Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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 [X] Name change

Name of foundation: CAROL LAVIN BERNICK FAMILY FOUNDATION

A Employer identification number: 36-4134174

Number and street (or P O box number if mail is not delivered to street address): 909 ASHLAND AVENUE — Room/suite:

B Telephone number: 708-450-3434

City or town, state, and ZIP code: RIVER FOREST, IL 60305

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 ▶ [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 8,593,799.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,239.	4,239.		STATEMENT 1
	4 Dividends and interest from securities	240,034.	240,034.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,233,343.			
	b Gross sales price for all assets on line 6a 5,559,693.				
	7 Capital gain net income (from Part IV, line 2)		5,233,343.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	5,477,616.	5,477,616.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	1,459.	0.		0.
	b Accounting fees STMT 4	5,000.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	23,349.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	18,437.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	48,245.	0.		0.
	25 Contributions, gifts, grants paid	365,798.			365,798.
	26 Total expenses and disbursements. Add lines 24 and 25	414,043.	0.		365,798.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	5,063,573.			
	b Net investment income (if negative, enter -0-)		5,477,616.		
	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		0.	0.
	2 Savings and temporary cash investments	205,753.	429,223.	429,223.
	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 8	5,565,004.	8,341,187.	8,164,576.
	c Investments - corporate bonds			
	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)	5,770,757.	8,770,410.	8,593,799.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	5,770,757.	8,770,410.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	5,770,757.	8,770,410.	
	31 **Total liabilities and net assets/fund balances**	5,770,757.	8,770,410.	

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	5,770,757.
2	Enter amount from Part I, line 27a	2	5,063,573.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,834,330.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	2,063,920.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,770,410.

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	28,416.72 SHS JP MORGAN STRATEGIC INCOME OPP			
b	FUND	P	VARIOUS	11/14/11
c	139,100 SHS ALBERTO-CULVER CO NEW	P	VARIOUS	05/10/11
d	MERRILL LYNCH - CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	328,213.		326,350.	1,863.
c	5,216,250.			5,216,250.
d	15,230.			15,230.
e				

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				1,863.
c				5,216,250.
d				15,230.
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,233,343.
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	304,427.	7,767,147.	.039194
2008	368,557.	4,989,307.	.073869
2007	391,463.	7,718,462.	.050718
2006	292,482.	7,769,103.	.037647
2005	286,441.	6,646,028.	.043100

2 **Total** of line 1, column (d)	2	.244528
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	.048906
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,703,488.
5 Multiply line 4 by line 3	5	425,653.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	54,776.
7 Add lines 5 and 6	7	480,429.
8 Enter qualifying distributions from Part XII, line 4	8	365,798.

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			1	109,552.
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	109,552.
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	109,552.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	6,080.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	115,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	121,080.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	36.
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	11,492.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶		5,000. **Refunded** ▶	11	6,492.

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?	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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	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) ▶ 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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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 ▶ N/A

14 The books are in care of ▶ ERIC STORCK Telephone no. ▶ 708-450-3164

Located at ▶ 155 N WACKER DRIVE, SUITE 840, CHICAGO , IL ZIP+4 ▶ 60606

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

			Yes	No
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		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | Yes | No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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? ☐ Yes ☒ No

If "Yes," list the years ▶ ______ , ______ , ______ , ______

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

			Yes	No
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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** No: 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
CAROL BERNICK 909 ASHLAND AVENUE RIVER FOREST, IL 60305	PRES/TREAS 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	7,987,940.
b	Average of monthly cash balances	1b	848,088.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,836,028.
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	8,836,028.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	132,540.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,703,488.
6	**Minimum investment return.** Enter 5% of line 5	6	435,174.

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	435,174.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	109,552.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	109,552.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	325,622.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	325,622.
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	325,622.

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	365,798.
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	365,798.
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	365,798.

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				325,622.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			325,965.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 365,798.				
a Applied to 2009, but not more than line 2a			325,965.	
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				39,833.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				285,789.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	365,798.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion 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			14	4,219.	20.
4 Dividends and interest from securities			14	240,034.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14		
8 Gain or (loss) from sales of assets other than inventory			18	5,233,343.	
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.		5,477,596.	20.

13 Total. Add line 12, columns (b), (d), and (e) 13 5,477,616.

(See worksheet in line 13 instructions to verify calculations.)

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).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 6/7/12 | Title PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
NORA STAPLETON	NORA STAPLETON	04/25/12		
Firm's name ▶ BLACKMAN KALLICK, LLP			Firm's EIN ▶	
Firm's address ▶ 10 S. RIVERSIDE PLAZA, 9TH FLOOR CHICAGO, IL 60606			Phone no. (312) 207-1040	

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

SOURCE	AMOUNT
INTEREST INCOME	4,219.
IRS INTEREST INCOME	20.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,239.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	240,034.	0.	240,034.
TOTAL TO FM 990-PF, PART I, LN 4	240,034.	0.	240,034.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,459.	0.		0.
TO FM 990-PF, PG 1, LN 16A	1,459.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

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

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FEE	115.	0.		0.
FORIEGN TAX	1,212.	0.		0.
OTHER TAXES	22,022.	0.		0.
TO FORM 990-PF, PG 1, LN 18	23,349.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES & PERMITS	10.	0.		0.
MERRILL LYNCH ADVISOR FEES	17,703.	0.		0.
OTHER EXPENSES	709.	0.		0.
SERVICE CHARGE	15.	0.		0.
TO FORM 990-PF, PG 1, LN 23	18,437.	0.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
ALBERTO CULVER STOCK BASIS BOOK OVER TAX	2,063,920.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,063,920.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALBERTO CULVER STOCK CLASS B	0.	0.
MERRILL LYNCH	8,341,187.	8,164,576.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,341,187.	8,164,576.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN CANCER SOCIETY 225 NORTH MICHIGAN AVENUE #1210 CHICAGO, IL 60601	N/A MEDICAL	EXEMPT	500.
AURORA UNIVERSITY 347 SOUTH GLADSTONE AVENUE AURORA, IL 60506	N/A COMMUNITY	EXEMPT	10,000.
BOYS & GIRLS CLUB OF CHICAGO 550 W. VAN BUREN STREET, SUITE 350 CHICAGO, IL 60607	N/A COMMUNITY	EXEMPT	1,000.
CANCER SUPPORT CENTER 1336 BASSWOOD ROAD SCHAUMBURG, IL 60173	N/A COMMUNITY	EXEMPT	2,000.
CENTERSTAGE IN LAKE FOREST 400 E. ILLINOIS ROAD LAKE FOREST, IL 60045	N/A COMMUNITY	EXEMPT	2,500.
DUPAGE PADS, INC. 705 WEST LIBERTY WHEATON, IL 60187	N/A COMMUNITY	EXEMPT	500.
FOUNDATION FIGHTING BLINDNESS 1580 S. MILWAUKEE AVE., #606 LIBERTYVILLE, IL 60048	N/A MEDICAL	EXEMPT	25,000.
FRIENDS OF PRENTICE 251 EAST HURON STREET, SUITE 3-200 CHICAGO, IL 60611	N/A COMMUNITY	EXEMPT	16,500.

GENEVA WATER SAFETY COMMITTEE, INC. PO BOX 412 LAKE GENEVA, WI 53147	N/A COMMUNITY	EXEMPT	5,000.
HINSDALE HUMANE SOCIETY 22 NORTH ELM STREET HINSDALE, IL 60521	N/A COMMUNITY	EXEMPT	700.
LEGAL MOMENTUM 395 HUSDSON STREET NEW YORK, NY 10014	N/A COMMUNITY	EXEMPT	8,000.
LOCKPORT FISH FOOD PANTRY 604 E. 9TH STREET LOCKPORT, IL 60441	N/A COMMUNITY	EXEMPT	500.
MERCY HOME FOR BOYS & GIRLS 1140 WESTJACKSON BOULEVARD CHICAGO, IL 60607	N/A COMMUNITY	EXEMPT	1,000.
SAN MIGUEL FEBRES CORDERO SCHOOL 1949 W. 48TH STREET CHICAGO, IL 60609	N/A COMMUNITY	EXEMPT	1,000.
SHINING STAR BALL 1835 WEST CENTRAL ROAD ARLINGTON HEIGHTS, IL 60005	N/A COMMUNITY	EXEMPT	5,000.
STANDING TALL CHARITABLE FOUNDATION 1100 NORTH RIVER ROAD DES PLAINES, IL 60016	N/A COMMUNITY	EXEMPT	500.
STEPPENWOLF THEATER 1650 NORTH HALSTED STREET CHICAGO, IL 60614	N/A COMMUNITY	EXEMPT	3,000.
STS. PETER & PAUL SCHOOL 201 EAST FRANKLIN AVENUE NAPERVILLE, IL 60540	N/A RELIGIOUS	EXEMPT	2,500.

THANKS 'JORDAN FOUNDATION 130 EAST 8TH STREET LOCKPORT, IL 60441	N/A COMMUNITY	EXEMPT	3,500.
THE CHICAGO LIGHTHOUSE 1850 WEST ROOSEVELT ROAD CHICAGO, IL 60608	N/A COMMUNITY	EXEMPT	2,000.
THE LEUKEMIA AND LYMPHOMA SOCIETY 651 W. WASHINGTON BLVD #400 CHICAGO, IL 60661	N/A MEDICAL	EXEMPT	7,000.
TINLEY PARK FOOD PANTRY 6875 173RD PLACE TINLEY PARK, IL 60477	N/A COMMUNITY	EXEMPT	500.
TULANE UNIVERSITY 6823 ST. CHARLES AVENUE NEW ORLEANS, LA 70118	N/A COMMUNITY	EXEMPT	30,000.
LIFELINE CHICAGO 200 N MICHIGAN AVE, SUITE 502 CHICAGO, IL 60601	N/A COMMUNITY	EXEMPT	500.
ADOPTAPLATOON PO BOX 1457 SEABROOK, NH 03874	N/A COMMUNITY	EXEMPT	448.
AFTER SCHOOL MATTERS 66 E. RANDOLPH ST. CHICAGO, IL 60601	N/A COMMUNITY	EXEMPT	7,000.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231	N/A MEDICAL	EXEMPT	3,000.
ASSOCIATION OF FUNDRAISING PROFESSIONALS]CHICAGO CHAPTER 1755 PARK STREET, SUITE 260 NAPERVILLE, IL 60563	N/A COMMUNITY	EXEMPT	5,000.

BCAA SCHOLARSHIP FUND (BAY COLONY DOLLARS FOR SCHOLARS) 8700 BAY COLONY DR. NAPLES, FL 34108	N/A COMMUNITY	EXEMPT	1,000.
BLACK POINT HISTORIC PRESERVE, INC. PO BOX 548 LAKE GENEVA, WI 53149	N/A COMMUNITY	EXEMPT	1,000.
BRAIN RESEARCH FOUNDATION 111 WEST WASHINGTON STREET, SUITE 1710 CHICAGO, IL 60602	N/A MEDICAL	EXEMPT	5,000.
CATHOLIC CHARITIES, DIOCESE OF JOLIET 203 N. OTTAWA ST. JOLIET, IL 60432	N/A RELIGIOUS	EXEMPT	2,500.
CATHOLIC THEOLOGICAL UNION 5401 S. CORNELL AVE. CHICAGO, IL 60615	N/A RELIGIOUS	EXEMPT	5,000.
CHICAGO COMMUNITY FOUNDATION 111 EAST WACKER DRIVE, SUITE 1400 CHICAGO, IL 60601	N/A COMMUNITY	EXEMPT	300.
CHICAGO INTERNATIONAL CHARTER SCHOOL 11 E. ADAMS, SUITE 600 CHICAGO, IL 60603	N/A COMMUNITY	EXEMPT	10,000.
CHICAGO THEOLOGICAL SEMINARY 1407 E. 60TH ST. CHICAGO, IL 60637	N/A COMMUNITY	EXEMPT	1,000.
CHICAGO YOUTH PROGRAMS 5350 S. PRAIRIE AVE. CHICAGO, IL 60615	N/A COMMUNITY	EXEMPT	1,000.
CHILDREN'S HOME + AID 125 SOUTH WACKER DR. CHICAGO, IL 60606	N/A COMMUNITY	EXEMPT	5,000.

CHILDREN'S MEMORIAL FOUNDATION 2300 CHILDREN'S PLAZA CHICAGO, IL 60614-3363	N/A COMMUNITY	EXEMPT	250.
CHILDREN'S MEMORIAL HOSPITAL 2300 CHILDREN'S PLAZA CHICAGO, IL 60614-3363	N/A COMMUNITY	EXEMPT	500.
CHILDREN'S ONCOLOGY SERVICES, INC. 213 WEST INSTITUTE PLACE, SUITE 511 CHICAGO, IL 60610	N/A MEDICAL	EXEMPT	2,000.
COALITION TO SALUTE AMERICAS HEROES 12 GODFREY PLACE WILTON, CT 06897	N/A COMMUNITY	EXEMPT	5,000.
CYSTIC FIBROSIS FOUNDATION 150 NORTH MICHIGAN AVE., SUITE 400 CHICAGO, IL 60601	N/A MEDICAL	EXEMPT	250.
DOWNLINE MINISTRIES P.O. BOX 770296 MEMPHIS, TN 38177	N/A RELIGIOUS	EXEMPT	10,000.
EVANS SCHOLARS FOUNDATION ONE BRIAR ROAD GOLF, IL 60029	N/A COMMUNITY	EXEMPT	20,000.
FOODSTOCK C.O.O.L. 127 W. WATER STREET WAUKEGAN, IL 60085	N/A COMMUNITY	EXEMPT	500.
GEORGE W. BUSH PRESIDENTIAL CENTER PO BOX 560887 DALLAS, TX 75356	N/A COMMUNITY	EXEMPT	500.
GIRL SCOUTS 20 SOUTH CLARK, SUITE 200 CHICAGO, IL 60603	N/A COMMUNITY	EXEMPT	2,000.

GOLF PROS BEATING CANCER 47617 PAULSEN SQ. POTOMAC FALLS, VA 20165	N/A COMMUNITY	EXEMPT	2,500.
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PLACE CHICAGO, IL 60632	N/A COMMUNITY	EXEMPT	250.
HARVARD CLUB OF CHICAGO P.O. BOX 350 KENILWORTH, IL 60043	N/A COMMUNITY	EXEMPT	1,000.
HARVARD UNIVERSITY (WOMEN'S INITIATIVES) 124 MT. AUBURN STREET CAMBRIDGE, MA 60034	N/A COMMUNITY	EXEMPT	10,000.
HBSCC CHARITABLE FUND 1901 BUTTERFIELD RD, SUITE 450 DOWNERS GROVE, IL 60515	N/A COMMUNITY	EXEMPT	2,000.
HOLIDAY HOME CAMP P.O. BOX 10 WILLIAMS BAY, WI 56191	N/A COMMUNITY	EXEMPT	2,500.
ILLINOIS INSTITUTE OF TECHNOLOGY 3300 SOUTH FEDERAL STREET CHICAGO, IL 60616	N/A COMMUNITY	EXEMPT	1,000.
ILLINOIS INSTITUTE OF TECHNOLOGY 10 W. 35TH STREET SUITE 1700 CHICAGO, IL 60616	N/A COMMUNITY	EXEMPT	7,000.
INVEST FOR KIDS 875 N. MICHIGAN AVE. SUITE 3400 CHICAGO, IL 60611	N/A COMMUNITY	EXEMPT	5,000.
JANE ADDAMS HULL HOUSE ASSOCIATION 1030 W. VAN BUREN CHICAGO, IL 60607	N/A COMMUNITY	EXEMPT	2,000.

JOHN G. SHEDD AQUARIUM 1200 S. LAKE SHORE DRIVE CHICAGO, IL 60605	N/A COMMUNITY	EXEMPT	6,000.
LEYDEN TOWNSHIP 2501 N. MANNHEIM ROAD FRANKLIN PARK, IL 60131	N/A COMMUNITY	EXEMPT	1,500.
LINN PRESBYTERIAN CHURCH W3335 WILLOW ROAD LAKE GENEVA, WI 53147	N/A RELIGIOUS	EXEMPT	1,000.
LOAVES & FISHES 777 N. FIRST STREET, SUITE 420 SAN JOSE, CA 95112	N/A COMMUNITY	EXEMPT	500.
LUPUS FOUNDATION OF AMERICA 2000 L STREET N.W. SUITE 410 WASHINGTON, DC 20036	N/A COMMUNITY	EXEMPT	1,000.
LYRIC OPERA OF CHICAGO 20 N. WACKER DRIVE CHICAGO, IL 60606	N/A COMMUNITY	EXEMPT	3,000.
MAKE -A -WISH FOUNDATION 4742 N. 24TH ST., SUITE 400 PHOENIX, AZ 85016	N/A COMMUNITY	EXEMPT	500.
NARAL PRO -CHOICE AMERICA FOUNDATION 1156 15TH STREET, NW SUITE 700 WASHINGTON, DC 20005	N/A COMMUNITY	EXEMPT	7,000.
NCH HEALTHCARE FOUNDATION/MAGNOLIA BALL P.O. BOX 234 NAPLES, FL 34106	N/A MEDICAL	EXEMPT	10,300.
NORTHWESTERN MEMORIAL FOUNDATION 251 E. HURON CHICAGO, IL 60611	N/A COMMUNITY	EXEMPT	2,500.

PALM BEACH CIVIC ASSOCIATION 139 N. COUNTY ROAD SUITE 33 PALM BEACH, FL 33480	N/A COMMUNITY	EXEMPT	5,000.
PATHWAYS FOUNDATION 150 N MICHIGAN AVE, SUITE 2100 CHICAGO, IL 60601	N/A COMMUNITY	EXEMPT	3,000.
REHAB CHICAGO 345 E. SUPERIOR STREET CHICAGO, IL 60611	N/A MEDICAL	EXEMPT	1,000.
RESOLUTION SYSTEMS INSTITUTE 11 E ADAMS STREET, SUITE 500 CHICAGO, IL 60603	N/A COMMUNITY	EXEMPT	2,000.
RUSH EPILEPSY CENTER 1725 W. HARRISON ST., SUITE 1118 CHICAGO, IL 60612	N/A MEDICAL	EXEMPT	500.
RUSH NEUROBEHAVIORAL CENTER 4711 W. GOLF ROAD, SUITE 1100 SKOKIE, IL 60076	N/A MEDICAL	EXEMPT	2,500.
SS CYRIL 608 SOBIESKI STREET LEMONT, IL 60439	N/A COMMUNITY	EXEMPT	500.
ST. ALPHONSUS 210 E. LOGAN ST. LEMONT, IL 60439	N/A RELIGIOUS	EXEMPT	1,000.
SUSAN G. KOMEN FOR THE CURE 5005 LBJ FREEWAY, SUITE 250 DALLAS, TX 75244	N/A COMMUNITY	EXEMPT	2,500.
THE AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231	N/A MEDICAL	EXEMPT	3,000.

THE AUXILARY AT EVANSTON & GLENBROOK HOSPITALS 1033 UNIVERSITY PLACE, SUITE 450 EVANSTON, IL 60201	N/A COMMUNITY	EXEMPT	500.
THE HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA, SUITE 320 ALEXANDRIA, VA 22314	N/A COMMUNITY	EXEMPT	20,000.
THE JESSE WHITE FOUNDATION 134 NORTH LASALLE STREET, SUITE 1820 CHICAGO, IL 60602	N/A COMMUNITY	EXEMPT	2,000.
THE LINCOLN ACADEMY OF ILLINOIS ONE OLD STATE CAPITOL PLAZA SPRINGFIELD, IL 62701	N/A COMMUNITY	EXEMPT	2,000.
THE MARCH OF DIMES 111 WEST JACKSON BLVD., SUITE 2200 CHICAGO, IL 60604	N/A COMMUNITY	EXEMPT	300.
TOWN OF LINN FIRE & EMS N1457 HILLSIDE RD. LAKE GENEVA, WI 53147	N/A COMMUNITY	EXEMPT	500.
TOWN OF LINN POLICE DEPARTMENT D.A.R.E. PROGRAM PO BOX 99 ZENDA, WI 53195	N/A COMMUNITY	EXEMPT	2,000.
TOWN OF PALM BEACH UNITED WAY 44 COCOANUT ROW PALM BEACH, FL 33480	N/A COMMUNITY	EXEMPT	10,000.
TRAVER SCHOOL W3490 LINTON RD. LAKE GENEVA, WI 53147	N/A COMMUNITY	EXEMPT	1,000.
UNITED WAY OF WALWORTH COUNTY PO BOX 1020 ELKHORN, WI 53121	N/A COMMUNITY	EXEMPT	1,000.

WILDLIFE CONSERVATION NETWORK 25745 BASSETT LANE LOS ALTOS, CA 94022	N/A COMMUNITY	EXEMPT	20,000.
YWCA METROPOLITAN CHICAGO 1 N. LASALLE ST. CHICAGO, IL 60602	N/A COMMUNITY	EXEMPT	2,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			365,798.

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization CAROL LAVIN BERNICK FAMILY FOUNDATION	**Employer identification number** 36-4134174
	Number, street, and room or suite no. If a P.O. box, see instructions. 909 ASHLAND AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. RIVER FOREST, IL 60305	

Enter the Return code for the return that this application is for (file a separate application for each return) [0|4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ERIC STORCK
155 N WACKER DRIVE, SUITE 840 - CHICAGO, IL 60606
Telephone No. ▶ 708-450-3164 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until JULY 15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning DEC 1, 2010, and ending NOV 30, 2011.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 121,080.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 6,080.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 115,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.