
n	100 SH OMNICOM GROUP INC	P	VARIOUS	11/08/10
o	250 SH QEP RES INC	P	VARIOUS	11/08/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,500.		8,310.	190.
b 5,264.		5,000.	264.
c 4,523.		2,375.	2,148.
d 8,267.		5,115.	3,152.
e 5,852.		3,846.	2,006.
f 10,917.		4,807.	6,110.
g 7,164.		9,292.	-2,128.
h 9,193.		5,676.	3,517.
i 6,555.		6,250.	305.
j 9,950.		4,051.	5,899.
k 10,029.		9,465.	564.
l 9,478.		8,146.	1,332.
m 10,720.		7,587.	3,133.
n 4,535.		3,995.	540.
o 8,455.		6,931.	1,524.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			190.
b			264.
c			2,148.
d			3,152.
e			2,006.
f			6,110.
g			-2,128.
h			3,517.
i			305.
j			5,899.
k			564.
l			1,332.
m			3,133.
n			540.
o			1,524.

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).  
If (loss), enter "-0-" in Part I, line 8

3

**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	65 SH SPDR S&P MIDCAP 400 ETF TR	P	VARIOUS	11/08/10
b	2086.5030 SH DODGE & COX INTL STOCK FUND	P	VARIOUS	12/27/10
c	1153.0670 SH HUSSMAN STRATEGIC GROWTH FUND	P	VARIOUS	12/27/10
d	6.73 SH OPPENHEIMER INTL BD FD CL Y	P	VARIOUS	12/27/10
e	200 SH MICROSOFT CORP	P	VARIOUS	01/20/11
f	175 SH RAYTHEON CO	P	VARIOUS	01/20/11
g	125 SH SCHLUMBERGER LTD	P	VARIOUS	01/20/11
h	150 SH CEF SEL SECTOR SPDR FD MATER BE	P	VARIOUS	01/20/11
i	125 SH TARGET CORP	P	VARIOUS	01/20/11
j	TARGET CORP	P	VARIOUS	01/20/11
k	100 SH UNITED TECHNOLOGIES CORP	P	VARIOUS	01/20/11
l	209 SH WELLS FARGO & COMPANY	P	VARIOUS	01/20/11
m	600 SH DUKE ENERGY CORP	P	VARIOUS	01/25/11
n	500 SH HUDSON CITY BANCORP INC	P	VARIOUS	01/25/11
o	100 SH JOY GLOBAL INC	P	VARIOUS	01/31/11

(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 9,915.		9,488.	427.
b 74,092.		90,000.	-15,908.
c 14,287.		15,000.	-713.
d 44.		44.	0.
e 5,604.		4,984.	620.
f 8,704.		8,377.	327.
g 10,617.		6,345.	4,272.
h 5,767.		3,915.	1,852.
i 1,007.			1,007.
j 5,870.		6,041.	-171.
k 7,877.		3,834.	4,043.
l 6,797.		6,092.	705.
m 10,832.		10,710.	122.
n 5,722.		6,570.	-848.
o 71.		71.	0.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			427.
b			-15,908.
c			-713.
d			0.
e			620.
f			327.
g			4,272.
h			1,852.
i			1,007.
j			-171.
k			4,043.
l			705.
m			122.
n			-848.
o			0.

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). If (loss), enter "-0-" in Part I, line 8 }	3



**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	300 SH ORACLE CORPORATION	P	VARIOUS	01/31/11
b	40 SH APPLE INC	P	VARIOUS	02/17/11
c	150 SH DEERE & CO	P	VARIOUS	02/17/11
d	15 SH DU PONT E I DE NEMOURS & CO	P	VARIOUS	02/17/11
e	50 SH EOG RES INC	P	VARIOUS	02/17/11
f	120 SH FREEPORT-MCMORAN COPPER & GOLD	P	VARIOUS	02/17/11
g	66 SH GOLDMAN SACHS GROUP	P	VARIOUS	02/17/11
h	80 SH JP MORGAN CHASE & CO	P	VARIOUS	02/17/11
i	121 SH JOHNSON & JOHNSON	P	VARIOUS	02/17/11
j	200 SH PEPSICO	P	VARIOUS	02/17/11
k	163 SH PROCTER & GAMBLE	P	VARIOUS	02/17/11
l	200 SH QUALCOMM INC	P	VARIOUS	02/17/11
m	60 SH STARBUCKS CORP	P	VARIOUS	02/17/11
n	100 SH STATE STREET CORP	P	VARIOUS	02/17/11
o	15 SH TUPPERWARE BRANDS CORPORATION	P	VARIOUS	02/17/11

(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 144.		144.	0.
b 14,364.		2,709.	11,655.
c 14,337.		10,118.	4,219.
d 814.		745.	69.
e 5,303.		3,216.	2,087.
f 6,708.		6,520.	188.
g 10,964.		5,658.	5,306.
h 3,735.		3,094.	641.
i 7,359.		6,499.	860.
j 12,714.		8,799.	3,915.
k 10,497.		9,367.	1,130.
l 11,708.		6,321.	5,387.
m 2,007.		1,756.	251.
n 4,654.		4,660.	-6.
o 816.		706.	110.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			11,655.
c			4,219.
d			69.
e			2,087.
f			188.
g			5,306.
h			641.
i			860.
j			3,915.
k			1,130.
l			5,387.
m			251.
n			-6.
o			110.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

2

3

**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	100 SH JOY GLOBAL INC	P	VARIOUS	02/22/11
b	100 SH JOY GLOBAL INC	P	VARIOUS	02/23/11
c	80 SH AFLAC INC	P	VARIOUS	03/04/11
d	40 SH ABBOTT LABS	P	VARIOUS	03/04/11
e	20 SH CENTURYTEL INC	P	VARIOUS	03/04/11
f	50 SH CHEVRON CORPORATION	P	VARIOUS	03/04/11
g	25 SH COCA COLA CO	P	VARIOUS	03/04/11
h	60 SH COMMERCE BANCSHARES INC	P	VARIOUS	03/04/11
i	45 SH DPL INC	P	VARIOUS	03/04/11
j	105 SH NORFOLK SOUTHN CORP	P	VARIOUS	03/04/11
k	165 SH PFIZER INC	P	VARIOUS	03/04/11
l	50 SH PHILIP MORRIS INTL INC	P	VARIOUS	03/04/11
m	140 SH SPECTRA ENERGY CORP	P	VARIOUS	03/04/11
n	260 SH SYSCO CORP	P	VARIOUS	03/04/11
o	150 SH MARVELL TECHNOLOGY GROUP	P	VARIOUS	03/30/11

(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 -479.		-71.	0.
b 321.		321.	0.
c 4,604.		4,585.	19.
d 1,896.		1,837.	59.
e 812.		681.	131.
f 5,145.		4,818.	327.
g 1,621.		1,583.	38.
h 2,385.		2,503.	-118.
i 1,165.		1,194.	-29.
j 6,814.		6,711.	103.
k 3,153.		3,004.	149.
l 3,112.		2,963.	149.
m 3,689.		3,602.	87.
n 7,202.		7,290.	-88.
o 2,391.		3,019.	-628.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			19.
d			59.
e			131.
f			327.
g			38.
h			-118.
i			-29.
j			103.
k			149.
l			149.
m			87.
n			-88.
o			-628.

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). If (loss), enter "-0-" in Part I, line 8		3	

**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	90 SH AUTOMATIC DATA PROCESSING INC	P	VARIOUS	03/30/11
b	110 SH ORACLE CORPORATION	P	VARIOUS	03/30/11
c	25000 SH FANNIE MAE	P	VARIOUS	04/15/11
d	300 SH ORACLE CORPORATION	P	VARIOUS	05/03/11
e	200 SH SANDISK CORP	P	VARIOUS	05/03/11
f	200 SH STARBUCKS CORP	P	VARIOUS	05/03/11
g	100 SH ANHEUSER BUSCH INBEV SA/NV	P	VARIOUS	05/04/11
h	160 SH AFLAC INC	P	VARIOUS	06/13/11
i	245 COMMERCE BANCSHARES INC	P	VARIOUS	06/13/11
j	365 DPL INC	P	VARIOUS	06/13/11
k	10 SH TUPPERWARE BRANDS CORPORATION	P	VARIOUS	06/13/11
l	35 SH YUM! BRANDS INC	P	VARIOUS	06/13/11
m	100 SH JOY GLOBAL INC	P	VARIOUS	07/25/11
n	150 SH GABELLI EQUITY	P	VARIOUS	08/17/11
o	100 SH ISHARES RUSSELL 2000 INDEX FD	P	VARIOUS	08/17/11

(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 4,575.		4,476.	99.
b 3,655.		1,267.	2,388.
c 25,000.		25,277.	-277.
d 79.		78.	1.
e 76.		75.	1.
f 82.		81.	1.
g 31.		31.	0.
h 7,256.		9,145.	-1,889.
i 10,038.		10,125.	-87.
j 10,968.		9,685.	1,283.
k 627.		471.	156.
l 1,890.		1,736.	154.
m 76.		75.	1.
n 3,802.		3,685.	117.
o 6,982.		5,058.	1,924.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			99.
b			2,388.
c			-277.
d			1.
e			1.
f			1.
g			0.
h			-1,889.
i			-87.
j			1,283.
k			156.
l			154.
m			1.
n			117.
o			1,924.

- 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 }
- 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8 }

2

3

**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	25 SH SPDR GOLD TRUST	P	VARIOUS	08/17/11
b	35 SH SPDR S&P MIDCAP 400 ETF TR	P	VARIOUS	08/17/11
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 4,243.		3,014.	1,229.
b 5,373.		3,547.	1,826.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			1,229.
b			1,826.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	67,229.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
BANKSAFE TRUST INTEREST	2.
CORPORATE INTEREST	6,155.
MUNICIPAL INTEREST	34.
U.S. GOVERNMENT INTEREST	5,494.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,685.

## FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INDIRECT LEGAL FEE	40.	0.		40.
TO FORM 990-PF, PG 1, LN 16A	40.	0.		40.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INDIRECT ACCOUNTING FEES	1,220.	0.		1,220.
TO FORM 990-PF, PG 1, LN 16B	1,220.	0.		1,220.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INDIRECT PROFESSIONAL FEES	9,865.	9,865.		0.
TO FORM 990-PF, PG 1, LN 16C	9,865.	9,865.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES AND PERMITS	833.	0.		421.	
TO FORM 990-PF, PG 1, LN 18	833.	0.		421.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
IL CHARITY BUREAU	15.	0.		15.	
SECRETARY OF STATE	10.	0.		10.	
TO FORM 990-PF, PG 1, LN 23	25.	0.		25.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
25,000 SH AT & T INC	X		25,502.	26,260.	
1,648.352 SH EATON VANCE MUT FDS TR	X		15,000.	14,242.	
25,000 SH FANNIE MAE	X		0.	0.	
2,106.163 SH FIFTH THIRD HIGH YIELD	X		19,690.	20,135.	
BOND FUND			25,714.	25,052.	
25,000 SH FREDDIE MAC	X		14,738.	15,582.	
600 SH GABELLI EQUITY	X		12,791.	12,715.	
500 SH GENERAL ELEC CAP CORP	X		22,024.	24,007.	
210 SH ISHARES BARCLAYS TIPS BOND	X		15,000.	14,549.	
FUND			26,579.	26,729.	
1,148.997 SH OPPENHEIMER INTL BOND	X				
FD					
25,000 SH TOTAL CAPITAL SA	X				
TOTAL U.S. GOVERNMENT OBLIGATIONS			177,038.	179,271.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			177,038.	179,271.	

FORM 990-PF

CORPORATE STOCK

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
215 SH ABBOTT LABS	11,268.	11,290.
245 SH ALLIANT CORP	9,804.	9,940.
125 SH ANHEUSER BUSCH	7,032.	6,908.
210 SH AUTOMATIC DATA PROCESSING INC	10,443.	10,506.
529.101 SH BLACKROCK GLOBAL ALLOCATION	10,000.	10,201.
195 SH CENTURYTEL INC	6,804.	7,049.
125 SH CHEVRON CORPORATION	10,685.	12,355.
120 SH CHUBB CORP	7,763.	7,427.
125 SH COCA COLA CO	7,912.	8,806.
180 SH DU PONT E I DE NEMOURS AND CO	9,110.	8,689.
1231.896 SH HARBOR INTERNATIONAL INST	74,000.	70,501.
125 SH ILLINOIS TOOL WKS INC	6,693.	5,818.
400 SH ISHARES RUSSELL 2000 INDEX FD	17,576.	29,060.
115 SH JOY GLOBAL INC	10,368.	9,597.
245 SH JP MORGAN CHASE	10,004.	9,202.
725 SH MARVELL TECHNOLOGY GROUP	14,454.	9,533.
335 SH MEDTRONIC INC	13,163.	11,748.
110 SH NORFOLK SOUTHN CORP	7,030.	7,445.
2,228.499 SH OPPENHEIMER DVLPIING MKTS Y	69,000.	73,206.
370 SH ORACLE CORPORATION	6,610.	10,386.
425 SH PFIZER INC	7,690.	8,065.
125 SH PHILIP MORRIS INTL INC	7,407.	8,665.
4,216.137 SH PIMCO ALL ASSET ALL AUTH FUND	45,164.	46,124.
2,821.67 SH PIMCO COMMODITY REALRETURN STRAT	25,000.	25,988.
295.95 SH PIMCO COMMODITY REALRETURN STRAT	2,685.	2,726.
120 SH PNC FINANCIAL SERVICES GROUP	7,196.	6,017.
240 SH SANDISK CORP	10,798.	8,796.
125 SH SCHLUMBERGER LTD	11,461.	9,765.
400 SH SPDR S&P MIDCAP	33,303.	63,616.
150 SH SPDR GOLD TRUST	15,515.	26,658.
335 SH SPECTRA ENERGY CORP	8,053.	8,700.
240 SH STARBUCKS CORP	7,025.	9,269.
215 SH STATE STREET CORP	9,563.	7,637.
150 SH TUPPERWARE BRANDS CORPORATION	7,061.	9,975.
1000 SH VANGUARD REIT ETF	45,939.	57,610.
150 SH YUM BRANDS INC	7,438.	8,156.
100 SH ACCENTURE LTD	0.	0.
40 SH APPLE INC	0.	0.
150 SH CEF SEL SECTOR SPDR FD MATER BE	0.	0.
350 SH CISCO SYSTEMS INC	0.	0.
75 SH COLGATE PALMOLIVE CO	0.	0.
250 SH DANAHER CORP	0.	0.
150 SH DEERE & CO	0.	0.
150 SH DEVRY INC DEL	0.	0.
2,086.503 SH DODGE & COX INTL STOCK	0.	0.
50 SH EOG RES INC	0.	0.
135 SH EXXON MOBIL CORP	0.	0.

150 SH FREEPORT-MCMORAN COPPER & GOLD	0.	0.
250 SH GILEAD SCIENCES INC	0.	0.
66 SH GOLDMAN SACHS GROUP	0.	0.
1153.067 SH HUSSMAN STRATGIC GROWTH FUND	0.	0.
121 SH JOHNSON & JOHNSON	0.	0.
351 SH MICROSOFT CORP	0.	0.
100 SH OMNICOM GROUP INC	0.	0.
350 SH ORACLE CORPORATION	0.	0.
200 SH PEPSICO INC	0.	0.
163 SH PROCTOR & GAMBLE CO	0.	0.
250 SH QEP RES INC	0.	0.
200 SH QUALCOMM INC	0.	0.
100 SH RUSSELL MIDCAP INDEX FD	0.	0.
125 SH TARGET CORP	0.	0.
100 SH UNITED TECHNOLOGIES CORP	0.	0.
209 SH WELLS FARGO & COMPANY	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	571,017.	637,434.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	531.	439.	92.
TOTAL TO FM 990-PF, PART II, LN 14	531.	439.	92.



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FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 10
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN CANCER SOCIETY 4312 EAST STATE STREET ROCKFORD, IL 61108	N/A GENERAL SUPPORT	PUBLIC	1,600.
CHRIST UNITED METHODIST CHURCH 4509 HIGHCREST ROAD ROCKFORD, IL 61107	N/A GENERAL SUPPORT	PUBLIC	14,715.
PALM SPRINGS FILM FESTIVAL 1700 EAST TAHQUITZ CANYON PALM SPRINGS, CA 92262	N/A GENERAL SUPPORT	PUBLIC	4,620.
RONALD MCDONALD HOUSE ONE KROC DRIVE OAK BROOK, IL 60523	N/A GENERAL SUPPORT	PUBLIC	464.
ROCKFORD MELD 3703 N. MAIN STREET #107 ROCKFORD, IL 61103	N/A GENERAL SUPPORT	PUBLIC	1,000.
SPECTRUM SCHOOL 2909 N. MAIN STREET ROCKFORD, IL 61103	N/A GENERAL SUPPORT	PUBLIC	5,000.
BOYLAN CATHOLIC HIGH SCHOOL 4000 SAINT FRANIS DRIVE ROCKFORD, IL 61103	N/A GENERAL SUPPORT	PUBLIC	5,000.
ELLIANA GRACE FOUNDATION 9055 HORIZON DRIVE S. SHAKOPEE, MN 55379	N/A GENERAL SUPPORT	PUBLIC	500.

HOPE WELL RANCH N/A  
 650 N. SCHOOL ROAD WEIDMAN, MI GENERAL SUPPORT  
 48893

PUBLIC 5,000.

RED SHOE RUN- ROCK RIVE VALLEY N/A  
 BLOOD CENTER GENERAL SUPPORT  
 419 NORTH SIXTH STREET  
 ROCKFORD, IL 61107

PUBLIC 300.

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

38,199.