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Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2010

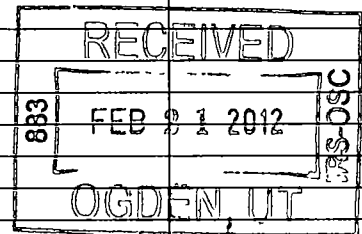
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning NOV 1, 2010, and ending OCT 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 DILLON FOUNDATION		A Employer identification number 36-6059349
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 537	Room/suite	B Telephone number (815) 626-9000
City or town, state, and ZIP code STERLING, IL 61081		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) \$ 58,663,116. (Part I, column (d) must be on cash basis)	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"/>
		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		6,339.	6,339.		STATEMENT 1
4 Dividends and interest from securities		1,072,268.	1,072,268.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,150,473.			
b Gross sales price for all assets on line 6a 29,150,592.					
7 Capital gain net income (from Part IV, line 2)			1,150,473.		
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		12,700.	12,700.		STATEMENT 3
12 Total Add lines 1 through 11		2,241,780.	2,241,780.		
13 Compensation of officers, directors, trustees, etc		3,890.	3,890.		0.
14 Other employee salaries and wages		17,735.	0.		17,735.
15 Pension plans, employee benefits					
16a Legal fees STMT 4		667.	0.		667.
b Accounting fees STMT 5		64,580.	32,290.		32,290.
c Other professional fees STMT 6		376,754.	376,754.		0.
17 Interest					
18 Taxes STMT 7		66,398.	47,655.		1,028.
19 Depreciation and depletion					
20 Occupancy		16,657.	0.		16,657.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		12,876.	0.		12,876.
24 Total operating and administrative expenses Add lines 13 through 23		559,557.	460,589.		81,253.
25 Contributions, gifts, grants paid		2,934,675.			2,934,675.
26 Total expenses and disbursements. Add lines 24 and 25		3,494,232.	460,589.		3,015,928.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,252,452.			
b Net investment income (if negative, enter -0-)			1,781,191.		
c Adjusted net income (if negative, enter -0-)				N/A	



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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			
	2 Savings and temporary cash investments	3,675,905.	763,674.	763,674.
	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 11	4,764,160.	4,347,661.	4,347,661.
	b Investments - corporate stock STMT 12	11,220,554.	15,017,250.	15,017,250.
	c Investments - corporate bonds STMT 13	5,909,094.	3,141,603.	3,141,603.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 14	33,397,023.	34,842,465.	34,842,465.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 15)	514,077.	550,463.	550,463.	
16 Total assets (to be completed by all filers)	59,480,813.	58,663,116.	58,663,116.	
Liabilities	17 Accounts payable and accrued expenses		0.	
	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.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	59,480,813.	58,663,116.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	59,480,813.	58,663,116.	
31 Total liabilities and net assets/fund balances	59,480,813.	58,663,116.		

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	59,480,813.
2 Enter amount from Part I, line 27a	2	-1,252,452.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	434,755.
4 Add lines 1, 2, and 3	4	58,663,116.
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	58,663,116.

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					
b SEE ATTACHED STATEMENTS					
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 29,150,592.		28,000,119.	1,150,473.		
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			
a					
b					
c					
d					
e			1,150,473.		
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	1,150,473.	
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	2,880,423.	56,674,247.	.050824
2008	2,693,750.	53,699,393.	.050164
2007	4,118,396.	81,287,538.	.050665
2006	4,616,484.	92,719,595.	.049790
2005	4,316,209.	86,661,092.	.049806
2 Total of line 1, column (d)			.251249
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			.050250
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			58,789,367.
5 Multiply line 4 by line 3			2,954,166.
6 Enter 1% of net investment income (1% of Part I, line 27b)			17,812.
7 Add lines 5 and 6			2,971,978.
8 Enter qualifying distributions from Part XII, line 4			3,015,928.

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)			
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		1	17,812.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	17,812.
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	17,812.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	23,650.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	23,650.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,838.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> 5,838. Refunded <input type="checkbox"/>	11	0.	

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?		X
1b 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		X
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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Form 990-PF (2010)

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?	13	X	
Website address ► <u>N/A</u>				
14	The books are in care of ► <u>PETER DILLON</u>	Telephone no. ►	<u>(815) 626-9000</u>	
	Located at ► <u>PO BOX 537, STERLING, IL</u>	ZIP+4 ►	<u>61081</u>	
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	<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 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 ►			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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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

Form 990-PF (2010)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

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
SEE STATEMENT 16		3,890.	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

Form 990-PF (2010)

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
MORGAN STANLEY PRIVATE WEALTH MANAGEMENT - 3424 PEACHTREE RD 12TH FLOOR, ATLANTA, GA WIPFLI	INVESTMENT MANGER FEES	356,191.
403 E 3RD ST, STERLING, IL 61081	AUDIT AND TAX WORK	64,580.

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	N/A	
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

1	N/A	
2		
All other program-related investments. See instructions.		
3		

Total. Add lines 1 through 3

0.

Form 990-PF (2010)

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	57,507,949.
b Average of monthly cash balances	1b	186,923.
c Fair market value of all other assets	1c	1,989,765.
d Total (add lines 1a, b, and c)	1d	59,684,637.
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	59,684,637.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	895,270.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	58,789,367.
6 Minimum investment return. Enter 5% of line 5	6	2,939,468.

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	2,939,468.
2a Tax on investment income for 2010 from Part VI, line 5	2a	17,812.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	17,812.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,921,656.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,921,656.
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	2,921,656.

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	3,015,928.
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	3,015,928.
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	17,812.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,998,116.

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.

Form 990-PF (2010)

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				2,921,656.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	129,270.			
b From 2006	159,944.			
c From 2007	97,489.			
d From 2008	39,446.			
e From 2009	115,703.			
f Total of lines 3a through e	541,852.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 3,015,928.				
a Applied to 2009, but not more than line 2a			0.	
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				2,921,656.
e Remaining amount distributed out of corpus	94,272.			
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	636,124.			
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				0.
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	129,270.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	506,854.			
10 Analysis of line 9:				
a Excess from 2006	159,944.			
b Excess from 2007	97,489.			
c Excess from 2008	39,446.			
d Excess from 2009	115,703.			
e Excess from 2010	94,272.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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

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	AURORA OFFSHORE HEDGE FUND	P	VARIOUS	VARIOUS
b	AVENUE STRATEGIC PARTNERS HEDGE FUND	P	VARIOUS	VARIOUS
c	BAC ELKS NOTE	P	VARIOUS	VARIOUS
d	CINCINNATI INVESTMENT GRADE CORPORATE BONDS	P	VARIOUS	VARIOUS
e	DELAWARE	P	VARIOUS	VARIOUS
f	FLORIDA CERTIFICATES	P	VARIOUS	VARIOUS
g	FRONTPOINT JSC	P	VARIOUS	VARIOUS
h	ILLINOIS CERTIFICATES	P	VARIOUS	VARIOUS
i	IOWA CERTIFICATES	P	VARIOUS	VARIOUS
j	NEBRASKA CERTIFICATES	P	VARIOUS	VARIOUS
k	OPPORTUNITISTIC BEST IDEAS	P	VARIOUS	VARIOUS
l	RENAISSANCE	P	VARIOUS	VARIOUS
m	RIVER ROAD	P	VARIOUS	VARIOUS
n	SAGE ADVISORY GOV'T BONDS	P	VARIOUS	VARIOUS
o	SCHAFER CULLEN	P	VARIOUS	VARIOUS

(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	3,500,000.	3,430,945.	69,055.
b	1,515,179.	1,452,773.	62,406.
c	1,500,000.	1,901,318.	-401,318.
d	6,288,078.	5,814,288.	473,790.
e	2,772,335.	2,571,506.	200,829.
f	460,932.	428,615.	32,317.
g	80,016.	80,016.	0.
h	348,939.	343,886.	5,053.
i	72,581.	62,186.	10,395.
j	289,623.	264,955.	24,668.
k	2,161,128.	2,489,308.	-328,180.
l	4,226,972.	3,790,321.	436,651.
m	1,218,073.	1,102,022.	116,051.
n	3,133,591.	3,016,548.	117,043.
o	1,094,586.	911,380.	183,206.

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			69,055.
b			62,406.
c			-401,318.
d			473,790.
e			200,829.
f			32,317.
g			0.
h			5,053.
i			10,395.
j			24,668.
k			-328,180.
l			436,651.
m			116,051.
n			117,043.
o			183,206.

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

DILLON FOUNDATION

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 WENTWORTH		P	VARIOUS	VARIOUS
b				
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 488,559.		340,052.	148,507.
b			
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			148,507.
b			
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	1,150,473.
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
FIFTH THIRD BANK	2,941.
MORGAN STANLEY	3,398.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,339.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BAC ELKS NOTE	15,625.	0.	15,625.
CINCINNATI INVTMT GRDE CRP BNDS	227,325.	0.	227,325.
DELAWARE INTERNATIONAL	237,757.	0.	237,757.
OPPORTUNITISTIC BEST IDEAS	147,249.	0.	147,249.
RENAISSANCE LG CAP GROWTH	56,727.	0.	56,727.
RIVER ROAD ACCOUNT	30,594.	0.	30,594.
SAGE ADVISORY GRADE GOV'T BNDS	91,519.	0.	91,519.
SCHAFFER CULLEN LARGE CAP	201,572.	0.	201,572.
WENTWORTH HAUSER INTERNATIONAL	63,900.	0.	63,900.
TOTAL TO FM 990-PF, PART I, LN 4	1,072,268.	0.	1,072,268.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	12,700.	12,700.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,700.	12,700.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	667.	0.		667.
TO FM 990-PF, PG 1, LN 16A	667.	0.		667.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	64,580.	32,290.		32,290.
TO FORM 990-PF, PG 1, LN 16B	64,580.	32,290.		32,290.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT AND MANAGEMENT FEES	376,583.	376,583.		0.
CONSULTING FEES	171.	171.		0.
TO FORM 990-PF, PG 1, LN 16C	376,754.	376,754.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	17,715.	0.		0.
FOREIGN TAXES PAID	47,655.	47,655.		0.
PAYROLL TAXES	1,028.	0.		1,028.
TO FORM 990-PF, PG 1, LN 18	66,398.	47,655.		1,028.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE & OFFICE SUPPLIES	4,619.	0.		4,619.	
DUES AND SUBSCRIPTIONS	3,075.	0.		3,075.	
BANK SERVICE CHARGE	2,337.	0.		2,337.	
MISCELLANEOUS	2,095.	0.		2,095.	
FILING FEES	750.	0.		750.	
TO FORM 990-PF, PG 1, LN 23	12,876.	0.		12,876.	

FOOTNOTES

STATEMENT 9

PART VII-A, LINE 11
DILLON FOUNDATION IS THE SOLE MEMBER OF:
PMGJP&AC, LLC
17380 TIMBER DR,
STERLING, IL 61081
FEIN: 27-1101660

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
CURRENT PERIOD UNREALIZED GAIN (LOSS) ON INVESTMENTS	434,755.
TOTAL TO FORM 990-PF, PART III, LINE 3	434,755.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SAGE ADVISORY	X		4,347,661.	4,347,661.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,347,661.	4,347,661.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,347,661.	4,347,661.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RENAISSANCE LARGE CAP GROWTH	3,368,310.	3,368,310.
RIVER ROAD SMALL/MID VALUE	2,502,442.	2,502,442.
SCHAFER CULLEN LARGE CAP VALUE	5,188,498.	5,188,498.
DISCOVERY GLOBAL OPPORTUNITY	3,958,000.	3,958,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,017,250.	15,017,250.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CINCINNATI INVESTMENT BONDS	3,141,603.	3,141,603.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,141,603.	3,141,603.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DJIA LASERS NOTE	FMV	4,382,000.	4,382,000.
OPPORTUNISTIC BEST IDEAS	FMV	2,806,105.	2,806,105.
BAC ELKS NOTE	FMV	0.	0.
DELAWARE INTERNATIONAL	FMV	3,959,700.	3,959,700.
FRONTPOINT	FMV	2,010,987.	2,010,987.
INTEREST RATE STRUCTURED NOTE	FMV	980,000.	980,000.
AURORA HEDGE FUND	FMV	0.	0.
AVENUE STRATEGIC PTNR HEDGE FUND	FMV	234,821.	234,821.
FOREIGN CURRENCY STRUCTURED NOTE	FMV	1,672,500.	1,672,500.
REIT JUMP NOTE	FMV	2,758,000.	2,758,000.
TAX LIENS PURCHASED	FMV	812,538.	812,538.
WENTWORTH HAUSER	FMV	3,657,510.	3,657,510.
BAY RESOURCE	FMV	4,576,000.	4,576,000.
DOUBLE BLACK DIAMOND	FMV	3,364,903.	3,364,903.
MILLENNIUM	FMV	3,627,401.	3,627,401.
TOTAL TO FORM 990-PF, PART II, LINE 13		34,842,465.	34,842,465.

FORM 990-PF	OTHER ASSETS	STATEMENT 15
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CONSTRUCTION IN PROGRESS	514,077.	550,463.	550,463.
TO FORM 990-PF, PART II, LINE 15	514,077.	550,463.	550,463.

FORM 990-PF

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

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER W. DILLON C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	PRESIDENT 12.00	0.	0.	0.
PATRICK DILLON C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	VICE PRESIDENT 0.10	0.	0.	0.
JOHN VAN OSDOL C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	TREASURER 0.50	0.	0.	0.
MARGO DILLON C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	ASSISTANT TREASURER 0.10	0.	0.	0.
GALE D. INGLEE C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	ASSISTANT SECRETARY 0.10	0.	0.	0.
JAMES BOESEN C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	SECRETARY 0.10	3,890.	0.	0.
KENNETH INGLEE C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	DIRECTOR 0.10	0.	0.	0.
THOMAS LEXVOLD C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	DIRECTOR 0.10	0.	0.	0.
JENNIFER WEHRSTEIN C/O DILLON FOUND., 2804 W. LEFEVRE STERLING, IL 61081	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		3,890.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 17

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDPETER W. DILLON
PO BOX 537
STERLING, IL 61081TELEPHONE NUMBER

(815)626-9000

FORM AND CONTENT OF APPLICATIONSIN LETTER FORM STATING PURPOSE OF GRANT AND INCLUDE COPY OF EXEMPTION
LETTERANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 18

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ABRAHAM LINCOLN PRESIDENTIAL LIBRARY 112 NORTH SIXTH STREET SPRINGFIELD, IL 62701	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES		2,250.
ACCESS SERVICES OF NORTHERN ILLINOIS 7399 FOREST HILLS RD LOVES PARK, IL 61111	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT		1,850.
AGAPE CARE TEAM HEALTH SERVICES 502 E 2ND STREET TAMPICO, IL 61283	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES		1,000.
ALZHEIMER'S DISEASE & RELATED DISORDERS ASSOCIATION & ALZHEIMER ASSC. - ROCK RIVE BRANCH 215 E FIRST ST SUITE 153 DIXON, IL 61021	NONE IN SUPPORT OF MEDICAL RESEARCH		2,250.
AMERICA'S FUTURE INC. 7800 BONHOMME AVE ST LOUIS, MO 63105	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES		1,750.
AMERICAN CANCER SOCIETY / NORTHERN REGION 4312 EAST STATE ST ROCKFORD, IL 61108	NONE TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER AND MEDICAL DISCIPLINES		7,250.
AMERICAN HEART ASSOCIATION-MIDWEST AFFILIATE 3816 PAYSHERE CIRCLE CHICAGO, IL 60674	NONE TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER AND MEDICAL DISCIPLINES		250.
AMERICAN RED CROSS / LINCOLN LAND CHAPTER 112 W SECOND ST ROCK FALLS, IL 61071	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES		4,250.

DILLON FOUNDATION

36-6059349

ARBOR DAY FOUNDATION 100 ARBOR AVE NEBRASKA CITY, NE 68410	NONE ENVIRONMENTAL QUALITY AND PROTECTION ACTIVITIES	1,600.
ASSOCIATION OF SMALL FOUNDATIONS 4905 DEL RAY AVE SUITE 308 BETHESDA, MD 20814	NONE IN SUPPORT OF PHILANTHROPY VOLUNTARISM	2,700.
AUGUSTANA COLLEGE / WVIK % FRANK SUNDRAM 639 38TH STREET ROCK ISLAND, IL 61201	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	500.
AVISTA HOSPITAL FOUNDATION 7995 E PRENTICE AVE #204 GREENWOOD VILLAGE, CO 80111	NONE TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER AND MEDICAL DISCIPLINES	500.
BATAVIA UNIT SCHOOL 1200 W WILSON ST BATAVIA, IL 60510	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	6,000.
BEREA COLLEGE BEREA COLLEGE BERE, KY 40404	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	7,750.
BI COUNTY COOPERATIVE FOUNDATION 506 W FOURTH ST #B STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	7,700.
BIG BROTHER-BIG SISTER OF THE MISSISSIPPI VALLEY 300 FIRST AVENUE ROCK FALLS, IL 61071	NONE IN SUPPORT OF YOUTH DEVELOPMENT	4,750.
BOY SCOUTS OF AMERICA BLACKHAWK AREA COUNCIL 1800 7TH AVENUE P.O. BOX 4085 ROCKFORD, IL 61110-0585	NONE IN SUPPORT OF YOUTH DEVELOPMENT	7,000.
BOY SCOUTS OF AMERICA DENVER COUNCIL 2901 W 19TH AVENUE DENVER, CO 80204	NONE IN SUPPORT OF YOUTH DEVELOPMENT	8,000.

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36-6059349

CAPITAL RESEARCH CENTER 1513 16TH ST NW WASHINGTON , DC 20036-5197	NONE PUBLIC AFFAIRS, SOCIETY BENEFIT	1,200.
CENTRAL INDIA CHRISTIAN MISSION 9911 EMNORA LANE HOUSTON, TX 77080	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	1,000.
CGH HEALTH FOUNDATION 100 E. LEFEVRE STERLING, IL 61081	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	19,750.
CHALLAND MIDDLE SCHOOL 1700 6TH AVENUE STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	550.
CHILDREN INTERNATIONAL P O BOX 219055 KANSAS CITY, MO 64121	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	1,500.
CHILDREN'S DIABETES FOUNDATION AT DENVER 777 GRANT ST SUITE 302 DENVER, CO 80203	NONE TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER AND MEDICAL DISCIPLINES	1,500.
CHINESE CHILDREN CHARITIES 6920 SOUTH HOLLY CIRCLE CENTENNIAL, CO 80112	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	1,000.
CHRIST LUTHERAN CHURCH 2000 18TH AVENUE STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	2,310.
CHURCH OF THE APOSTLE 333 ST ALBANS DR RALEIGH, NC 27609	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	500.
CITY OF GOD PO BOX 745 STERLING, IL 61081	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	2,500.

DILLON FOUNDATION

36-6059349

CITY OF STERLING 212 THIRD AVENUE 61081	STERLING, IL	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	161,377.
CITY OF STERLING - DARE PROGRAM 212 THIRD AVENUE 61081	STERLING, IL	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	3,000.
CITY OF STERLING- MUNICIPAL BAND 212 THIRD AVENUE 61081	STERLING, IL	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	12,500.
CLINTON SYMPHONY ORCHESTRA ASSOCIATION P O BOX 116 52733-0116	CLINTON, IA	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	1,800.
COLOMA TOWNSHIP PARK DISTRICT 508 EAST 11TH STREET FALLS, IL 61071	ROCK	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	25,000.
COMMUNITY CHRISTMAS FOR CHILDREN & CAROL SIEFKEN 409 WEST 21ST ST 61081	STERLING, IL	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	7,250.
COMMUNITY UNIT SCHOOL DISTRICT 5 410 E LEFEVRE RD 61081	STERLING, IL	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	538,253.
CULTURAL LITERACY FOUNDATION 801 E HIGH ST VA 22901	CHARLOTTESVILLE,	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	1,250.
DANIELS MIDDLE SCHOOL 2816 ABERLIN RD. 27608	RALEIGH, NC	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	500.
DENVER ZOOLOGICAL FOUNDATION INC 2300 STEELE STREET 80205	DENVER, CO	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	11,500.

DILLON FOUNDATION

36-6059349

DISCOVERY CENTER MUSEUM OF ROCKFORD, INC. 711 NORTH MAIN ROCKFORD, IL 61103	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	500.
DUMB FRIENDS LEAGUE DEPT 1884 2080 S QUEBEC ST DENVER, CO 80231	NONE TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	2,000.
EAST COLOMA SCHOOL DISTRICT 12 1602 DIXON RD ROCK FALLS, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	3,210.
EUREKA COLLEGE 300 E COLLEGE AVE EUREKA, IL 61530	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	2,500.
F.I.S.H. & FIRST UNITED METHODIST CHURCH 501 BROADWAY AVE STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	250.
FIRST PRESBYTERIAN CHURCH 410 2ND AVENUE STERLING, IL 61081	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	26,500.
FOOD BANK OF MONTERAY COUNTY 815 W MARKET #5 SALINAS, CA 93901	NONE TO SUPPORT FOOD, NUTRITION AND AGRICULTURE PROGRAMS	1,500.
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD SUITE B DAVIS, CA 95616	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	2,600.
FOX VALLEY HOSPICE P O BOX 707 GENEVA, IL 60134	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	4,063.
FREEDOMS FOUNDATION AT VALLEY FORGE P O BOX 706 VALLEY FORGE, PA 19481	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	2,150.

DILLON FOUNDATION

36-6059349

FRIENDS OF THE HENNEPIN CANAL 401 S CENTRAL ST MINERAL, IL 61344	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	2,500.
GIANNA'S HOUSE PREGNANCY RESOURCE CENTER 901 W. RTE. 30 ROCK FALLS, IL 61071	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	250.
GIRL SCOUTS OF NORTHERN ILLINOIS FREEPORT SERVICE CENTER 5040 WEST BUSINESS ROUTE #20 FREEPORT, IL 61032-8741	NONE IN SUPPORT OF YOUTH DEVELOPMENT	13,500.
GRACE EPISCOPAL CHURCH 707 FIRST AVENUE STERLING, IL 61081	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	32,500.
GREATER STERLING DEVELOPMENT CORPORATION 1741 INDUSTRIAL DRIVE STERLING, IL 61081	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	46,373.
GUIDING EYES FOR THE BLIND 611 GRANITE SPRINGS RD YORKTOWN HEIGHTS, NY 10598	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	2,100.
HAPPY TAILS HUMANE SOCIETY 1408 MCNEIL ROAD ROCK FALLS, IL 61071	NONE TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	1,250.
HAYES BARTON BAPTIST CHURCH 1800 GLENWOOD AVENUE RALEIGH, NC 27608	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	2,500.
HEARTS OF FIRE 2342 BROADWAY ST DENVER, CO 80205	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,500.
HOME OF HOPE OF THE ROCK RIVER VALLEY INC 1637 PLOCK RD DIXON, IL 61021	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	6,500.

DILLON FOUNDATION

36-6059349

HOSPICE OF THE ROCK RIVER VALLEY 264 IL RTE 2 DIXON, IL 61021	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	9,250.
ILLINOIS CONSERVATION FOUNDATION & FRIENDS OF BLACKHAWK STATUE FUND - ONE NATURAL RESOURCE WAY SPRINGFIELD, IL 62702	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	26,000.
ILLINOIS COUNCIL ON ECONOMIC EDUCATION NORTHERN ILLINOIS UNIVERSITY DEKALB, IL 61115	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	2,000.
ILLINOIS MATHEMATICS & SCIENCE ACADEMY 1500 W. SULLIVAN ROAD AURORA, IL 60506-1039	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	4,350.
JOHNSON O' CONNOR RESEARCH 347 BEACON ST BOSTON, MA 02116-1102	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	1,500.
JUNIOR ACHIEVEMENT OF THE HEARTLAND, INC. 800 12TH AVENUE MOLINE, IL 61265	NONE IN SUPPORT OF YOUTH DEVELOPMENT	4,400.
JUNIOR TACKLE FOOTBALL INC OF STERLING, IL 3806 WOODLAWN RD STERLING, IL 61081	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	3,500.
KEITH COUNTY DAY SCHOOL 1 JACOBY PLACE ROCKFORD, IL 61107	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	4,000.
KIWANIS CLUB OF STERLING FOUNDATION ATTN: COATS FOR KIDS CHAIR PERSON - P O BOX 44 STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	3,500.
LIVING WELL CANCER RESOURCE CENTER 1803 W STATE STREET GENEVA, IL 60134	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	10,250.

DILLON FOUNDATION

36-6059349

LUTHERAN SOCIAL SERVICES OF IL 1901 FIRST AVENUE STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	4,250.
LYRIC OPERA OF CHICAGO 20 N WACHER DRIVE CHICAGO, IL 60606	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	20,000.
MAKE A WISH FOUNDATION OF COLORADO INC 7951 E MAPLEWOOD AVENUE GREENWOOD VILLAGE, CO 80111	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	3,500.
MARCH OF DIMES BIRTH DEFECTS FOUNDATION NORTHERN IL DIVISION 5411 EAST STATE ST #8 ROCKFORD, IL 61108	NONE IN SUPPORT OF MEDICAL RESEARCH	2,200.
MAX MCGRAW WILD LIFE FOUNDATION 14N 322 RTE 25 P O BOX 9 DUNDEE, IL 60118	NONE TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	4,063.
MAYO FOUNDATION FOR MEDICAL EDUCATION & RESEARCH 200 FIRST ST S W ROCHESTER, MN 55905	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	10,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER P O BOX 599 LENNOX HILL NEW YORK, NY 10021-0004	NONE IN SUPPORT OF MEDICAL RESEARCH	2,600.
MONTANA STATE UNIVERSITY- MUSEUM OF THE ROCKIES INC CAPITAL CHAMPAIGN - 600 WEST KAGY BOULEVARD BOZEMAN, MT 59717	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	15,000.
MONTMORENCY SCHOOL DISTRICT 12 9415 HOOVER RD ROCK FALLS, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	3,831.
MOTHER HOUSE P O BOX 19589 BOULDER, CO 80308	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,000.

NATIONAL FIRE SAFETY COUNCIL INC 110 WEST 5TH ST STERLING, IL 61081	NONE PUBLIC SAFETY DISASTER PREPAREDNESS & RELIEF	400.
NATIONAL TRUST FOR HISTORIC PRESERVATION MIDWEST REGIONAL 53 W JACKSON BLVD SUITE 350 CHICAGO, IL 60604	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	4,250.
NELSON PUBLIC ELEMENTARY SCHOOL P O BOX 880 NELSON, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	1,311.
NEWMAN CENTRAL CATHOLIC HIGH SCHOOL 1101 WEST ST. MARY'S ROAD STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	3,336.
NORTHERN ILLINOIS UNIVERSITY FOUNDATION - WNIU 801 N FIRST ST DEKALB, IL 60115-2854	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	4,500.
NORTHWESTERN IL CENTER FOR INDEPENDENT LIVING 229 FIRST AVE SUITE 2 ROCK FALLS, IL 61071	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,000.
OPERATION SMILE 6435 TIDEWATER DR. NORFOLK, VA 23509	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,500.
PACIFIC GROVE ART CENTER 568 LIGHTHOUSE AVENUE PACIFIC GROVE, CA 93950	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	750.
PARKER EVANGELICAL PRESBYTERIAN CHURCH 9100 E PARKER ROAD PARKER, CO 80138	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	1,500.
PRESBYTERIAN CHURCH (USA) FOUNDATION 200 EAST TWELFTH STREET JEFFERSONVILLE, IN 47130	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	7,500.

DILLON FOUNDATION

36-6059349

RIVERDALE SCHOOL DISTRICT 14 3505 PROPHET RD ROCK FALLS, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	1,662.
ROCK FALLS ELEMENTARY SCHOOL DISTRICT 13 602 4TH AVENUE ROCK FALLS, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	11,331.
ROCK FALLS PUBLIC LIBRARY 1007 7TH AVE ROCK FALLS, IL 61071	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	8,000.
ROCK FALLS TOWNSHIP HIGH SCHOOL DISTRICT 301 101 12TH AVE. ROCK FALLS, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	7,404.
ROCK RIVER ROAD RUNNERS & JOHN GEHRKE 801 E. 35TH STREET STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	1,337.
ROCK RIVER VALLEY SELF HELP ENTERPRISES 2300 WEST LEFEVRE ROAD STERLING, IL 61081	NONE FOR SUPPORT OF MENTAL HEALTH AND CRISIS INTERVENTION	12,568.
ROCKFORD ART MUSEUM 711 N MAIN ST ROCKFORD, IL 61103	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	500.
ROCKFORD COLLEGE 5050 EAST STATE ST. ROCKFORD, IL 61108	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	5,000.
SAUK VALLEY COMMUNITY COLLEGE FOUNDATION 173 ILLINOIS ROUTE #2 DIXON, IL 61021	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	64,000.
SAUK VALLEY FOODBANK 1801 PLANT RD STERLING, IL 61081	NONE TO SUPPORT FOOD, NUTRITION AND AGRICULTURE PROGRAMS	16,915.

SEVENTH DAY ADVENTIST 501 W SECOND ST ROCK FALLS, IL 61071	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	1,100.
SISKIN CHILDREN'S INSTITUTE ONE SISKIN PLAZA CHATTANOOGA, TN 37403	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	5,200.
SPECIAL OLYMPICS OF ILLINOIS 605 E WILLOW ST NORMAL, IL 61761	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	3,400.
ST ANDREW CATHOLIC ELEMENTARY SCHOOL 701 11TH AVE ROCK FALLS, IL 61071	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	2,877.
ST JOHNS EVANGELICAL LUTHERAN CHURCH 703 THIRD AVENUE STERLING, IL 61081	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	500.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PL MEMPHIS, TN 38105	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	3,900.
ST. MARK'S EPISCOPAL CHURCH 320 FRANKLIN STREET GENEVA, IL 60134	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	11,250.
ST. MARY'S CHURCH 606 AVENUE B STERLING, IL 61081	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	500.
ST. MARY'S GRADE SCHOOL 6 W SIXTH ST STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	4,751.
STANWOOD COMMUNITY SENIOR CENTER 7430 276TH STREET NW STANWOOD, WA 98292-8629	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	7,500.

DILLON FOUNDATION

36-6059349

STERLING ATHLETIC BOOSTER CLUB 1608 4TH AVENUE STERLING, IL 61081	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	3,145.
STERLING BASKETBALL ASSOCIATION 1608 4TH AVENUE STERLING, IL 61081	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	5,000.
STERLING HIGH SCHOOL 1608 FOURTH AVE. STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	18,109.
STERLING MAIN STREET P O BOX 261 STERLING, IL 61081	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	3,500.
STERLING PARK DISTRICT 211 E ST MARY'S ROAD P O BOX 958 STERLING, IL 61081	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	223,565.
STERLING PARK DISTRICT MUSEUM ASSOCIATION 211 E ST MARY'S ROAD P O BOX 958 STERLING, IL 61081	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	156,500.
STERLING PUBLIC LIBRARY 102 WEST 3RD ST STERLING, IL 61081	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	42,873.
STERLING ROCK FALLS DAY CARE AGENCY, INC. 1840 W LE FEVRE STERLING, IL 61081	NONE IN SUPPORT OF YOUTH DEVELOPMENT	9,000.
STERLING ROCK FALLS FAMILY YMCA (ANNUAL SUPPORT) 2505 YMCA WAY STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	81,500.
STERLING ROCK FALLS HISTORICAL SOCIETY 1005 E. 3RD STERLING, IL 61081	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	111,056.

DILLON FOUNDATION

36-6059349

STERLING SCHOOLS FOUNDATION P O BOX 1046 STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	170,956.
STERLING TODAY INC P.O. BOX 183 STERLING, IL 61081	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	25,288.
STERLING TOWNSHIP 108 4TH AVENUE STERLING, IL 61081	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	500.
STERLING YOUTH SOFTBALL 2108 4TH AVENUE STERLING, IL 61081	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	3,050.
THE ASSOCIATED COLLEGES OF ILLINOIS 150 N WACKER DR SUITE 11740 CHICAGO, IL 60606	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	12,000.
THE CARING CENTER & DAVID MURRAY 2800 E HILL DRIVE ROCK FALLS, IL 61071	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	3,000.
THE CHILDREN'S HOSPITAL COLORADO FOUNDATION ANSCHUTZ MEDICAL CAMPUS - 13123 E 16TH AVE AURORA, CO 80045	NONE TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER AND MEDICAL DISCIPLINES	3,000.
THE CIVIL WAR PRESERVATION TRUST 1331 H STREET SUITE #1001 WASHINGTON, DC 20005	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	8,250.
THE DICTIONARY PROJECT P O BOX 1845 CHARLESTON, SC 29402	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	1,200.
THE FOUNDATION CENTER 79 5TH AVENUE NEW YORK, NY 10003	NONE IN SUPPORT OF PHILANTHROPY VOLUNTARISM	2,500.

DILLON FOUNDATION

36-6059349

THE JOSEPH F GLIDDEN HOMESTEAD FOUNDATION 2944 GREENWOOD ACRES DR DEKALB, IL 60115	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	3,250.
THE KEMPE FOUNDATION PREVENTION AND TREATMENT OF CHILD ABUSE CHILDREN'S HOSP ANSCHULTZ MEDICAL CAMPUS AURORA, CO 80045	NONE TO SUPPORT PUBLIC PROTECTION: CRIME COURTS AND LEGAL SERVICES	1,000.
THE NATURE CONSERVANCY OF IL CHAPTER 8 S MICHIGAN SUITE 900 CHICAGO, IL 60603-9619	NONE ENVIRONMENTAL QUALITY AND PROTECTION ACTIVITIES	12,250.
THE PHILANTHROPY ROUND TABLE 1150 17TH ST N.W. SUITE 503 WASHINGTON, DC 20036-5197	NONE IN SUPPORT OF PHILANTHROPY VOLUNTARISM	1,100.
THE ROCKFORD INSTITUTE 934 NORTH MAIN ST ROCKFORD, IL 61103	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	3,000.
THE SALVATION ARMY P.O. BOX 366 STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	32,000.
THE UNITED STATES OLYMPIC COMMITTEE ONE OLYMPIC PLAZA COLORADO SPRINGS, CO 80909	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	2,250.
TIMBER LAKE PLAYHOUSE P.O. BOX 29 MT. CARROLL, IL 61053	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	3,200.
TRINITY CHAPEL CHURCH 417 CHURCH BATAVIA, IL 60510	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	1,250.
TWIN CITY PUBLIC ACTION TO DELIVER SHELTER, INC. 507 W. 3RD ST. STERLING, IL 61081	NONE HOUSING AND SHELTER	3,400.

DILLON FOUNDATION

36-6059349

UNION LEAGUE BOYS & GIRLS CLUBS 65 W. JACKSON BLVD. CHICAGO, IL 60604	NONE IN SUPPORT OF YOUTH DEVELOPMENT	3,300.
UNITED STATES POSTAL SERVICE 408 THIRD AVENUE STERLING, IL 61081	NONE TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	1,050.
UNITED WAY OF WHITESIDE COUNTY P O BOX 806 STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	142,530.
UNIVERSITY OF COLORADO FOUNDATION INC 4200 E 9TH AVENUE B188 DENVER, CO 80262	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	5,000.
UNIVERSITY OF DUBUQUE 200 UNIVERSITY AVENUE DUBUQUE, IA 52001	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	7,500.
URSULINE PROVINCIALATE 210 GLENNON HEIGHTS ROAD CRYSTAL CITY, MO 63019	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,000.
WESLEY UNITED METHODIST CHURCH 2200 16TH AVE STERLING, IL 61081	NONE TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	500.
WHITESIDE AREA CAREER CENTER 1608 FIFTH AVENUE STERLING, IL 61081	NONE IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED ACTIVITIES	41,000.
WHITESIDE CO COMMUNITY DENTAL HEALTH 1300 W 2ND ST ROCK FALLS, IL 61071	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	250.
WHITESIDE CO COMMUNITY HEALTH CLINIC 1300 W 2ND ST ROCK FALLS, IL 61071	NONE TO SUPPORT THE HEALTH/GENERAL AND RELATED MISSIONS	2,500.

DILLON FOUNDATION

36-6059349

WHITESIDE COUNTY SENIOR CENTER 1207 W 9TH ST STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	22,000.
WOODLAWN ARTS ACADEMY- OPERATING EXPENSES 3807 WOODLAWN STERLING, IL 61081	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	67,574.
YMCA AT UNIVERSITY OF ILLINOIS 1001 S. WRIGHT ST. CHAMPAIGN, IL 61820	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	5,800.
YWCA OF THE SAUK VALLEY 412 FIRST AVE STERLING, IL 61081	NONE IN SUPPORT OF HUMAN SERVICE ACTIVITIES	22,500.
SULLIVAN HOME-CAPITAL IMPROVMENTS 104 15TH AVE. STERLING, IL 61081	NONE IN SUPPORT OF RECREATION, LEISURE, SPORTS, ATHLETICS	51,305.
SULLIVAN HOME-OPERATING EXPENSES 104 15TH AVE. STERLING, IL 61081	NONE IN SUPPORT OF RECREATION, LEISURE, SPORTS, ATHLETICS	29,670.
WOODLAWN ARTS ACADEMY- CAPITAL IMPROVEMENTS 3807 WOODLAWN STERLING, IL 61081	NONE SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	83,393.
BITTORF HOME-CAPITAL IMPROVEMENTS 105 16TH AVE, STERLING, IL 61081	NONE IN SUPPORT OF RECREATION, LEISURE, SPORTS, ATHLETICS	314.
BITTORF HOME-OPERATING EXPENSES 105 16TH AVE, STERLING, IL 61081	NONE IN SUPPORT OF RECREATION, LEISURE, SPORTS, ATHLETICS	15,025.
STERLING PARK DISTRICT-SINNISSIPPI TRAIL PROJECT CAPITAL IMPROVEMENTS - 211 E ST MARY'S ROAD P O BOX 958 STERLING, IL 61081	NONE TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS ACTIVITIES	134,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		2,934,675.