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

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

, and ending

Name of foundation J R ALBERT FOUNDATION		A Employer identification number 26-0147405
Number and street (or P O box number if mail is not delivered to street address) 55 S. MAIN STREET	Room/suite	B Telephone number 630-335-7098
City or town, state, and ZIP code NAPERVILLE, IL 60540		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 32,194,332.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		44.	44.		STATEMENT 1
4 Dividends and interest from securities		894,096.	894,096.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		927,539.			
b Gross sales price for all assets on line 6a		6,428,355.			
7 Capital gain net income (from Part IV, line 2)			927,539.		
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		1,821,679.	1,821,679.		
13 Compensation of officers, directors, trustees, etc		174,000.	12,000.		162,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		10,941.	0.		10,941.
16a Legal fees STMT 3		7,064.	0.		7,064.
b Accounting fees					
c Other professional fees STMT 4		92,943.	92,943.		0.
17 Interest					
18 Taxes STMT 5		68,995.	12,194.		0.
19 Depreciation and depletion		420.	0.		
20 Occupancy		12,000.	0.		12,000.
21 Travel, conferences, and meetings		28,223.	5,568.		22,655.
22 Printing and publications					
23 Other expenses STMT 6		9,329.	0.		9,329.
24 Total operating and administrative expenses. Add lines 13 through 23		403,915.	122,705.		223,989.
25 Contributions, gifts, grants paid		2,498,350.			2,498,350.
26 Total expenses and disbursements. Add lines 24 and 25		2,902,265.	122,705.		2,722,339.
27 Subtract line 26 from line 12		-1,080,586.			
a Excess of revenue over expenses and disbursements			1,698,974.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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	515,656.	660,357.	660,357.
	2 Savings and temporary cash investments			
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 7 2,098.	31,750,828.	30,549,711.	31,531,199.
14 Land, buildings, and equipment basis ▶	2,098.			
Less accumulated depreciation ▶	1,322.	1,196.	776.	776.
15 Other assets (describe ▶)		25,750.	2,000.	2,000.
16 Total assets (to be completed by all filers)		32,293,430.	31,212,844.	32,194,332.
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 ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted		32,293,430.	31,212,844.
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances		32,293,430.	31,212,844.	
31 Total liabilities and net assets/fund balances		32,293,430.	31,212,844.	

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	32,293,430.
2 Enter amount from Part I, line 27a	2	-1,080,586.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	31,212,844.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	31,212,844.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a GAIN ON SALE OF PUBLICLY TRADED SECURITIES			VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 6,078,605.		5,500,816.	577,789.
b 349,750.			349,750.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			577,789.
b			349,750.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	927,539.
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))
2010	1,947,056.	33,401,436.	.058293
2009	1,475,046.	29,081,092.	.050722
2008	194,695.	27,959,537.	.006963
2007	0.	8,498,073.	.000000
2006			

2 Total of line 1, column (d)	2	.115978
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	.028995
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	34,717,530.
5 Multiply line 4 by line 3	5	1,006,635.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,990.
7 Add lines 5 and 6	7	1,023,625.
8 Enter qualifying distributions from Part XII, line 4 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	8	2,722,339.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	16,990.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	16,990.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	16,990.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 28,400.	7	28,400.
b Exempt foreign organizations - tax withheld at source	6b	8	2.
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	11,408.
7 Total credits and payments Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 11,408. Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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>WWW.JRALBERTFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>PATRICIA ROBB</u> Telephone no ► <u>630-335-7098</u> Located at ► <u>55 S. MAIN STREET, NAPERVILLE, IL</u> ZIP+4 ► <u>60540</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes X	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		174,000.	0.	0.

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

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

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

0

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Part 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	34,506,495.
b	Average of monthly cash balances	1b	739,728.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	35,246,223.
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	35,246,223.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	528,693.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,717,530.
6	Minimum investment return. Enter 5% of line 5	6	1,735,877.

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	1,735,877.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	16,990.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	16,990.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,718,887.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,718,887.
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	1,718,887.

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	2,722,339.
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	2,722,339.
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	16,990.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,705,349.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,718,887.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			938,864.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 2,722,339.				
a Applied to 2010, but not more than line 2a			938,864.	
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				1,718,887.
e Remaining amount distributed out of corpus	64,588.			
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	64,588.			
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 instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	64,588.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	64,588.			

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)

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

Tax year

(a) 2011

(b) 2010

Prior 3 years

(c) 2009

(d) 2008

(e) Total

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 instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACTION FOR HEALTHY KIDS 600 W. VAN BUREN BLVD SUITE 720, CHICAGO, IL 60607		501(C)(3) PUBLIC CHARITY	SCHOOL FITNESS PROGRAMS	100,000.
ALVIN LIBRARY LEAGUE PO BOX 1524 ALVIN TX 77512		501(C)(3) PUBLIC CHARITY	EQUIPMENT PURCHASE	15,000.
ALVIN MANVEL COMMUNITY FOOD PANTRY 1212 S. DURANT, ALVIN TX 77512		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	5,000.
AMERICAN CANCER SOCIETY 208 S. LASALLE ST., CHICAGO IL 60604		501(C)(3) PUBLIC CHARITY	CANCER RESEARCH	1,500.
AMERICAN CANCER SOCIETY 1100 PENNSYLVANIA AVE., KANSAS CITY MO 64105		501(C)(3) PUBLIC CHARITY	CANCER RESEARCH	2,000.
Total	SEE CONTINUATION SHEET(S)			2,498,350.
b Approved for future payment				
NONE				
Total				0.

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
	(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	44.	
4 Dividends and interest from securities			14	894,096.	
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			18	927,539.	
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.		1,821,679.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 1,821,679.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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. | | |

[illegible]

- 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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee Pastencia Kobb Date 5/15/12 Title CEO

May the IRS discuss this return with the preparer shown below (see Instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name
**CHRISTOPHER
PETERMANN**

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

Firm's name ► ~~O'CONNOR DAVIES, LLP~~
Munnig + Dobbins

Firm's EIN ► 13-3385019

Firm's address ► 60 EAST 42ND STREET
NEW YORK, NY 10165-3698

Phone no (212) 286-2600

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
AUSTIN PETS ALIVE PO BOX 1524, AUSTIN TX 78762		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	18,000.
BAY AREA FOOD BANK 5248 MOBILE SOUTH ST., THEODORE, AL 36582		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	20,000.
BOYS & GIRLS CLUBS OF MONMOUTH COUNTY 1201 MONROE AVE, ASBURY PARK NJ 07712		501(C)(3) PUBLIC CHARITY	HEALTH/NUTRITION PROGRAMS	10,000.
BOYS AND GIRLS CLUB OF LAWRENCE 1520 HASKELL AVE., LAWRENCE KS 66044		501(C)(3) PUBLIC CHARITY	HEALTH/NUTRITION PROGRAMS	1,000.
BOYS AND GIRLS CLUB OF NORTHERN WESTCHESTER 351 MAIN ST, MT. KISCO NY 10549		501(C)(3) PUBLIC CHARITY	HEALTH/NUTRITION PROGRAMS	10,000.
BOYS CLUB OF WAKE COUNTY, INC. 701 N. RALEIGH BLVD, RALEIGH NC 27601		501(C)(3) PUBLIC CHARITY	HEALTH/NUTRITION PROGRAMS	10,000.
BREAD OF THE MIGHTY FOOD BANK P.O. BOX 5086, GAINESVILLE FL 32627		501(C)(3) PUBLIC CHARITY	WEEKEND BACKPACK FOOD PROGRAM	20,000.
BRIDGE COMMUNITIES 505 CRESCENT BLVD., GLEN ELLYN, IL 60137		501(C)(3) PUBLIC CHARITY	NUTRITION EDUCATION PROGRAM	20,000.
CASA OF WYANDOTTE AND JOHNSON CO. 6901 SHAWNEE MISSION, OVERLAND PARK, KS 66202		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5,000.
CHEYENNE RIVER YOUTH PROJECT P.O. BOX 10, EAGLE BUTTE SD 57625		501(C)(3) PUBLIC CHARITY	RUNNING STRONG INITIATIVE	10,000.
Total from continuation sheets				2,374,850.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHICAGO BOTANIC GARDEN 1000 LAKE COOK RD, GLENCOE IL 60022		501(C)(3) PUBLIC CHARITY	URBAN FARMING AND EDUCATION	20,000.
CHICAGO COMMUNITY TRUST CCF, 111 E. WACKER DRIVE, CHICAGO IL		501(C)(3) PUBLIC CHARITY	FRESH TASTE MEMBERSHIP	25,000.
CHICAGO COMMUNITY TRUST CCF, 111 E. WACKER DRIVE, CHICAGO IL		501(C)(3) PUBLIC CHARITY	FRESH FOOD FUND	25,000.
CHICAGO RUN 3611 N. KEDZIE, CHICAGO IL 60618		501(C)(3) PUBLIC CHARITY	CHILDREN'S FITNESS PROGRAM	11,000.
CHILDREN'S AID SOCIETY 105 E. 22ND ST, NEW YORK, NY 10010		501(C)(3) PUBLIC CHARITY	AFTER SCHOOL NUTRITION EDUCATION	8,000.
CHILDREN'S HUNGER ALLIANCE 370 S. FIFTH ST., COLUMBUS OH 43215		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	20,000.
CHOP CHOP MAGAZINE 101 PALFREY ST. WATERTOWN MA 02472		501(C)(3) PUBLIC CHARITY	NUTRITION/ COOKING MAG FOR KIDS	50,000.
CITY OF URBANDALE PARKS DEPT. 3310 86TH ST., URBANDALE IA 50322		MUNICIPAL GOVT.	PARK FITNESS TRAIL IMPROVEMENTS	1,000.
COMMUNITY ACTION PARTNERSHIP OF KERN 300 19TH ST. BAKERSFIELD CA 93301		501(C)(3) PUBLIC CHARITY	FOOD BANK FREEZER PURCHASE	35,000.
COMMUNITY ACTION PARTNERSHIP OF SONOMA COUNTY 1300 N. DUTTON AVE, SANTA ROSA CA 95401		501(C)(3) PUBLIC CHARITY	SPARKS HEALTH NUTRITION PROGRAM	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
COMMUNITY FOOD SECURITY COALITION 3830 SE DIVISION PORTLAND OR 97202		501(C)(3) PUBLIC CHARITY	HEALTHY CORNER STORES NETWORK WEBSITE	25,000.
CORTLAND COUNTY COMM. ACTION (CAPCO) 32 N. MAIN ST, CORTLAND NY 13045		501(C)(3) PUBLIC CHARITY	WEEKEND BACKPACK FOOD PROGRAM	25,000.
CULTIVATE KANSAS CITY 4223 GIBBS, KANSAS CITY KS 66016		501(C)(3) PUBLIC CHARITY	URBAN GARDENS AND EDUCATION	20,000.
DENVER URBAN GARDENS 3377 BLAKE ST. STE 113 DENVER CO 80205		501(C)(3) PUBLIC CHARITY	PUBLISHING GARDEN RESEARCH FINDINGS	50,000.
DESERT MISSION 9100 N. 2ND ST. STE 301, PHOENIX AZ 85020		501(C)(3) PUBLIC CHARITY	WEEKEND BACKPACK FOOD PROGRAM	25,000.
DUPAGE EDUCATION FOUNDATION 111 N. COUNTY FARM RD, WHEATON IL 60187		501(C)(3) PUBLIC CHARITY	COMMUNITY HEALTH INITIATIVE	100,000.
DUPAGE EDUCATION FOUNDATION 111 N. COUNTY FARM RD, WHEATON IL 60187		501(C)(3) PUBLIC CHARITY	SCHOOL BMI/FITNESS TRACKING SOFTWARE DEVELOPMENT	50,000.
EMERGENCY FOOD NETWORK 3318 92ND ST. SOUTH, TACOMA WA 98499		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	10,000.
FAITH IN PLACE 70 E. LAKE STREET, CHICAGO, IL 60601		501(C)(3) PUBLIC CHARITY	FARMING CHURCH LANDS	40,000.
FAMILIES HELPING FAMILIES (BRIDGE) 505 CRESCENT BLVD., GLEN ELLYN, IL 60137		501(C)(3) PUBLIC CHARITY	NUTRITION EDUCATION PROGRAM	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FAMILIES HELPING FAMILIES (BRIDGE) 505 CRESCENT BLVD., GLEN ELLYN, IL 60137		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	3,000.
PAN4KIDS, A NJ NONPROFIT CORPORATION 7311 AVENUE W, BROOKLYN NY 11234		501(C)(3) PUBLIC CHARITY	URBAN SCHOOL FITNESS PROGRAMS	10,000.
FIRST UNITED METHODIST CHURCH D/B/A CROSSROADS COMMUNITY SERVICES 1822 YOUNG ST, DALLAS TX 75201		501(C)(3) PUBLIC CHARITY	FOOD DISTRIBUTION	10,000.
FOOD BANK OF E AND CENTRAL NC 3808 TARHEEL DRIVE RALEIGH, NC 27609		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	15,000.
FOOD DESERT ACTION 7424 S. NORMAL, CHICAGO IL 60621		501(C)(3) PUBLIC CHARITY	FOOD DISTRIBUTION	20,000.
FRESH TASTE (CHI COMM TRUST) CCF, 111 E. WACKER DRIVE, CHICAGO IL		501(C)(3) PUBLIC CHARITY	DOUBLE VALUE SNAP AT FARMER'S MARKETS	25,000.
GARDENSHARE, INC. PO BOX 516, CANTON NY 13617		501(C)(3) PUBLIC CHARITY	CSA SUBSIDIES	10,000.
GOD'S PANTRY FOOD BANK 1685 JAGGIE FOX WAY, LEXINGTON KY 40511		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	15,000.
GROW PORTLAND 4065 N. MISSISSIPPI AVE, #3 PORTLAND OR 97227		501(C)(3) PUBLIC CHARITY	COMMUNITY GARDENS	20,000.
GROWING HOME 2732 N. CLARK #310 CHICAGO, IL 60614		501(C)(3) PUBLIC CHARITY	URBAN FARMING AND EDUCATION	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HARVESTERS FOOD BANK 3801 TOPPING AVE, KANSAS CITY MO 64129		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	10,000.
HEALTHY FOOD COALITION 138 WILLOW WAY LN, HAYWOOD VA 22722		501(C)(3) PUBLIC CHARITY	LOCAL FOOD SYSTEM DEVELOPMENT	20,000.
HEALTHY SCHOOLS CAMPAIGN 175 N. FRANKLIN ST., CHICAGO, IL 60606		501(C)(3) PUBLIC CHARITY	SCHOOL FOOD REFORM	50,000.
IATP 2105 FIRST AVE S., MINNEAPOLIS MN		501(C)(3) PUBLIC CHARITY	LOCAL FOOD SYSTEM DEVELOPMENT	50,000.
IN THE PAINT BASKETBALL 9449 S. KEDZIE #224, EVERGREEN PARK, IL 60805		501(C)(3) PUBLIC CHARITY	URBAN SPORTS PROGRAM	20,000.
INDIAN CREEK COMMUNITY CHURCH 12480 S. BLACKBOB RD., OLATHE, KS 66062		501(C)(3) PUBLIC CHARITY	FOOD PROGRAMS	1,000.
INTER TRIBAL SPORTS, INC. 41892 ENTERPRISE CIRCLE S. #B, TEMECULA CA 92590		501(C)(3) PUBLIC CHARITY	YOUTH SPORTS PROGRAMS	10,000.
IRVING PARK COMMUNITY FOOD PANTRY 3801 N. KEELER RD., CHICAGO IL 60641		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	1,000.
KEEN ST. LOUIS P.O. BOX 69010, ST. LOUIS MO 63169		501(C)(3) PUBLIC CHARITY	EXERCISE EQUIPMENT	6,000.
LEUKEMIA AND LYMPHOMA SOCIETY 651 W. WASHINGTON BLVD. CHICAGO IL 60661		501(C)(3) PUBLIC CHARITY	RESEARCH	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LIFT FOR TEENS 70 SYVIEW TERRACE STE D, SAN RAFAEL CA 94903		501(C)(3) PUBLIC CHARITY	URBAN GARDENS AND EDUCATION	20,000.
LIFT UP P.O. BOX 1213, GLENWOOD SPRINGS CO 81602		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	1,000.
LOAVES AND FISHES 1871 HIGH GROVE LN., NAPERVILLE IL 60540		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	50,000.
LOCAL FOODS CONNECTION PO BOX 2821, IOWA CITY, IA 52244		501(C)(3) PUBLIC CHARITY	NUTRITION EDUCATION PROGRAM	25,000.
LOWCOUNTRY FOOD BANK 2864 AZALEA DR, CHARLESTON SC 29405		501(C)(3) PUBLIC CHARITY	COOKING MATTERS PROGRAM	25,000.
MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905		501(C)(3) PUBLIC CHARITY	RESEARCH	75,000.
MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905		501(C)(3) PUBLIC CHARITY	RESEARCH	80,350.
MISSION HEALTHCARE FOUNDATION 980 HENDERSONVILLE RD., STE C, ASHEVILLE, NC 28803		501(C)(3) PUBLIC CHARITY	TEEN EXERCISE PROGRAM DEVELOPMENT	9,000.
NAMASTE CHARTER SCHOOL 3737 S. PAULINA, CHICAGO, IL 60609		501(C)(3) PUBLIC CHARITY	NUTRITION BASED CHARTER SCHOOL - FOOD PROGRAMS	50,000.
NAPERVILLE CARES 618 W. 5TH AVE. NAPERVILLE IL		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NAPERVILLE CARES 618 W. 5TH AVE. NAPERVILLE IL		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2,000.
NB3 FOUNDATION 290 PRAIRIE STAR RD, SANTA ANA PUEBLO NM 87004		501(C)(3) PUBLIC CHARITY	COMMUNITY HEALTH ASSESSMENT	35,000.
NORTHERN ILLINOIS FOOD BANK 600 INDUSTRIAL DR. ST CHARLES, IL 60174		501(C)(3) PUBLIC CHARITY	NUTRITION EDUCATION PROGRAM	25,000.
NORTHWEST PORTLAND MINISTRIES 2701 NW VAUGHN ST #102, PORTLAND OR 97210		501(C)(3) PUBLIC CHARITY	FOOD DISTRIBUTION PROGRAMS	10,000.
NORTHWESTERN UNIVERSITY 750 LAKE SHORE DR. CHICAGO IL 60611		501(C)(3) PUBLIC CHARITY	RESEARCH	53,000.
NORTHWESTERN UNIVERSITY 750 LAKE SHORE DR. CHICAGO IL 60611		501(C)(3) PUBLIC CHARITY	RESEARCH	5,000.
OBUGS 1724 MANDELA PKWY #1, OAKLAND CA 94607		501(C)(3) PUBLIC CHARITY	URBAN GARDENS AND EDUCATION	20,000.
OLATHE PUBLIC SCHOOL FOUNDATION 315 N. LINDENWOOD, OLATHE, KS 66062		501(C)(3) PUBLIC CHARITY	SCHOOL SUPPLIES FOR HOMELESS	5,000.
OLATHE PUBLIC SCHOOL FOUNDATION 315 N. LINDENWOOD, OLATHE, KS 66062		501(C)(3) PUBLIC CHARITY	AID TO HOMELESS STUDENTS	1,000.
REDWOOD EMPIRE FOOD BANK 3320 INDUSTRIAL DRIVE, SANTA ROSA, CA 95403		501(C)(3) PUBLIC CHARITY	TRUCK PURCHASE	41,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
REGIONAL FOOD BANK OF OKLAHOMA 3355 E. PURDUE ST, OKLAHOMA CITY OK 73137		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	25,000.
SALVATION ARMY/HOPE STATION P.O. BOX 1362, JOPLIN MO 64802		501(C)(3) PUBLIC CHARITY	DISASTER RELIEF	5,000.
SECOND HARVEST FOOD BANK SANTA CRUZ COUNTY 800 OHLONE PKWY, WATSONVILLE CA 95076		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	10,000.
SEVEN GENERATIONS AHEAD 642 S. LOMBARD, OAK PARK, IL 60304		501(C)(3) PUBLIC CHARITY	YOUTH FARM TRAINING	20,000.
SIMPLE GIFTS FOUNDATION P.O. BOX 487, WEST CHICAGO IL 60186		501(C)(3) PUBLIC CHARITY	EMERGENCY AID TO FAMILIES	2,500.
SOCIETY OF ST. ANDREW 3383 SWEET HOLLOW RD, BIG ISLAND, VA 24526		501(C)(3) PUBLIC CHARITY	GLEANING PROGRAMS	25,000.
SOUTHEAST MISSOURI FOODBANK 3920 NASH RD., CAPE GIRARDEAU, MO 63701		501(C)(3) PUBLIC CHARITY	FOOD PURCHASE	25,000.
ST. JOHNS UNITED CHURCH OF CHRIST 309 5TH ST., AURORA IL 60505		501(C)(3) PUBLIC CHARITY	EMERGENCY FUND	3,000.
ST. LOUIS TRANSITIONAL HOPE HOUSE 611 HODIAMONT AVE., ST LOUIS, MO		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	1,000.
STAR OF THE SEA FOUNDATION INC. 5640 MALONEY AVE, KEY WEST FL 33040		501(C)(3) PUBLIC CHARITY	FOOD DISTRIBUTION	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SUSTAINABLE FOOD CENTER 1106 CLAYTON LANE, STE 480W, AUSTIN TX 78723		501(C)(3) PUBLIC CHARITY	COMMUNITY GARDENS	25,000.
THE CARL AND EMILY WELLER CENTER FOR HEALTH EDUCATION 325 NORTHHAMPTON ST., EASTON PA 18042		501(C)(3) PUBLIC CHARITY	FITNESS PROGRAM ASSESSMENT	14,000.
THE FOOD DEPOT 1222 SILER RD., SANTA FE NM 87507		501(C)(3) PUBLIC CHARITY	CAPITAL CAMPAIGN	30,000.
THE HOPE CENTER (KANSAS CITY) 2800 E. LINWOOD BLVD., KANSAS CITY MO 64128		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	3,000.
THE UNIVERSITY OF ARIZONA FOUNDATION 1111 N. CHERRY AVE, TUCSON AZ 85721		501(C)(3) PUBLIC CHARITY	YOUTH FARMING AND EDUCATION PROGRAM	30,000.
UNIVERSITY OF MISSOURI OSPA, 310 JESSE HALL, COLUMBIA MO 65211		501(C)(3) PUBLIC CHARITY	RESEARCH	64,000.
UNIVERSITY OF MISSOURI OSPA, 310 JESSE HALL, COLUMBIA MO 65211		501(C)(3) PUBLIC CHARITY	RESEARCH	53,000.
UNIVERSITY OF MISSOURI OSPA 310 JESSE HALL, COLUMBIA, MO 65211		501(C)(3) PUBLIC CHARITY	RESEARCH	110,000.
UNIVERSITY OF MISSOURI PHYSICS OSPA, 310 JESSE HALL, COLUMBIA MO 65211		501(C)(3) PUBLIC CHARITY	FACULTY FUND	5,000.
URBAN INITIATIVES 650 W. LAKE ST. CHICAGO IL 60661		501(C)(3) PUBLIC CHARITY	URBAN SPORTS AND HEALTH PROGRAM	150,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WAYSIDE WAIFS 3901 MARTHA TRUMAN RD, KANSAS CITY MO 64137		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT	1,000.
WOMEN ORGANIZING RESOURCES, KNOWLEDGE & SERVICES (WORKS) 790 N. AVE 50, LOS ANGELES CA 90042		501(C)(3) PUBLIC CHARITY	TARGETED NUTRITION PROGRAMS IN LOW INCOME HOUSING	30,000.
YOUTH FARM AND MRKT PROGRAM 128 W. 33RD STREET, STE 20, MINNEAPOLIS MN 55408		501(C)(3) PUBLIC CHARITY	GARDENING AND NUTRITION EDUCATION	40,000.
YWCA BUCKS COUNTY 2425 TREVOSE RD, TREVOSE PA 19053		501(C)(3) PUBLIC CHARITY	HEALTH/NUTRITION PROGRAMS	10,000.
NORTHWESTERN UNIVERSITY 750 N. LAKESHORE DR., CHICAGO IL 60611		501(C)(3) PUBLIC CHARITY	RESEARCH	100,000.
Total from continuation sheets				

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

SOURCE	AMOUNT
FIDELITY MONEY MARKET	44.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	44.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY	1,243,846.	349,750.	894,096.
TOTAL TO FM 990-PF, PART I, LN 4	1,243,846.	349,750.	894,096.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STINSON MORRISON HECKER LLP	7,064.	0.		7,064.
TO FM 990-PF, PG 1, LN 16A	7,064.	0.		7,064.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	92,943.	92,943.		0.
TO FORM 990-PF, PG 1, LN 16C	92,943.	92,943.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAXES	56,801.	0.		0.	
FOREIGN TAXES PAID	12,194.	12,194.		0.	
TO FORM 990-PF, PG 1, LN 18	68,995.	12,194.		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	
FILING FEES	20.	0.		20.	
POSTAGE	354.	0.		354.	
COMPUTER REPAIRS	719.	0.		719.	
OFFICE EXPENSE	2,468.	0.		2,468.	
PHONE	1,837.	0.		1,837.	
INTERNET	1,646.	0.		1,646.	
EDUCATION	258.	0.		258.	
INSURANCE	1,950.	0.		1,950.	
PAYROLL FEES	77.	0.		77.	
TO FORM 990-PF, PG 1, LN 23	9,329.	0.		9,329.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHMENT A	COST	30,549,711.	31,531,199.	
TOTAL TO FORM 990-PF, PART II, LINE 13		30,549,711.	31,531,199.	

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
B. JOANNE SANTE C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	BOARD CHAIR 20.00	24,000.	0.	0.
MICHAEL R. SANTE C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	SECRETARY 5.00	5,000.	0.	0.
PATRICIA BELLE ROBB C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	PRESIDENT AND CEO 40.00	120,000.	0.	0.
PATRICIA L. ROBB C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	DIRECTOR 5.00	5,000.	0.	0.
CAROL DEESE C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	DIRECTOR 5.00	5,000.	0.	0.
ALEXANDER ROBB C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	DIRECTOR 5.00	5,000.	0.	0.
HARRY ROBB C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	DIRECTOR 5.00	5,000.	0.	0.
SUSAN ROBB C/O FOUNDATION, 55 S. MAIN ST. NAPERVILLE, IL 60540	DIRECTOR 5.00	5,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		174,000.	0.	0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	9
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PATRICIA BELLE ROBB
55 S MAIN STREET SUITE 307
NAPERVILLE, IL 60540

TELEPHONE NUMBER

630-335-7098

FORM AND CONTENT OF APPLICATIONS

ALL APPLICATIONS MUST BE SUBMITTED VIA ONLINE SYSTEM AT
WWW.JRALBERTFOUNDATION.ORG

ANY SUBMISSION DEADLINES

JANUARY 31 AND JULY 31 OF EACH YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

JRAIBLET FOUNDATION

Holdings (Symbol) as of December 31, 2011	Percentage of Holdings	Income Earned December 31, 2011	Quantity December 31, 2011	Price per unit December 31, 2011	Total Cost Basis December 31, 2011	Total Value December 31, 2011
Stock Funds						
STRATEGIC ADVISERS CORE FUND (FCSAX)	12.06%	\$126,615.83	357,265 189	\$10.770	\$3,643,434.34	\$3,847,746.09
STRATEGIC ADVISERS GROWTH FUND (FSGFX)	11.02%	52,304.99	307,499.487	11.440	3,300,929.51	3,517,794.13
STRATEGIC ADVISERS VALUE FUND (FVSAX)	9.98%	110,511.96	244,414.282	13.030	3,060,882.13	3,184,718.09
STRATEGIC ADVISERS EMERGING MARKETS (FSAMX)	2.46%	18,075.13	93,209.119	8.430	959,979.30	785,752.87
STRATEGIC ADVISERS US OPPTY FUND (FUSOX)	4.04%	71,284.25	139,499.063	9.240	1,138,760.24	1,288,971.34
STRATEGIC ADVISERS SMALL-MID CAP FD (FSCFX)	3.67%	59,036.68	113,396.999	10.350	980,636.38	1,173,658.94
STRATEGIC ADVISERS INTERNATIONAL FUND (FILFX)	16.38%	190,620.11	687,978.045	7.600	5,383,258.54	5,228,633.14
FIDELITY SELECT GOLD (FSAGX)	1.39%	28,378.24	10,536.585	42.230	397,774.42	444,959.98
CREDIT SUISSE COMMD RTRN STRTGY INSTL SH (CRSOX)	1.33%	655.17	51,911.558	8.180	398,933.36	424,636.54
MERGER FUND (MERFX)	1.46%	13,163.63	29,971.206	15.590	477,345.37	467,251.10
Subtotal of Stock Funds	63.79%					20,364,122.22
Bond Funds						
FIDELITY CAPITAL & INCOME (FAGIX)	0.99%	24,928.91	36,530.952	8.670	272,383.75	316,723.35
FIDELITY HIGH INCOME (SPHIX)	1.05%	26,894.64	38,870.881	8.640	295,418.83	335,844.41
FIDELITY TOTAL BOND (FTBFX)	8.35%	156,299.72	244,184.286	10.920	2,476,684.40	2,666,492.40
STRATEGIC ADVISERS INCOME OPPORTUNITIES (FPIOX)	3.11%	67,698.69	106,141.637	9.350	1,017,007.99	992,424.31
STRATEGIC ADVISERS CORE INCOME FUND (FPCIX)	6.79%	89,240.64	205,078.506	10.570	2,150,130.10	2,167,679.81
METROPOLITAN WEST LOW DURATION M (MWLDX)*	2.58%	28,240.16	97,687.367	8.430	815,312.33	823,504.50
PIMCO TOTAL RETURN ADMINISTRATIVE SHS (PTRAX)						
	6.27%	84,616.51	184,086.665	10.870	1,956,127.61	2,001,022.04
PIMCO SHORT TERM ADMINISTRATIVE SHS (PSFAX)*	2.91%	17,912.73	96,181.813	9.680	934,448.48	931,039.94
T ROWE PRICE HIGH YIELD ADVISOR CL (PAHIX)*	1.04%	29,261.92	51,470.083	6.480	308,432.14	333,526.13
TEMPLETON GLOBAL BOND CLASS A (TPINX)	1.87%	42,517.82	48,253.028	12.410	581,831.83	598,820.07
Subtotal of Bond Funds	34.96%					11,167,076.96

TOTAL

\$30,549,711 \$31,531,199

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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 or other filer, see instructions. J R ALBERT FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 26-0147405
	Number, street, and room or suite no. If a P.O. box, see instructions. 55 S. MAIN STREET	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NAPERVILLE, IL 60540	

Enter the Return code for the return that this application is for (file a separate application for each return)

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

PATRICIA ROBB

- The books are in the care of ► **55 S. MAIN STREET - NAPERVILLE, IL 60540**
Telephone No ► **630-335-7098** 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 **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning _____, and ending _____

- 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	\$	28,400.
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	\$	28,400.
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	\$	0.

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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2012)