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

OMB No 1545-0052

2010

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 10/01, 2010, and ending 9/30, 2011

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

HINRICHS FOUNDATION, INC.
C/O MR. RODERICK T. DUNNE
150 S. WACKER SUITE 1700
CHICAGO, IL 60606

A Employer identification number
39-6048020

B Telephone number (see the instructions)
312-431-3636

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here. ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

▶ \$ 669,821.

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	23,686.	23,686.		
	5a Gross rents				
	5b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	35,134.			
	6b Gross sales price for all assets on line 6a	150,896.			
	7 Capital gain net income (from Part IV, line 2)		35,134.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
10b Less: Cost of goods sold					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	58,820.	58,820.	0.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	16b Accounting fees (attach sch) SEE ST 1	3,200.	1,600.		1,600.
	16c Other prof fees (attach sch) SEE ST 2	11,805.	11,805.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 3	1,390.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 4	166.	55.		111.	
24 Total operating and administrative expenses. Add lines 13 through 23	16,561.	13,460.		1,711.	
25 Contributions, gifts, grants paid PART XV	35,450.			35,450.	
26 Total expenses and disbursements. Add lines 24 and 25	52,011.	13,460.	0.	37,161.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	6,809.				
b Net investment income (if negative, enter -0-)		45,360.			
c Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	5,045.	32,157.	32,157.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	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 (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 5	709,067.	637,664.	637,664.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	714,112.	669,821.	669,821.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET FUND ASSETS OR	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24 Unrestricted	714,112.	669,821.	
	25 Temporarily restricted			
	26 Permanently restricted			
BALANCE SHEET	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	714,112.	669,821.	
	31 Total liabilities and net assets/fund balances (see the instructions)	714,112.	669,821.	

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	714,112.
2	Enter amount from Part I, line 27a	2	6,809.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	720,921.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 6	5	51,100.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	669,821.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a SEE STATEMENT 7			
b			
c			
d			
e			

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

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).— [If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7]**2**

35,134.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).

If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8

3

0.

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. N/A

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009			
2008			
2007			
2006			
2005			

2 Total of line 1, column (d)**2****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****4** Enter the net value of noncharitable-use assets for 2010 from Part X, line 5**4****5** Multiply line 4 by line 3**5****6** Enter 1% of net investment income (1% of Part I, line 27b)**6****7** Add lines 5 and 6**7****8** Enter qualifying distributions from Part XII, line 4**8**

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	907.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	907.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	907.
6 Credits/Payments.			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010.	6 a	1,200.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,200.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	293.	
11 Enter the amount of line 10 to be. Credited to 2011 estimated tax 293. Refunded	11	0.	

Part VII-A Statements Regarding Activities

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

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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 <u>N/A</u>	13	X	
14	The books are in care of <u>MR. RODERICK T. DUNNE</u> Telephone no. <u>312-431-3636</u> Located at <u>150 S. WACKER SUITE 1700 CHICAGO IL</u> ZIP + 4 <u>60606</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
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 the instructions)	2b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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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))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

5b

N/A

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 (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE'.

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		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 FOUNDATION'S ONLY ACTIVITY INCLUDES MAKING CONTRIBUTIONS TO 29 CHARITIES. FOR 2010 THE FOUNDATION CONTRIBUTED \$35,450 IN CASH GIFTS TO VARIOUS CHARITIES.	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See 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	706,151.
b Average of monthly cash balances	1b	41,681.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	747,832.
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	747,832.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	11,217.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	736,615.
6 Minimum investment return. Enter 5% of line 5	6	36,831.

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	36,831.
2a Tax on investment income for 2010 from Part VI, line 5	2a	907.
b Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	907.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	35,924.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	35,924.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	35,924.

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	37,161.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37,161.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	37,161.

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.

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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				35,924.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			34,439.	
b Total for prior years: 20____, 20____, 20____		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: ► \$ 37,161.				
a Applied to 2009, but not more than line 2a			34,439.	
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				2,722.
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 instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				33,202.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	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 XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 9				
Total			3a	35,450.
b Approved for future payment				
Total			3b	

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FEDERAL STATEMENTS

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HINRICHS FOUNDATION, INC.
C/O MR. RODERICK T. DUNNE

39-6048020

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 3,200.	\$ 1,600.		\$ 1,600.
TOTAL	<u>\$ 3,200.</u>	<u>\$ 1,600.</u>	<u>\$ 0.</u>	<u>\$ 1,600.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT. FEES	\$ 11,805.	\$ 11,805.		
TOTAL	<u>\$ 11,805.</u>	<u>\$ 11,805.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 1,390.			
TOTAL	<u>\$ 1,390.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	\$ 166.	\$ 55.		\$ 111.
TOTAL	<u>\$ 166.</u>	<u>\$ 55.</u>	<u>\$ 0.</u>	<u>\$ 111.</u>

HINRICHS FOUNDATION, INC.
C/O MR. RODERICK T. DUNNE

39-6048020

STATEMENT 5
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER SECURITIES</u>			
VANGUARD FTSE ALL WORLD INDEX	MKT VAL	\$ 32,525.	\$ 32,525.
ISHARE TR -S&P SMALLCAP 600 INDEX FD	MKT VAL	44,315.	44,315.
ISHARES BARCLAYS AGGREGATE BOND FUND	MKT VAL	27,968.	27,968.
ISHARES BARCLAYS 1-3 YEAR CREDIT BOND FD	MKT VAL	55,317.	55,317.
S&P MIDCAP 400 INDEX SPDR TRUST SER 1	MKT VAL	52,730.	52,730.
SPDR BARCLAYS CAP HIGH YIELD BOND	MKT VAL	39,700.	39,700.
VANGUARD EMERGING MARKETS	MKT VAL	0.	0.
VANGUARD REIT ETF	MKT VAL	37,695.	37,695.
SPDR S&P 500 TRUST ET SPY	MKT VAL	69,700.	69,700.
VANGUARD TOTAL BOND ET MARKET BND	MKT VAL	27,885.	27,885.
CAPITAL INCOME BLDR CLASS F	MKT VAL	53,080.	53,080.
CAPITAL WORLD BD FD CL F-1	MKT VAL	53,305.	53,305.
PIMCO UNCONSTRAINED BD FD CL INSTLN	MKT VAL	62,447.	62,447.
PIMCO FDS PAC INVT MGMT SER TTL RTN FND	MKT VAL	54,252.	54,252.
PIMCO FDS PAC INVT MGMT SER EMERG MKTS	MKT VAL	26,745.	26,745.
	TOTAL	\$ 637,664.	\$ 637,664.

STATEMENT 6
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

UNREALIZED LOSS ON INVESTMENTS	\$ 51,100.
TOTAL	\$ 51,100.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	37.845 SHS CAPITAL INCOME BLDR CLASS F	PURCHASED	6/03/2010	10/11/2010
2	76.732 SHS CAPITAL WORLD BD FD CL F-1	PURCHASED	6/03/2010	10/11/2010
3	79.167 SHS PIMCO FDS PAC INVT MGMT SER TOTAL RTN FD	PURCHASED	6/03/2010	10/11/2010
4	711.677 SHS PIMCO FDS PAC INVT MGMT SER EMERG MKTS	PURCHASED	6/03/2010	10/11/2010
5	129 SHS VANGUARD EMERGING MARKETS ETF	PURCHASED	7/08/2010	10/11/2010
6	80 SHS ISHARE TR S&P SMALLCAP 600 INDEX FD	PURCHASED	9/30/2008	10/11/2010
7	30 SHS SPDR S&P 500 TRUST ETF	PURCHASED	3/24/2009	10/11/2010
8	52 SHS SPDR S&P MIDCAP 400 ETF TRUST SERIES	PURCHASED	3/24/2009	10/11/2010
9	7 SHS SPDR BARCLAYS CAP ETF	PURCHASED	6/12/2008	10/11/2010
10	211 SHS HIGH YIELD BOND ETF	PURCHASED	9/19/2008	10/11/2010
11	44 SHS VANGUARD REIT ETF	PURCHASED	3/24/2009	10/11/2010
12	576.941 SHS PIMCO FDS PAC INVT MGMT SER EMERG MKTS	PURCHASED	6/03/2010	11/04/2010
13	31 SHS VANGUARD EMERGING MARKETS ETF	PURCHASED	7/08/2010	11/04/2010

HINRICHS FOUNDATION, INC.
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39-6048020

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
14	40 SHS ISHARE TR S&P SMALLCAP 600 INDEX FD	PURCHASED	9/30/2008	11/04/2010
15	7 SHS SPDR S&P 500 TRUST ETF	PURCHASED	3/24/2009	11/04/2010
16	13 SHS SPDR S&P MIDCAP 400 ETF TRUST SERIES	PURCHASED	3/24/2009	11/04/2010
17	19 SHS VANGUARD REIT ETF	PURCHASED	3/24/2009	11/04/2010
18	66 SHS ISHARE TR S&P SMALLCAP 600 INDEX FD	PURCHASED	11/11/2008	2/25/2011
19	77 SHS ISHARE TR S&P SMALLCAP 600 INDEX FD	PURCHASED	3/24/2009	2/25/2011
20	57 SHS SPDR S&P 500 TRUST ETF	PURCHASED	3/24/2009	2/25/2011
21	47 SHS SPDR S&P MIDCAP 400 ETF TRUST SERIES	PURCHASED	3/24/2009	2/25/2011
22	10 SHS VANGUARD REIT ETF	PURCHASED	3/24/2009	2/25/2011
23	85.387 SHS CAPITAL INCOME BLDR CLASS F1	PURCHASED	6/03/2010	8/16/2011
24	239.612 SHS CAPITAL WORLD BD FD CL F1	PURCHASED	6/03/2010	8/09/2011
25	82.197 SHS CAPITAL WORLD BD FD CL F1	PURCHASED	6/03/2010	8/16/2011
26	46 SHS ISHARE TR S&P SMALLCAP 600 INDEX FD	PURCHASED	3/24/2009	8/09/2011
27	57 SHS ISHARE TR S&P SMALLCAP 600 INDEX FD	PURCHASED	3/24/2009	8/16/2011
28	4 SHS ISHARES BARCLAYS AGGREGATE BD FD	PURCHASED	1/08/2008	8/09/2011
29	9 SHS ISHARES BARCLAYS AGGREGATE BD FD	PURCHASED	7/18/2008	8/09/2011
30	9 SHS ISHARES BARCLAYS AGGREGATE BD FD	PURCHASED	9/19/2008	8/09/2011
31	9 SHS ISHARES BARCLAYS AGGREGATE BD FD	PURCHASED	9/19/2008	8/16/2011
32	29 SHS ISHARES BARCLAYS 1-3 YR CREDIT BD FD ETF	PURCHASED	12/06/2007	8/09/2011
33	14 SHS ISHARES BARCLAYS 1-3 YR CREDIT BD FD ETF	PURCHASED	12/06/2007	8/16/2011
34	268.131 SHS PIMCO UNCONSTRND BD FD CL INSTITUTIONAL	PURCHASED	7/08/2010	8/09/2011
35	90.453 SHS PIMCO UNCONSTRND BD FD CL INSTITUTIONAL	PURCHASED	7/08/2010	8/16/2011
36	368.142 SHS PIMCO FDS PAC INVT MGMT SER TOTAL RTN FD	PURCHASED	6/03/2010	8/09/2011
37	149.624 SHS PIMCO FDS PAC INVT MGMT SER TOTAL RTN FD	PURCHASED	6/03/2010	8/16/2011
38	214.072 SHS PIMCO FDS PAC INVT MGMT SER EMERG MKTS	PURCHASED	6/03/2010	8/09/2011
39	68.688 SHS PIMCO FDS PAC INVT MGMT SER EMERG MKTS	PURCHASED	6/03/2010	8/16/2011
40	41 SHS SPDR S&P 500 TRUST ETF	PURCHASED	3/24/2009	8/16/2011
41	35 SHS SPDR S&P MIDCAP 400 ETF TRUST SERIES	PURCHASED	3/24/2009	8/16/2011
42	53 SHS SPDR BARCLAYS CAP ETF HIGH YLD BD ETF	PURCHASED	9/19/2008	8/16/2011
43	31 SHS VANGUARD TOTAL BOND ETF	PURCHASED	7/08/2010	8/09/2011
44	11 SHS VANGUARD TOTAL BOND ETF	PURCHASED	7/08/2010	8/16/2011
45	108 SHS VANGUARD REIT ETF	PURCHASED	3/24/2009	8/16/2011
46	54 SHS VANGUARD INTL EQTY ETF IND FDS ALL WORLD	PURCHASED	3/24/2009	8/16/2011
47	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/09	(J) ADJ. BAS. 12/31/09	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	1,880.		1,712.	168.				\$ 168.
2	1,630.		1,497.	133.				133.
3	927.		878.	49.				49.
4	8,227.		7,515.	712.				712.

**HINRICHS FOUNDATION, INC.
C/O MR. RODERICK T. DUNNE**

39-6048020

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

[illegible]

HINRICHS FOUNDATION, INC.
C/O MR. RODERICK T. DUNNE

39-6048020

STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
ANITA HINRICHS SCULTHORPE 20 PERKY ROAD NORTH KEY LARGO, FL 33037	PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.
CHRISTOPHER HINRICHS 1404 MILWAUKEE STREET DELAFIELD, WI 53018	VICE-PRES. 0	0.	0.	0.
RODERICK T. DUNNE 150 S. WACKER SUITE 1700 CHICAGO, IL 60606	SEC./TREAS. 0	0.	0.	0.
MARY WEBSTER LEVIT 1061 E. THORNE LANE FOX POINT, WI 53217	BOARD MEMBER 0	0.	0.	0.
MARGARET DUNNE 525 WOODLAND LANE NORTHFIELD, IL 60093	BOARD MEMBER 0	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CAMP MANITO-WISH YMCA PO BOX 246 BOULDER JUNCTION, WI 54512	N/A	PUBLIC	GENERAL	\$ 2,000.
CHILDREN'S MEMORIAL HOSPITAL 2300 CHILDREN'S PLAZA NO. 4 CHICAGO, IL 60614	N/A	PUBLIC	GENERAL	2,500.
CHILDREN'S ONCOLOGY SERVICE 213 WEST INSTITUTE PLACE SUITE 511 CHICAGO, IL 60610	N/A	PUBLIC	GENERAL	2,500.
CHIWAUKEE PRAIRIE PRESERV. FD. PO BOX 1802 KENOSHA, WI 53141	N/A	PUBLIC	GENERAL	750.

HINRICHS FOUNDATION, INC.
C/O MR. RODERICK T. DUNNE

39-6048020

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
DES PLAINES WETLANDS CONSERV. 9626 113TH STREET PLEASANT PRAIRIE, WI 53158	N/A	PUBLIC	GENERAL	\$ 1,000.
H. CHRIS HYSLOP FOUNDATION 880 GREEN BAY ROAD KENOSHA, WI 53144	N/A	PUBLIC	GENERAL	750.
HABITAT FOR HUMANITY 1501 VILLA STREET RACINE, WI 53403	N/A	PUBLIC	GENERAL	500.
HOSPICE ALLIANCE, INC. 10220 PRAIRIE RIDGE BLVD. PLEASANT PRAIRIE, WI 53158	N/A	PUBLIC	GENERAL	1,000.
KENOSHA ACHIEVEMENT CENTER 1218 79TH STREET KENOSHA, WI 53143	N/A	PUBLIC	GENERAL	500.
KENOSHA CNTY HUMANE SOCIETY 7811 60TH AVENUE KENOSHA, WI 53142	N/A	PUBLIC	GENERAL	750.
KENOSHA FAMILY & AGING SERVICE 7730 SHERIDAN ROAD KENOSHA, WI 53143	N/A	PUBLIC	GENERAL	500.
KENOSHA YMCA 7101 53RD STREET KENOSHA, WI 53144	N/A	PUBLIC	GENERAL	1,500.
MEDICAL COLLEGE OF WI-CARDIO 8701 WEST WATERTOWN PLANK RD MILWAUKEE, WI 53226	N/A	PUBLIC	GENERAL	500.
MEDICAL COLLEGE OF WI-CANCER 8701 WEST WATERTOWN PLANK RD MILWAUKEE, WI 53226	N/A	PUBLIC	GENERAL	1,500.
NAT'L MULTIPLE SCLEROSIS SOC. 1120 JAMES DRIVE HARTLAND, WI 53029	N/A	PUBLIC	GENERAL	1,500.

HINRICHS FOUNDATION, INC.
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STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PLANNED PARENTHOOD OF WI, INC. 302 N. JACKSON STREET MILWAUKEE, WI 53202	N/A	PUBLIC	GENERAL	\$ 750.
SPECIAL WISH FOUNDATION PO BOX 577248 CHICAGO, IL 60657	N/A	PUBLIC	GENERAL	500.
ST. AEMILLIAN-LAKESIDE, INC. 8901 W. CAPITOL DRIVE MILWAUKEE, WI 53222	N/A	PUBLIC	GENERAL	2,000.
THE FAMILY HOUSE, INC. 3269 N. 11TH STREET MILWAUKEE, WI 53206	N/A	PUBLIC	GENERAL	250.
THE LINCOLN PARK ZOOLOGICAL 2200 N. CANNON DRIVE CHICAGO, IL 60614	N/A	PUBLIC	GENERAL	2,500.
THE WETLANDS INITIATIVE 53 W. JACKSON BLVD. CHICAGO, IL 60613	N/A	PUBLIC	GENERAL	1,250.
THE WOMEN'S FUND 316 N. MILWAUKEE STREET MILWAUKEE, WI 53202	N/A	PUBLIC	GENERAL	2,500.
VILLA TERRACE DECORATIVE ARTS MUSEUM 2220 N. TERRACE AVE MILWAUKEE, WI 53202	N/A	PUBLIC	GENERAL	250.
VALLEY OF THE KINGS SANCTUARY W7593 TOWNHALL ROAD SHARON, WI 53585	N/A	PUBLIC	GENERAL	1,750.
WISCONSIN HUMANE SOCIETY 4500 WEST WISCONSIN AVENUE MILWAUKEE, WI 53208	N/A	PUBLIC	GENERAL	1,000.
UNITED HOSPITAL SYSTEM, INC. 6308 8TH AVENUE KENOSHA, WI 53143	N/A	PUBLIC	GENERAL	1,000.
MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55902	N/A	PUBLIC	GENERAL	1,700.

2010

FEDERAL STATEMENTS

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HINRICHS FOUNDATION, INC.
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39-6048020

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
MUSCULAR DYSTROPHY ASSOCIATION 2949 NORTH MAYFAIR ROAD WAUWATOSA, WI 53222	N/A	PUBLIC	GENERAL	\$ 1,500.
IRISH FELLOWSHIP EDUC & CULTURAL FNDTION 4035 LAWN AVENUE WESTERN SPRINGS, IL 60058	N/A	PUBLIC	GENERAL	750.
TOTAL \$				<u>35,450.</u>