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

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 DEC 1, 2010, and ending NOV 30, 2011

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

## Name of foundation

GEORGE P. KENDALL JR & MARY ANN KENDALL  
CHARITABLE FOUNDATION, LTD.Number and street (or P O box number if mail is not delivered to street address)  
1105 NORMANDY LANE

Room/suite

City or town, state, and ZIP code  
GLENVIEW, IL 60025H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year **24,496.** (Part I, column (d) must be on cash basis)  
(from Part II, col. (c), line 16) **24,496.** (Part I, column (d) must be on cash basis)J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

## A Employer identification number

36-3432892

## B Telephone number

(847) 729-8292

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 ► 

## 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				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	13,429.	13,429.	13,429.	Statement 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	7,544.			
b	Gross sales price for all assets on line 6a	64,609.			
7	Capital gain net income (from Part IV, line 2)		7,544.		
8	Net short-term capital gain			766.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	20,973.	20,973.	14,195.	
12	Total. Add lines 1 through 11				
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees Stmt 2	1,325.	0.	0.	0.
c	Other professional fees				
17	Interest				
18	Taxes Stmt 3	199.	0.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 4	25.	0.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	1,549.	0.	0.	0.
25	Contributions, gifts, grants paid	21,300.			21,300.
26	Total expenses and disbursements. Add lines 24 and 25	22,849.	0.	0.	21,300.
27	Subtract line 26 from line 12	<1,876. >			
b	Excess of revenue over expenses and disbursements				
c	Net investment income (if negative, enter -0-)		20,973.		
c	Adjusted net income (if negative, enter -0-)			14,195.	

023501  
12-07-10 LHA For Paperwork Reduction Act Notice, see the instructions.

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X

	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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		22,792.	24,496.	24,496.
	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				
	b Investments - corporate stock Stmt 5		70,522.	92,422.	0.
	c Investments - corporate bonds Stmt 6		175,480.	150,000.	0.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►) )				
	16 Total assets (to be completed by all filers)		268,794.	266,918.	24,496.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►) )				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		224,279.	224,279.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		44,515.	42,639.	
	30 Total net assets or fund balances		268,794.	266,918.	
	31 Total liabilities and net assets/fund balances		268,794.	266,918.	

## 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	268,794.
2 Enter amount from Part I, line 27a	2	<1,876.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	266,918.
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	266,918.

GEORGE P. KENDALL JR & MARY ANN KENDALL  
CHARITABLE FOUNDATION, LTD.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	See Attached Statement				
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	64,609.	57,065.	7,544.		
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 MV 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			7,544.		
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		7,544.
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		766.

**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 )

N/A

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			
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 instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2010 estimated tax payments and 2009 overpayment credited to 2010

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ► Refunded ► 11

1	N/A
2	
3	
4	
5	0.
7	0.
8	
9	0.
10	
11	

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? Yes  No  1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*

c Did the foundation file Form 1120-POL for this year? 1b X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

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? 2 X  
*If "Yes," attach a detailed description of the activities.*

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? N/A

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T*

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?

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.*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

1c X
2 X
3 X
4a X
4b X
5 X
6 X
7 X
8b X
9 X
10 X

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

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

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

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

14 The books are in care of ► GEORGE P. KENDALL, JR. Telephone no ► (847) 729-8292  
Located at ► 1105 NORMANDY LANE, GLENVIEW, IL ZIP+4 ► 60025

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

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ► 16  Yes  No 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.

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <span style="float: right;">N/A <input type="checkbox"/></span>		
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? <span style="float: right;">1c <input type="checkbox"/> X</span>		
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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <span style="float: right;">N/A <input type="checkbox"/></span>		
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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) <span style="float: right;">N/A <input type="checkbox"/></span>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <span style="float: right;">3b <input type="checkbox"/> 4a <input checked="" type="checkbox"/> X</span>		
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? <span style="float: right;">4b <input type="checkbox"/> X</span>		

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

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

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

Yes  No

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

If "Yes" to 6b, file Form 8870.

Yes  No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Yes  No

N/A

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 7		0.	0.	0.

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

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

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

►

0

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

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

**Total number of others receiving over \$50,000 for professional services**

0

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

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

Expenses

1	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		
3		

All other program-related investments. See instructions

3		

**Total. Add lines 1 through 3**

0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	0.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	0.
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	0.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,496.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	<24,496. >
6 Minimum investment return Enter 5% of line 5	6	<1,225. >

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

**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	21,300.
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	21,300.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,300.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	10,633.			
b From 2006	12,000.			
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	22,633.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ <u>N/A</u>			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				0.
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:	22,633.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				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	10,633.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	12,000.			
10 Analysis of line 9				
a Excess from 2006	12,000.			
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

1

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or  4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2	a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	<1,225.>	<1,140.>	<1,087.>	<499.>	<3,951.>
	b 85% of line 2a	<1,041.>	<969.>	<924.>	<424.>	<3,358.>
	c Qualifying distributions from Part XII, line 4 for each year listed	21,300.	16,300.	13,100.	13,000.	63,700.
	d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
	e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	21,300.	16,300.	13,100.	13,000.	63,700.
3	Complete 3a, b, or c for the alternative test relied upon					0.
	a "Assets" alternative test - enter					0.
	(1) Value of all assets					0.
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
	b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.
	c "Support" alternative test - enter					0.
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)					0.
	(3) Largest amount of support from an exempt organization					0.
	(4) Gross investment income				13,162.	13,162.

**Part XV** **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see the instructions.)

## 1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 9

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

### c. Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Statement 10				
<b>Total</b>			► 3a	<b>21,300.</b>
<i>b Approved for future payment</i>				
None				
<b>Total</b>			► 3b	<b>0.</b>

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					13,429.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					7,544.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		0.	20,973.
13 Total. Add line 12, columns (b), (d), and (e)					20,973.

**Part XVI.B. Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
NOT APPLICABLE	

**Part XVII** **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of**

- (1) Cash
- (2) Other assets

**Other transactions**

- (1) Sales of assets to a noncharitable exempt organization**
- (2) Purchases of assets from a noncharitable exempt organization**
- (3) Rental of facilities, equipment, or other assets**
- (4) Reimbursement arrangements**
- (5) Loans or loan guarantees**
- (6) Performance of services or membership or fundraising solicitation**

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

**Sign  
Here**

Signature of officer or trustee

4/3/2012  
Date

## PRESIDENT

## Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>Stephen J. Brown, CPA</b>	Preparer's signature	Date <b>03/30/12</b>	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► <b>Bernstein &amp; Brown, P.C.</b>			Firm's EIN ►	
	Firm's address ► <b>3710 Commercial Ave - Suite 11 Northbrook, IL 60062-1846</b>			Phone no	<b>847-714-9000</b>

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a 65 SHS BRISTOL MYERS SQUIBB CO			P	01/25/11	05/11/11
b 14 SHS CATERPILLAR INC.			P	01/25/11	05/11/11
c 36 SHS JOHNSON & JOHNSON			P	01/25/11	05/27/11
d 19 SHS PEPSICO INC			P	01/25/11	05/11/11
e 47 SHS TRANSCANANDA CORP			P	01/25/11	05/11/11
f 56 SHS PFIZER INC			P	05/27/11	08/09/11
g \$20,000 MARSHALL & ILSLEY CORP MED TERM NOTES BOO			P	01/05/09	04/01/11
h 500 SHS NICOR INC			P	01/04/99	12/15/10
i 200 SHS NICOR INC			P	04/11/08	12/15/10
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 1,877.		1,687.	190.
b 1,551.		1,314.	237.
c 2,382.		2,204.	178.
d 1,340.		1,255.	85.
e 2,028.		1,752.	276.
f 970.		1,170.	<200.>
g 20,000.		19,480.	520.
h 24,615.		21,340.	3,275.
i 9,846.		6,863.	2,983.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			** 190.
b			** 237.
c			** 178.
d			** 85.
e			** 276.
f			** <200.>
g			520.
h			3,275.
i			2,983.
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	7,544.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	766.

Form 990-PF	Dividends and Interest from Securities	Statement	1
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DIVIDENDS-SMITH BARNEY 38378, AS OTHER INCOME	1,037.	0.	1,037.
DIVIDENDS-SMITH BARNEY 38378, AS OTHER INCOME	1,757.	0.	1,757.
DIVIDENDS-SMITH BARNEY 38378,QUALIFIED DIVIDENDS	1,775.	0.	1,775.
INTEREST-SMITH BARNEY 0131H	2.	0.	2.
INTEREST-SMITH BARNEY 38378	7,013.	0.	7,013.
OTHER DIVIDENDS-SMITH BARNEY 0131H	1,129.	0.	1,129.
OTHER DIVIDENDS-SMITH BARNEY 38378	191.	0.	191.
OTHER INCOME-CASH DIV SMITH BARNEY 0131H	525.	0.	525.
Total to Fm 990-PF, Part I, ln 4	13,429.	0.	13,429.

Form 990-PF	Accounting Fees	Statement	2	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX RETURN PREPARATION	1,325.	0.	0.	0.
To Form 990-PF, Pg 1, ln 16b	1,325.	0.	0.	0.

Form 990-PF	Taxes	Statement	3	
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES DIVIDENDS	199.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	199.	0.	0.	0.

Form 990-PF	Other Expenses	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ILLINOIS CHARITY BUREAU SEC. OF STATE ANNUAL FEE	15. 10.	0. 0.	0. 0.	0. 0.
To Form 990-PF, Pg 1, ln 23	25.	0.	0.	0.

Form 990-PF	Corporate Stock	Statement	5
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Description	Book Value	Fair Market Value
CH ENERGY GROUP INC - 350 SHS	14,968.	0.
NICOR, INC. - 700 SHS	0.	0.
BAYTEX ENERGY GROUP INC - 500 SHS	14,678.	0.
ENERGY TRANSFER PARTNERS L.P.-290 SHS	14,912.	0.
AT&T INC	2,575.	0.
BAYTEX ENERGY GROUP INC	1,566.	0.
BOEING	1,734.	0.
BRISTOL MYERS SQUIBB CO	1,950.	0.
BUCKEYE PARTNERS LP	1,712.	0.
CATERPILLAR INC	2,265.	0.
EL PASO CORP	1,168.	0.
ENERGY TRANSFER PARTNERS L.P.	1,803.	0.
HONEYWELL INTL INC.	1,268.	0.
JOHNSON & JOHNSON	1,404.	0.
KIMBERLY CLARK CORP	3,576.	0.
LINN ENERGY LLC COMMON UNITS	1,342.	0.
MCDONALDS CORP	1,728.	0.
MICROCHIP TECHNOLOGY INC	1,781.	0.
NISOURCE	2,079.	0.
ONEOK	1,884.	0.
PAYCHEX INC	1,348.	0.
SOUTHERN COPPER CORP DEL	947.	0.
TC PIPELINES LP UNITS	3,656.	0.
TRANSCANADA CORP	1,871.	0.
VERIZON COMMUNICATIONS	1,335.	0.
WEYERHAEUSER CO	2,759.	0.
WILLIAMS COS INC	1,159.	0.
WISDOM TREE EMERGING MARKET	3,672.	0.
WISDOM TREE TR INTL DIVID EX FINANCIALS FUND	1,282.	0.
Total to Form 990-PF, Part II, line 10b	92,422.	0.

Form 990-PF

Corporate Bonds

Statement 6

Description	Book Value	Fair Market Value
EASTERN SAVINGS BANK, FSB - 4.75% 12/07/2010	0.	0.
WASHINGTON MUTUAL BANK -4.60% 12/5/2011	30,000.	0.
GOLDMAN SACHS BANK USA-4.75% 12/5/2012	30,000.	0.
CAPITAL ONE BANK - 5.000%	50,000.	0.
MARSHALL & ILSLEY CORP MED TERM NOTES BOOK/ENTRY	0.	0.
AMERICAN EXPRESS CENTURION BK	20,000.	0.
AMERICAN EXPRESS BANK, FSB	20,000.	0.
Total to Form 990-PF, Part II, line 10c	150,000.	0.

Form 990-PF

Part VIII - List of Officers, Directors  
Trustees and Foundation Managers

Statement 7

Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
GEORGE P. KENDALL, JR. 1105 NORMANDY LANE GLENVIEW, IL 60025	PRESIDENT 0.00	0.	0.	0.
MARY ANN KENDALL 1105 NORMANDY LANE GLENVIEW, IL 60025	TREASURER 0.00	0.	0.	0.
ANN KENDALL 2417 PEACHTREE LANE NORTHBROOK, IL 60062	VICE PRESIDENT 0.00	0.	0.	0.
CHRISTOPHER Q. KENDALL 325 HARRIET WINONA, MN 55987	VICE PRESIDENT 0.00	0.	0.	0.
G. PRESTON KENDALL, III 1045 QUEENS LANE GLENVIEW, IL 60025	VICE PRESIDENT 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

GEORGE P. KENDALL JR & MARY ANN KENDALL

36-3432892

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Form 990-PF

Cash Deemed Charitable Explanation Statement  
Part X, Line 4

Statement 8

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This is the cash available for contribution at 11/30/09.

Form 990-PF

Grant Application Submission Information  
Part XV, Lines 2a through 2d

Statement 9

## Name and Address of Person to Whom Applications Should be Submitted

GEORGE P. & MARY ANN KENDALL, JR.  
1105 Normandy Ln  
Glenview, IL 60025

Telephone Number Name of Grant Program

847-729-8292 CRISTO REY JESUIT HIGH SCHOOL - LIZZY SEEBERG FUND

## Form and Content of Applications

THE SCHOOL'S FINANCIAL STATEMENT AND THEIR MISSION MUST BE ATTACHED WITH THE APPLICATION.

## Any Submission Deadlines

N/A

## Restrictions and Limitations on Awards

BASED ON EACH PROGRAM NEEDS, AND THE PRESIDENT MAKES HIS OWN JUDGEMENT ON THE AMOUNT OF AWARDS.

Form 990-PF

Grants and Contributions  
Paid During the Year

Statement 10

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
SAN MIGUEL SCHOOL OF CHICAGO-GARY COMER CAMPUS 819 N LEAMINGTON AVE CHICAGO, IL 60609	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	1,000.
ST. MARY'S UNIVERSITY 700 TERRACE HEIGHTS #21 WINONA, MN 55987-1399	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	1,000.
UNITED WAY OF GREATER WINONA 902 EAST SECOND ST.- SUITE 330 WINONA, MN 55987	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	500.
WINONA AREA PUBLIC SCHOOLS 903 GILMORE WINONA, MN 55987	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	1,000.
WINONA VOLUNTEER SERVICES 402 EAST SECOND STREET WINONA, MN 55987	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	1,000.
ST MARTIN DE PORRES HIGH SCHOOL 515 SOUTH M L KING JUNIOR AVE WAUKEGAN, IL 60085	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	10,200.
FRIENDS OF ST PAUL COLLEGE FOUNDATION 317 MARSHALL AVENUE SAINT PAUL, MN 55102	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	1,000.
CHRIST THE KING JESUIT COLLEGE PREPARATORY SCHOOL 5088 W. JACKSON BLVD CHICAGO, IL 60644	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	4,000.

GEORGE P. KENDALL JR & MARY ANN KENDALL

•36-3432892

JOSEPH ACADEMY 1101 Gregory DES PLAINES, IL 60016	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	600.
CRISTO REY JESUIT HIGH SCHOOL 1852 W. 22ND PLACE CHICAGO, IL 60608	N/A FURTHER EXEMPT PURPOSE	501(C)(3)	1,000.
Total to Form 990-PF, Part XV, line 3a			21,300.