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

OMB No 1545-0052

2011

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

For calendar year 2011, or tax year beginning , 2011, and ending

Name of foundation The Allyn Foundation, Inc.		A Employer identification number 23-7025589
Number and street (or P.O. box number if mail is not delivered to street address) 1420 Sheridan Road		B Telephone number (see the instructions) (978) 887-2464
City or town Wilmette	State ZIP code IL 60091	C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ 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, column (c), line 16) \$ 4,877,434.	J Accounting method: ☒ 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) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)	0.			
	2 Ck ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	39.	39.	39.	
	4 Dividends and interest from securities	159,435.	159,435.	159,435.	
	5a Gross rents	0.	0.	0.	
	b Net rental income or (loss)	0.	0		
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		39,464.		
	8 Net short-term capital gain			0.	
	9 Income modifications			0.	
	10a Gross sales less returns and allowances	0.			
b Less Cost of goods sold	0.				
c Gross profit/(loss) (att sch)	0	0.	0.		
11 Other income (attach schedule)	NONE	0.	0.	0.	
12 Total. Add lines 1 through 11		159,474.	198,938.	159,474.	
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages	0.	0.	0.	0.
	15 Pension plans, employee benefits	0.	0.	0.	0.
	16a Legal fees (attach schedule)	0.	0.	0.	0.
	b Accounting fees (attach sch)	0.	0.	0.	0.
	c Other prof fees (attach sch) L-16c Stmt	568.	0.	0.	568.
	17 Interest				
	18 Taxes (attach schedule) (see instrs) See Line 18 Stmt	2,353.	128.	128.	0.
	19 Depreciation (attach sch) and depletion	0.	0.	0.	
	20 Occupancy	0.	0.	0.	0.
	21 Travel, conferences, and meetings	0.	0.	0.	0.
	22 Printing and publications	399.	399.	399.	0.
	23 Other expenses (attach schedule) See Line 23 Stmt	572.	286.	286.	286.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,892.	813.	813.	854.
25 Contributions, gifts, grants paid	235,000.			235,000.	
26 Total expenses and disbursements. Add lines 24 and 25	238,892.	813.	813.	235,854.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-79,418.				
b Net investment income (if negative, enter -0-)		198,125.			
c Adjusted net income (if negative, enter -0-)			158,661.		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	0.	4,320.	4,320.
	2 Savings and temporary cash investments	63,379.	32,702.	32,702.
	3 Accounts receivable	0.		
	Less: allowance for doubtful accounts	0.	0.	0.
	4 Pledges receivable	0.		
	Less: allowance for doubtful accounts	0.	0.	0.
	5 Grants receivable	0.	0.	0.
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0.	0.	0.
	7 Other notes and loans receivable (attach sch)	0.		
	Less: allowance for doubtful accounts	0.	0.	0.
	8 Inventories for sale or use	0.	0.	0.
	9 Prepaid expenses and deferred charges	0.	0.	0.
	10a Investments – U S and state government obligations (attach schedule)	0.	0.	0.
	b Investments – corporate stock (attach schedule) L-10b Stmt	1,005,733.	992,136.	3,266,927.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	1,345,000.	1,345,000.	1,573,485.
	LIABILITIES	11 Investments – land, buildings, and equipment: basis	0.	
Less: accumulated depreciation (attach schedule)		0.	0.	0.
12 Investments – mortgage loans		0.	0.	0.
13 Investments – other (attach schedule)		0.	0.	0.
14 Land, buildings, and equipment: basis		0.		
Less: accumulated depreciation (attach schedule)		0.	0.	0.
15 Other assets (describe)		0.	0.	0.
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		2,414,112.	2,374,158.	4,877,434.
17 Accounts payable and accrued expenses		0.	0.	
18 Grants payable		0.	0.	
19 Deferred revenue	0.	0.		
20 Loans from officers, directors, trustees, & other disqualified persons	0.	0.		
21 Mortgages and other notes payable (attach schedule)	0.	0.		
22 Other liabilities (describe)	0.	0.		
23 Total liabilities (add lines 17 through 22)	0.	0.		
NET FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,414,112.	2,374,158.	
	28 Paid-in or capital surplus, or land, building, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances (see instructions)	2,414,112.	2,374,158.		
31 Total liabilities and net assets/fund balances (see instructions)	2,414,112.	2,374,158.		

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	2,414,112.
2 Enter amount from Part I, line 27a	2	-79,418.
3 Other increases not included in line 2 (itemize) <u>Gain on sale of securities</u>	3	39,464.
4 Add lines 1, 2, and 3	4	2,374,158.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,374,158.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 2480 SHS TELEFONOS DE MEXICO SA COMMON		D	12/08/93	11/22/11
b APARTMENT INVESTMENT & MGMT CAP GAIN DISTRIB		D	12/08/93	11/30/11
c VANGUARD LT INVEST GRADE BOND FUND CAP GAIN DISTRIB		P	07/01/89	12/29/11
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 38,042.		13,597.	24,445.
b 2,327.		0.	2,327.
c 12,692.		0.	12,692.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			24,445.
b			2,327.
c			12,692.
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	39,464.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	215,830.	4,440,886.	0.048601
2009	190,806.	3,932,858.	0.048516
2008	233,526.	4,702,301.	0.049662
2007	280,773.	5,685,245.	0.049386
2006	261,789.	5,368,700.	0.048762

2 Total of line 1, column (d)	2	0.244927
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	0.048985
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,808,555.
5 Multiply line 4 by line 3	5	235,547.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,981.
7 Add lines 5 and 6	7	237,528.
8 Enter qualifying distributions from Part XII, line 4	8	235,854.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	3,963.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,963.
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	3,963.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	3,477.	
b Exempt foreign organizations – tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	3,477.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	486.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax			
	Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). See States Registered In _____		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>John W. Allyn, Jr.</u> Telephone no. <u>(978) 887-2464</u> Located at <u>119 Bare Hill Road, Boxford, MA</u> ZIP + 4 <u>01921</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>				

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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	
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 2011?	1 c	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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)	2 b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If 'Yes,' did it have excess business holdings in 2011 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 2011)	3 b	X
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2011?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**

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?☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Margaret B. Allyn 1420 Sheridan, Wilmette IL 60091	President, Dir. 4.00	0.	0.	0.
John W. Allyn, Jr. 119 Bare Hill, Boxford MA 01921	Vice Pres., Dir. 3.00	0.	0.	0.
Cynthia A. Stuhley 1216 Casey Key Road Nokomis FL 34275	Director 1.00	0.	0.	0.
Sharon A. Taylor 539 Princeton, Hinsdale IL 60521	Director 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				

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

None

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 None	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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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	4,778,295.
b	Average of monthly cash balances	1b	103,487.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,881,782.
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	4,881,782.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	73,227.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,808,555.
6	Minimum investment return. Enter 5% of line 5	6	240,428.

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	240,428.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,963.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	0.
c	Add lines 2a and 2b	2c	3,963.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	236,465.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	236,465.
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	236,465.

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	235,854.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	235,854.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	235,854.

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.

BAA

Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				236,465.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			1,582.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	0.			
b From 2007	0.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4. $\blacktriangleright$ \$ 235,854.				
a Applied to 2010, but not more than line 2a			1,582.	
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 2011 distributable amount				234,272.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (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 2010. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				2,193.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	0.			

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 2011, 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			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 organization had \$5,000 or more in assets at any time during the year — see 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.

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV	Supplementary Information (continued)
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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				
ACCION USA 56 Rowland Street, Suite 300 Boston MA 02129		Exempt	Anti-poverty programs	1,000.
American Cancer Society P.O. Box 22178 Oklahoma City OK 73123		Exempt	Medical research	7,000.
American Heart Association 208 S. LaSalle St., Suite 150 Chicago IL 60604		Exempt	Medical research	7,000.
American Lung Association 1301 Pennsylvania Ave. NW, Suite 800 Washington DC 20004		Exempt	Medical research	3,000.
American Red Cross P.O. Box 4002018 Des Moines IA 50340		Exempt	Family services	10,000.
Americares 88 Hamilton Ave. Stamford CT 06902		Exempt	Family services	2,000.
Art Institute of Chicago 111 S. Michigan Ave. Chicago IL 60603		Exempt	Museum programs	3,000.
Associated Colleges of Illinois 70 E. Lake St., Suite 1418 Chicago IL 60601		Exempt	Education programs	3,000.
Aurora Lakeland Medical Center W3985 County Road NN Elkhorn WI 53121		Exempt	Medical services	1,000.
See Line 3a statement				198,000.
Total			3a	235,000.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(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			14	39.	
4	Dividends and interest from securities			14	159,435.	
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					
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)				159,474.	
13	Total. Add line 12, columns (b), (d), and (e)					159,474.

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
2011 Form 990-PF estimated tax	2,200.	0.	0.	0.
2011 Delaware franchise tax	25.	0.	0.	0.
2011 Foreign taxes on dividends	128.	128.	128.	0.
Total	2,353.	128.	128.	0.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Mail	228.	114.	114.	114.
Office supplies	204.	102.	102.	102.
Safe deposit box	115.	58.	58.	58.
Filing fees	25.	12.	12.	12.
Total	572.	286.	286.	286.

Form 990-PF, Page 4, Part VII-A, Line 8a

States Registered InIL - IllinoisDE - Delaware

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>Aurora University</u>				Person or ☐
<u>P.O. Box 210, 350 Constance Blvd.</u>				Business ☒
<u>Williams Bay WI 53191</u>		Exempt	Education programs	5,000.
<u>Big Brothers Big Sisters of Chicago</u>				Person or ☐
<u>560 W. Lake St.</u>				Business ☒
<u>Chicago IL 60661</u>		Exempt	Youth programs	3,000.
<u>Boston Health Care for the Homeless</u>				Person or ☐
<u>780 Albany Street</u>				Business ☒
<u>Boston MA 02118</u>		Exempt	Medical services	1,000.
<u>Boys & Girls Clubs of Chicago</u>				Person or ☐
<u>550 W. Van Buren St., Suite 350</u>				Business ☒
<u>Chicago IL 60607</u>		Exempt	Youth programs	3,000.
<u>Chicago History Museum</u>				Person or ☐
<u>1601 N. Clark St.</u>				Business ☒
<u>Chicago IL 60614</u>		Exempt	Museum programs	3,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>Chicago Symphony Orchestra</u>				Person or ☐
<u>220 S. Michigan Ave.</u>				Business ☒
<u>Chicago IL 60604</u>		Exempt	Music programs	3,000.
<u>Children's Home & Aid Society</u>				Person or ☐
<u>125 S. Wacker Dr., 14th Floor</u>				Business ☒
<u>Chicago IL 60606</u>		Exempt	Youth services	5,000.
<u>Children's Memorial Hospital</u>				Person or ☐
<u>Department 4586</u>				Business ☒
<u>Carol Stream IL 60122</u>		Exempt	Medical services	10,000.
<u>City Year</u>				Person or ☐
<u>287 Columbus Ave.</u>				Business ☒
<u>Boston MA 02116</u>		Exempt	Service programs	1,000.
<u>Common Threads</u>				Person or ☐
<u>5979 Siggelkow Rd.</u>				Business ☒
<u>McFarland WI 53558</u>		Exempt	Family services	5,000.
<u>Community Giving Tree</u>				Person or ☐
<u>P.O. Box 508</u>				Business ☒
<u>West Boxford MA 01885</u>		Exempt	Family services	5,000.
<u>Cystic Fibrosis Foundation</u>				Person or ☐
<u>220 N. Main St., Suite 104</u>				Business ☒
<u>Natick MA 01760</u>		Exempt	Medical research	1,000.
<u>Daniel Murphy Scholarship Fund</u>				Person or ☐
<u>100 W. Monroe St., Suite 500</u>				Business ☒
<u>Chicago IL 60603</u>		Exempt	Scholarships	1,000.
<u>Doctors Without Borders</u>				Person or ☐
<u>P.O. Box 5023</u>				Business ☒
<u>Hagerstown MD 21741</u>		Exempt	Medical services	1,000.
<u>Emmaus House</u>				Person or ☐
<u>P.O. Box 568</u>				Business ☒
<u>Haverhill MA 01831</u>		Exempt	Individual services	3,000.
<u>Evans Scholars</u>				Person or ☐
<u>1 Briar Rd.</u>				Business ☒
<u>Golf IL 60029</u>		Exempt	Scholarships	1,000.
<u>Fund for Johns Hopkins Medicine</u>				Person or ☐
<u>100 N. Charles St., Suite 400</u>				Business ☒
<u>Baltimore MD 21201</u>		Exempt	Medical research	3,000.
<u>Girl Scouts of Chicago</u>				Person or ☐
<u>20 S. Clark St., Suite 200</u>				Business ☒
<u>Chicago IL 60603</u>		Exempt	Youth programs	3,000.
<u>Girls Incorporated</u>				Person or ☐
<u>2 Harris Street</u>				Business ☐
<u>Newburyport MA 01950</u>		Exempt	Youth services	1,000.
<u>Gulf Coast Heritage Association</u>				Person or ☐
<u>P.O. Box 846</u>				Business ☒
<u>Osprey FL 34229</u>		Exempt	Museum programs	5,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>Habitat for Humanity Greater Boston</u> <u>240 Commercial Street, 4th Floor</u> <u>Boston MA 02109</u>		Exempt	Family services	Person or ☐ Business ☒ 1,000.
<u>Hadley School for the Blind</u> <u>700 Elm St.</u> <u>Winnetka IL 60093</u>		Exempt	Medical research	Person or ☐ Business ☒ 10,000.
<u>Heartland Alliance</u> <u>208 S. LaSalle St., Suite 1818</u> <u>Chicago IL 60604</u>		Exempt	Social services	Person or ☐ Business ☒ 3,000.
<u>Illinois Institute of Technology</u> <u>10 W. 35th St., Suite 1700</u> <u>Chicago IL 60616</u>		Exempt	Education programs	Person or ☐ Business ☒ 3,000.
<u>Illinois Masonic Medical Center</u> <u>205 W. Touhy Ave, Suite 225</u> <u>Park Ridge IL 60068</u>		Exempt	Medical services	Person or ☐ Business ☒ 3,000.
<u>Infant Welfare Society of Evanston</u> <u>2200 Main St.</u> <u>Evanston IL 60202</u>		Exempt	Youth services	Person or ☐ Business ☒ 5,000.
<u>Jumpstart</u> <u>308 Congress St., 6th Floor</u> <u>Boston MA 02210</u>		Exempt	Youth services	Person or ☐ Business ☒ 1,000.
<u>Junior Achievement of Chicago</u> <u>651 W. Washington St., Suite 404</u> <u>Chicago IL 60661</u>		Exempt	Youth programs	Person or ☐ Business ☒ 3,000.
<u>Juvenile Diabetes Research Foundation</u> <u>11 S. La Salle St., Suite 1800</u> <u>Chicago IL 60603</u>		Exempt	Medical research	Person or ☐ Business ☐ 3,000.
<u>Kishwaukee Nature Conservancy</u> <u>118 Circle Pkwy.</u> <u>Williams Bay WI 53191</u>		Exempt	Environmental programs	Person or ☐ Business ☒ 1,000.
<u>Lincoln Park Zoo</u> <u>2001 N. Clark St.</u> <u>Chicago IL 60614</u>		Exempt	Zoo programs	Person or ☐ Business ☒ 3,000.
<u>MSPCA Angell</u> <u>350 S. Huntington Ave.</u> <u>Boston MA 02130</u>		Exempt	Animal protection	Person or ☐ Business ☒ 1,000.
<u>MSPCC</u> <u>99 Summer St.</u> <u>Boston MA 02110</u>		Exempt	Youth services	Person or ☐ Business ☒ 1,000.
<u>Make A Wish Foundation</u> <u>One Bullfinch Place, 2nd Floor</u> <u>Boston MA 02114</u>		Exempt	Family programs	Person or ☐ Business ☒ 1,000.
<u>Midwest Palliative & Hospice Care</u> <u>2050 Claire Court</u> <u>Glenview IL 60025</u>		Exempt	Elderly services	Person or ☐ Business ☒ 3,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Museum of Science and Industry 5700 S. Lake Shore Drive Chicago IL 60637		Exempt	Museum programs	Person or ☐ Business ☒ 3,000.
Music Institute of Chicago 517 Green Bay Rd. Wilmette IL 60091		Exempt	Music programs	Person or ☐ Business ☒ 1,000.
National Multiple Sclerosis Society P.O. Box 4527 New York NY 10163		Exempt	Medical research	Person or ☐ Business ☒ 3,000.
North Shore Senior Center 161 Northfield Rd. Northfield IL 60093		Exempt	Elderly services	Person or ☐ Business ☒ 1,000.
NorthShore University HealthSystem 1033 University Place, Suite 450 Evanston IL 60201		Exempt	Medical services	Person or ☐ Business ☒ 10,000.
Northwestern University Settlement 1400 Augustana Blvd. Chicago IL 60642		Exempt	Family services	Person or ☐ Business ☒ 4,000.
Parkinson's Disease Foundation 1359 Broadway Ave., Suite 1509 New York NY 10018		Exempt	Medical research	Person or ☐ Business ☒ 3,000.
Parkways Foundation 541 N. Fairbanks Ct., Suite 850 Chicago IL 60611		Exempt	Family programs	Person or ☐ Business ☐ 3,000.
Pillars Community Services 333 N. LaGrange Rd. LaGrange Park IL 60526		Exempt	Family services	Person or ☐ Business ☒ 2,000.
Pine Street Inn 444 Harrison Avenue Boston MA 02118		Exempt	Individual services	Person or ☐ Business ☒ 1,000.
Ravinia Festival Association 418 Sheridan Rd. Highland Park IL 60035		Exempt	Music programs	Person or ☐ Business ☒ 3,000.
Ray Graham Association 901 Warrensville Road, Suite 500 Lisle IL 60532		Exempt	Disability services	Person or ☐ Business ☒ 3,000.
Reading Is Fundamental 1255 23rd St. NW, Suite 300 Washington DC 20037		Exempt	Education programs	Person or ☐ Business ☒ 3,000.
Rehabilitation Institute of Chicago 345 E. Superior St. Chicago IL 60611		Exempt	Medical services	Person or ☐ Business ☒ 6,000.
Rosie's Place 889 Harrison Avenue Boston MA 02118		Exempt	Individual services	Person or ☐ Business ☒ 1,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>Rush University Medical Center</u>				Person or ☐
<u>1700 W. Van Buren St., Suite 250</u>				Business ☒
<u>Chicago IL 60612</u>		<u>Exempt</u>	<u>Medical services</u>	<u>5,000.</u>
<u>Save The Children</u>				Person or ☐
<u>54 Wilton St.</u>				Business ☒
<u>Westport CT 06880</u>		<u>Exempt</u>	<u>Child poverty programs</u>	<u>2,000.</u>
<u>Sierra Club Foundation</u>				Person or ☐
<u>85 Second St., Suite 750</u>				Business ☒
<u>San Francisco CA 94105</u>		<u>Exempt</u>	<u>Environmental programs</u>	<u>10,000.</u>
<u>Talk About Curing Autism</u>				Person or ☐
<u>222 Martin, Suite 140</u>				Business ☒
<u>Irvine CA 92612</u>		<u>Exempt</u>	<u>Family Services</u>	<u>2,000.</u>
<u>Teach For America</u>				Person or ☐
<u>315 W. 36th St., 7th Floor</u>				Business ☒
<u>New York NY 10018</u>		<u>Exempt</u>	<u>Education programs</u>	<u>5,000.</u>
<u>The Boston Foundation</u>				Person or ☐
<u>75 Arlington St., 10th Floor</u>				Business ☒
<u>Boston MA 02116</u>		<u>Exempt</u>	<u>Community services</u>	<u>3,000.</u>
<u>The Field Museum</u>				Person or ☐
<u>1400 S. Lake Shore Dr.</u>				Business ☒
<u>Chicago IL 60605</u>		<u>Exempt</u>	<u>Museum programs</u>	<u>3,000.</u>
<u>The Wetlands Initiative</u>				Person or ☐
<u>53 W. Jackson Blvd., Suite 1015</u>				Business ☒
<u>Chicago IL 60604</u>		<u>Exempt</u>	<u>Environmental programs</u>	<u>1,000.</u>
<u>United Cerebral Palsy</u>				Person or ☐
<u>547 W. Jackson Blvd., Suite 225</u>				Business ☒
<u>Chicago IL 60661</u>		<u>Exempt</u>	<u>Medical research</u>	<u>2,000.</u>
<u>University of Michigan Trauma Burn Center</u>				Person or ☐
<u>Room UH-1C435</u>				Business ☒
<u>Ann Arbor MI 48109</u>		<u>Exempt</u>	<u>Medical services</u>	<u>2,000.</u>
<u>Urban Gateways</u>				Person or ☐
<u>205 W. Randolph St., Suite 1700</u>				Business ☒
<u>Chicago IL 60606</u>		<u>Exempt</u>	<u>Education programs</u>	<u>3,000.</u>
<u>Volunteer Center of the New Trier Township</u>				Person or ☐
<u>520 Glendale Ave., Suite 3B</u>				Business ☒
<u>Winnetka IL 60093</u>		<u>Exempt</u>	<u>Community services</u>	<u>1,000.</u>
<u>Walworth County Arts Council</u>				Person or ☐
<u>641 Jackson Parkway</u>				Business ☒
<u>Williams Bay WI 53191</u>		<u>Exempt</u>	<u>Community services</u>	<u>1,000.</u>
<u>Wellness House</u>				Person or ☐
<u>131 N. County Line Road</u>				Business ☒
<u>Hinsdale IL 60521</u>		<u>Exempt</u>	<u>Individual services</u>	<u>5,000.</u>
<u>Year Up</u>				Person or ☐
<u>93 Summer St., 5th Floor</u>				Business ☒
<u>Boston MA 02110</u>		<u>Exempt</u>	<u>Youth services</u>	<u>1,000.</u>

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				

Total

198,000.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CT Corporation System	Representation	568.	0.	0.	568.
Total		<u>568.</u>	<u>0.</u>	<u>0.</u>	<u>568.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
2100 shs Altria Group common	9,146.	62,265.
9290 shs America Movil SAB common	23,836.	209,954.
4848 shs Apartment Investment & Management Co. common	72,978.	111,068.
4460 shs BP PLC common	15,772.	190,620.
1702 shs Bank of America common	22,086.	9,463.
1800 shs Bank of New York Mellon Corp. common	15,712.	35,838.
502 shs ConocoPhillips common	15,265.	36,581.
600 shs International Business Machines common	8,063.	110,328.
1453 shs Kraft Foods common	9,387.	54,284.
365 shs Pepsico common	2,056.	24,218.
10200 shs Pfizer Inc. common	33,245.	220,728.
2100 shs Philip Morris International common	20,842.	164,808.
800 shs Time Warner Inc. common	24,950.	28,912.
200 shs Time Warner Cable common	8,798.	12,714.
16680.79 shs Vanguard 500 Index Fund	620,000.	1,931,635.
2908.016 shs Vanguard Total International Stock Fund	90,000.	63,511.
Total	<u>992,136.</u>	<u>3,266,927.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
<u>152,914.042 shs Vanguard Long-Term Investment Grade Bond Fund</u>	<u>1,345,000.</u>	<u>1,573,485.</u>
Total	<u><u>1,345,000.</u></u>	<u><u>1,573,485.</u></u>