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

Department of the Treasury
Internal Revenue Service

2010

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

For calendar year 2010, or tax year beginning **OCT 1, 2010**, and ending **SEP 30, 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

SAM & SARAH GROSSINGER FOUNDATIONNumber and street (or P O box number if mail is not delivered to street address)
6900 NORTH MCCORMICK BLVD

A Employer identification number

36-6108185City or town, state, and ZIP code
LINCOLNWOOD, IL 60712B Telephone number
847-675-8300

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

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 ►

I Fair market value of all assets at end of year **\$ 3,048,718.** (Part I, column (d) must be on cash basis)
 (from Part II, col (c), line 16) Other (specify) _____

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	22,107.	22,107.		STATEMENT 1
4	Dividends and interest from securities	106,316.	106,316.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	113,836.			
b	Gross sales price for all assets on line 6a	789,391.			
7	Capital gain net income (from Part IV, line 2)		113,836.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances	106,316.			
b	Less: Cost of goods sold	106,316.			
c	Gross profit or (loss)				
11	Other income	449.	449.		STATEMENT 3
12	Total. Add lines 1 through 11	242,708.	242,708.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	5,000.	0.		5,000.
c	Other professional fees				
17	Interest	10.	10.		0.
18	Taxes	2.	2.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	23,504.	23,426.		75.
24	Total operating and administrative expenses. Add lines 13 through 23	28,516.	23,438.		5,075.
25	Contributions, gifts, grants paid	134,143.			134,143.
26	Total expenses and disbursements. Add lines 24 and 25	162,659.	23,438.		139,218.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	80,049.			
b	Net investment income (if negative, enter -0-)		219,270.		
c	Adjusted net income (if negative, enter -0-)			N/A	

P
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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		19,253.	3,924.	3,924.
	2 Savings and temporary cash investments		46,467.	56,045.	56,045.
	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	STMT 7	612,191.	568,179.	598,029.
	b Investments - corporate stock	STMT 8	2,119,588.	2,306,793.	2,167,611.
	c Investments - corporate bonds	STMT 9	204,838.	154,063.	157,015.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 10	51,164.	44,519.	66,094.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		3,053,501.	3,133,523.	3,048,718.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)		0.	0.	
	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		3,053,501.	3,133,523.	
	30 Total net assets or fund balances		3,053,501.	3,133,523.	
	31 Total liabilities and net assets/fund balances		3,053,501.	3,133,523.	

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 3,053,501.
2 Enter amount from Part I, line 27a	2 80,049.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 3,133,550.
5 Decreases not included in line 2 (itemize) ► ADJUSTMENT FOR ROUNDING ERROR	5 27.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 3,133,523.

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 THROUGH FIRST BANK & TRUST (SEE ATTACHED)		P	VARIOUS	VARIOUS
b BA 1998 PARTNERS K-1		P	VARIOUS	VARIOUS
c BA 1998 PARTNERS K-1		P	VARIOUS	VARIOUS
d BA 1998 PARTNERS K-1		P	VARIOUS	VARIOUS
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 786,940.			675,359.	111,581.
b			196.	-196.
c 1,963.				1,963.
d 488.				488.
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69		(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69				
a				111,581.
b				-196.
c				1,963.
d				488.
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 }		
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		113,836.
		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	155,878.	3,138,154.	.049672
2008	211,569.	2,913,941.	.072606
2007	189,310.	3,857,651.	.049074
2006	160,047.	3,771,171.	.042440
2005	167,922.	3,414,978.	.049172

2 Total of line 1, column (d)

2 .262964

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 .052593

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

4 3,401,972.

5 Multiply line 4 by line 3

5 178,920.

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

6 2,193.

7 Add lines 5 and 6

7 181,113.

8 Enter qualifying distributions from Part XII, line 4

8 139,218.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	4 , 385 .		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b					
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).					
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)					
3 Add lines 1 and 2					
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)					
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-					
6 Credits/Payments.					
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1 , 952 .	6b	6c		
b Exempt foreign organizations - tax withheld at source					
c Tax paid with application for extension of time to file (Form 8868)					
d Backup withholding erroneously withheld					
7 Total credits and payments. Add lines 6a through 6d	7 1 , 952 .	7	10		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached					
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed					
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid					
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ►	Refunded ► 11				

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

11 X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A

13 X

14 The books are in care of ► CAROLINE GROSSINGER-SCHILLER Telephone no. ► 847-675-8300
Located at ► 6900 N. MCCORMICK BLVD, LINCOLNWOOD, IL ZIP+4 ► 60712

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

► 15 N/A

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

16 Yes No
 X

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.

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 X No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

 Yes X No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?

 Yes X No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?

 Yes X 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 X 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 X No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

►

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?

 Yes X No

If "Yes," list the years ►

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)

N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

►

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

 Yes X No

b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)

N/A

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

3b

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?

4a

►

4b

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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 Yes No Yes No Yes No Yes No

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

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

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?

 Yes 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?

 Yes No

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		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 VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. 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



0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	NONE	
		0.
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

Amount	
1	NONE
	0.
2	
3	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3.	► 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,433,383.
b	Average of monthly cash balances	1b	20,396.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,453,779.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,453,779.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	51,807.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,401,972.
6	Minimum investment return. Enter 5% of line 5	6	170,099.

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

1	Minimum investment return from Part X, line 6	1	170,099.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,385.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,385.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	165,714.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	165,714.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	165,714.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	139,218.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	139,218.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	139,218.

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				165,714.
2 Undistributed income, if any, as of the end of 2010			107,474.	
a Enter amount for 2009 only				
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 ► \$ 139,218.			107,474.	
a Applied to 2009, but not more than line 2a				
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				31,744.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				133,970.
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				

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section

4942(l)(3) or 4942(l)(5)

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:

SHARON GROSSINGER, 847-675-8300

6900 NORTH MCCORMICK BOULEVARD, LINCOLNWOOD, IL 60712

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

THE
SCHOOL

c. Any submission deadlines:

C ANY
NONE

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

0 Any
NONE

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHED STATEMENT		SEE ATTACHED		134,143.
Total			► 3a	134,143.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

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
		(a) Business code	(b) Amount	(c) Exclu- sion code	
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	22,107.
4 Dividends and interest from securities				14	106,316.
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				14	449.
8 Gain or (loss) from sales of assets other than inventory				18	113,836.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	242,708.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	242,708.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

SOURCE	AMOUNT
BA 1998 PARTNERS FUND II, LP INTEREST INCOME - FIRST BANK & TRUST	84. 22,023.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	22,107.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BA 1998 PARTNERS FUND II , LP DIVIDEND INCOME - FIRST BANK & TRUST	964. 105,352.	0. 0.	964. 105,352.
TOTAL TO FM 990-PF, PART I, LN 4	106,316.	0.	106,316.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME	139.	139.	
RENTAL INCOME	37.	37.	
OTHER INCOME	273.	273.	
TOTAL TO FORM 990-PF, PART I, LINE 11	449.	449.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,000.	0.		5,000.
TO FORM 990-PF, PG 1, LN 16B	5,000.	0.		5,000.

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

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	22,419.	22,419.		0.
PORTFOLIO DEDUCTIONS	1,007.	1,007.		0.
ILLINOIS CHARITY BUREAU FUND	15.	0.		15.
SECRETARY OF STATE FEE	10.	0.		10.
FROM INVESTMENT IN BA 1998				
PARTERS FUND II, LP	53.	0.		50.
TO FORM 990-PF, PG 1, LN 23	23,504.	23,426.		75.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FIRST BANK & TRUST-MUNICIPALS		X	568,179.	598,029.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			568,179.	598,029.
TOTAL TO FORM 990-PF, PART II, LINE 10A			568,179.	598,029.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST BANK & TRUST-EQUITIES (SEE ATTACHED)	2,306,793.	2,167,611.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,306,793.	2,167,611.

FORM 990-PF	CORPORATE BONDS	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST BANK & TRUST-CORP BONDS (SEE ATTACHED)	154,063.	157,015.
TOTAL TO FORM 990-PF, PART II, LINE 10C	154,063.	157,015.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BA 1998 PARTNER FUND II L.P.	COST	44,519.	66,094.
TOTAL TO FORM 990-PF, PART II, LINE 13		44,519.	66,094.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
CAROLINE GROSSINGER-SCHILLER 6900 N. MCCORMICK BLVD LINCOLNWOOD, IL 60712	PRESIDENT 0.50	0.	0.
GARY GROSSINGER 6900 N. MCCORMICK BLVD LINCOLNWOOD, IL 60712	VICE PRESIDENT 0.50	0.	0.
SHARON GROSSINGER 6900 N. MCCORMICK BLVD LINCOLNWOOD, IL 60712	VICE PRESIDENT 0.50	0.	0.
SUZANNE GROSSINGER-GOULD 6900 N. MCCORMICK BLVD LINCOLNWOOD, IL 60712	VICE PRESIDENT 0.50	0.	0.
CELILIA PLANCHO 6900 N. MCCORMICK BLVD LINCOLNWOOD, IL 60712	ASST SECY 0.50	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.

Sam & Sarah Grosslinger Foundation #36-6108185
 Grants & Contributions Paid During the Year
9/30/2011

<u>Recipient Name</u>	<u>Status of Recipient and Foundation</u>	<u>Relationship to Substantial Contributor</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Am Shalom	None 170 (C) (3)		Charitable	10,800 00
Arie Crown Hebrew Day School	None 170 (C) (3)		Charitable	2,500 00
Chicagoland Jewish High School	None 170 (C) (3)		Charitable	500 00
Children's Memorial Foundation	None 170 (C) (3)		Charitable	450 00
Children's Memorial Hospital	None 170 (C) (3)		Charitable	3,738 92
CNE	None 170 (C) (3)		Charitable	100 00
CURED	None 170 (C) (3)		Charitable	1,000 00
DePaul University (for Aaron Scharaga)	None 170 (C) (3)		Charitable	7,500 00
Dominican University (for Justin Roy)	None 170 (C) (3)		Charitable	2,500 00
Dominican University-fall semester for Justin Roy	None 170 (C) (3)		Charitable	2,500 00
Dominican University-spring semester for Justin Roy	None 170 (C) (3)		Charitable	2,500 00
Eton Academy	None 170 (C) (3)		Charitable	1,000 00
Fan Foundation	None 170 (C) (3)		Charitable	80 00
Food Allergy Initiative	None 170 (C) (3)		Charitable	300 00
For Autistic Kids Foundation	None 170 (C) (3)		Charitable	500 00
Friends of the Lincolnwood Library	None 170 (C) (3)		Charitable	100.00
Inspiration Corporation	None 170 (C) (3)		Charitable	1,500 00
Jewish United Fund	None 170 (C) (3)		Charitable	20,000 00
Keshet	None 170 (C) (3)		Charitable	2,000.00
Lewis University (for Daisy H)	None 170 (C) (3)		Charitable	2,500.00
Marquette University (for Ashley Moersch)	None 170 (C) (3)		Charitable	2,500.00
Marquette University (for Sasha Molin)	None 170 (C) (3)		Charitable	4,527 00
Misericordia Home	None 170 (C) (3)		Charitable	1,250 00
North Suburban Synagogue Beth El	None 170 (C) (3)		Charitable	16,760.00
Northeastern Illinois University (for Rafael Villegas)	None 170 (C) (3)		Charitable	2,500 00
Northern Illinois University (for Nicole Blase)	None 170 (C) (3)		Charitable	4,339 06
Oakton Community College	None 170 (C) (3)		Charitable	1,610 73
Oakton Community College (for Maria Joyce)	None 170 (C) (3)		Charitable	2,822 89
Project Ladybug Inc	None 170 (C) (3)		Charitable	2,500 00
Purdue University (for Heather M)	None 170 (C) (3)		Charitable	2,500 00
Ravinia	None 170 (C) (3)		Charitable	3,500 00
Red Cross Washington DC	None 170 (C) (3)		Charitable	2,500 00
Rush Neurobehavioral Center	None 170 (C) (3)		Charitable	250 00

School Supply Challenge	None	170 (C) (3)	Charitable	81 16
Shaare Zedek Medical Center	None	170 (C) (3)	Charitable	500.00
Simeon Alumni Association	None	170 (C) (3)	Charitable	75 00
Society of St Vincent DePaul	None	170 (C) (3)	Charitable	100 00
Solomon Schechter Day School	None	170 (C) (3)	Charitable	1,000 00
Southern Illinois Univ (for Melanie Shadrck)	None	170 (C) (3)	Charitable	2,500 00
Susan Komen for Cure	None	170 (C) (3)	Charitable	250 00
Temple Jeremiah	None	170 (C) (3)	Charitable	2,608 00
Turning Point Behavioral Heath Care Center	None	170 (C) (3)	Charitable	250.00
University of Illinois (for S Ahmed)	None	170 (C) (3)	Charitable	4,326 00
University of Illinois (for S Ahmed)	None	170 (C) (3)	Charitable	1,524 00
University of Missouri-Columbia (for J. Kodroff)	None	170 (C) (3)	Charitable	5,000.00
University of Missouri-Columbia (for J. Kodroff)	None	170 (C) (3)	Charitable	300.00
Volunteer Center Helps	None	170 (C) (3)	Charitable	2,500 00
Wellesley College	None	170 (C) (3)	Charitable	2,500 00
Western Illinois University (for Thomas Gallagher)	None	170 (C) (3)	Charitable	1,000 00
Young Women's Leadership Charter School	None	170 (C) (3)		
Total				134,142.76

Sam & Sarah Grossinger Foundation
First Bank & Trust A/C #1047
Securities Transactions
9/30/2011

Account Name : The Sam & Sarah Grossinger Foundation

September 01, 2011 To September 30, 2011

Account No : 1047

Account Holdings

As Of Date : 09/30/2011

Units	Description / Issue Id	Tax Cost	Price	Market Value	%	Unrealized Gain(Loss)	Annual Income	Curr Yld
Equities								
Mutual Funds - Balanced								
2,835.63	Pimco Total Return Fund Instl PTTRX 693390700	\$32,429.81	10.79	\$30,596.45	1.03	(\$1,833.36)	\$1,041.77	3.40
	Total Mutual Funds - Balanced	\$32,429.81		\$30,596.45	1.03		\$1,041.77	3.40
Common Stock								
700	Shares S&P 500 IVV 464287200	\$77,543.55	113.69	\$79,583.00	2.67	\$2,039.45	\$1,715.19	2.16
	Total Common Stock	\$77,543.55		\$79,583.00	2.67		\$2,039.45	\$1,715.19
Mutual Funds - Equity								
4,688.347	American Funds Euro-Pacific Growth F-1 AEGFX 298706409	\$173,000.00	34.02	\$159,497.56	5.35	(\$13,502.44)	\$2,641.41	1.66
5,865.814	Cohen & Steers Int'l Realty Fund - Inst Shrs IRFIX 192484401	\$64,350.82	8.84	\$51,853.80	1.74	(\$12,497.02)	\$4,616.40	8.90
18,542.202	Delaware Emerging Markets - I DEMIX 245914817	\$272,000.00	11.94	\$221,393.89	7.43	(\$50,606.11)	\$2,225.06	1.01
6,890.351	Dodge & Cox Int'l Stock Fund DODFX 256206103	\$208,920.02	28.79	\$198,373.21	6.66	(\$10,546.81)	\$3,410.72	1.72
7,931.191	Eaton Vance Large-Cap Value Fund Class: 1 - EVLWX 277905642	\$150,904.69	15.94	\$126,423.18	4.24	(\$24,481.51)	\$2,022.45	1.60
3,820.683	Harbor Capital Appreciation Fund - Inst HACAX 411511504	\$150,000.00	34.49	\$131,775.36	4.42	(\$18,224.64)	\$295.22	0.22
9,861.933	Manning & Napier Equity Series Fund EXEYX 563821602	\$200,000.00	16.50	\$162,721.89	5.46	(\$37,278.11)	\$510.85	0.31
6,766.607	Nuveen Real Estate Securities Class I FARCX 318530268	\$117,056.93	16.72	\$113,137.67	3.80	(\$3,919.26)	\$2,634.92	2.33

Holdings - HLDLN8

Account Holdings

As Of Date : 09/30/2011

Units	Description / Issue Id	Tax Cost	Price	Market Value	% Acct	Unrealized Gain/(Loss)	Annual Curr Income	Annual Curr Yld
54,486.746	PIMCO Commodity Real Return Strategy - Inst PCRIX 722005667	\$427,192.78	7.39	\$402,657.05	13.52	(\$24,535.73)	\$73,760.34	18.32
17,535.156	PIMCO High Yield Instl Fund PHIYX 693390841	\$148,167.16	8.61	\$150,960.47	5.07	\$2,793.31	\$12,103.68	8.02
15,201.298	SteelPath MLP Select 40 Fund - Inst Shrs MLPTX	\$158,022.29	10.26	\$155,965.32	5.24	(\$2,056.97)	\$10,426.57	6.69
5,533.686	Vanguard Small Cap Growth Index #0861 VSGX 922908827	\$61,921.95	18.79	\$103,977.96	3.49	\$42,056.01	\$431.63	0.42
5,907.966	Vanguard Small Cap Value Index #0860 VISVX 922908793	\$65,283.02	13.32	\$78,694.11	2.64	\$13,411.09	\$1,695.59	2.15
		\$2,196,819.66		\$2,057,431.47	69.06	(\$139,388.19)	\$116,774.84	5.68
		\$2,306,793.02		\$2,167,610.92	72.76	(\$139,182.10)	\$119,531.80	5.51
	<u>Total Mutual Funds - Equity</u>							
	<u>Total Equities</u>							
	<u>Fixed Income</u>							
	<u>Corporate Bonds</u>							
50,000	Bellsouth Corp 079860AJ1	4,750%	11/15/2012	\$51,500.00	103.90	\$51,950.45	1.74	\$450.45
50,000	Wal-Mart Stores Inc 931142BT9	4,550%	05/01/2013	\$51,500.00	106.22	\$53,111.90	1.78	\$1,611.90
50,000	Goldman Sachs Group Inc 38141GDD4	5,250%	10/15/2013	\$51,062.50	103.91	\$51,952.55	1.74	\$890.05
	<u>Total Corporate Bonds</u>							
	<u>Mutual Funds - Fixed Income</u>							
8,544,30873	PIMCO Foreign Bond Fund PFORX	\$92,063.34	10.65	\$90,996.89	3.05	(\$1,066.45)	\$2,472.75	2.72

Account Name : The Sam & Sarah Grossinger Foundation

September 01, 2011 To September 30, 2011

Account No : 1047

Account Holdings

As Of Date : 09/30/2011

Units	Description / Issue Id	Tax Cost	Price	Market Value	% Acct	Unrealized Gain/(Loss)	Annual Cur Income	Ytd
15,207.91	Vanguard Inflation Prot Sec Adm #5119 VAIPX 922031737	\$385,000.00	27.45	\$417,457.13	14.01	\$32,457.13	\$16,181.22	3.88
7,662.55961	Wells Fargo Advantage Int'l Bond Fund Inst ESICX	\$91,115.65	11.69	\$89,575.32	3.01	(\$1,540.33)	\$4,225.82	4.72
		\$568,178.99		\$598,029.34	20.07	\$29,850.35	\$22,879.79	3.83
	Total Mutual Funds - Fixed Income							
	Total Fixed Income	\$722,241.49		\$755,044.24	25.33	\$32,802.75	\$30,154.79	3.99
	Cash Equivalents							
56,045.05	<u>Money Market - Taxable</u> Northern Government Select Port Share Class BGSXX 665278701	\$56,045.05	100.00	\$56,045.05	1.88	\$0.00	\$61.65	0.11
	Total Money Market - Taxable	\$56,045.05		\$56,045.05	1.88	\$0.00	\$61.65	0.11
	Total Cash Equivalents	\$56,045.05		\$56,045.05	1.88	\$0.00	\$61.65	0.11
	Total Assets	\$3,085,079.56		\$2,978,700.21	100.00	(\$106,379.35)	\$149,748.24	5.03
	Principal Cash					0.00		
	Income Cash					0.00		
	Grand Total Assets					2,978,700.21		