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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 MILLS FAMILY CHARITABLE FOUNDATION		A Employer identification number 30-6000363
Number and street (or P.O. box number if mail is not delivered to street address) 1600 EASTWOOD AVENUE	Room/suite	B Telephone number (847) 949-3000
City or town, state, and ZIP code HIGHLAND PARK, IL 60035		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 940,597. (Part I, column (d) must be on cash basis)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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	500,541.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	157.	157.		STATEMENT 1
4 Dividends and interest from securities	17,876.	17,876.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	188,385.			
b Gross sales price for all assets on line 6a	1,055,679.			
7 Capital gain net income (from Part IV, line 2)		188,385.		
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	706,959.	206,418.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 3	5,478.	3,352.		15.
24 Total operating and administrative expenses. Add lines 13 through 23	5,478.	3,352.		15.
25 Contributions, gifts, grants paid	876,366.			876,366.
26 Total expenses and disbursements. Add lines 24 and 25	881,844.	3,352.		876,381.
27 Subtract line 26 from line 12	<174,885.>			
a Excess of revenue over expenses and disbursements		203,066.		
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	93,264.	267,257.	267,257.	
	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 - US and state government obligations				
	b Investments - corporate stock STMT 4	1,087,654.	738,776.	673,340.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,180,918.	1,006,033.	940,597.	
	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 type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	1,180,918.	1,006,033.		
30 Total net assets or fund balances	1,180,918.	1,006,033.			
31 Total liabilities and net assets/fund balances	1,180,918.	1,006,033.			

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	1,180,918.
2 Enter amount from Part I, line 27a	2	<174,885.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,006,033.
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	1,006,033.

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 SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
b SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
c CLASS ACTION SETTLEMENT	P		09/01/11
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 31,928.		30,632.	1,296.
b 1,023,682.		836,662.	187,020.
c 69.			69.
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			1,296.
b			187,020.
c			69.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	188,385.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	772,944.	1,546,141.	.499918
2009	963,826.	2,200,823.	.437939
2008	1,065,328.	3,468,206.	.307170
2007	776,827.	4,462,644.	.174073
2006	1,053,162.	5,085,794.	.207079

2 Total of line 1, column (d)	2	1.626179
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	.325236
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	830,141.
5 Multiply line 4 by line 3	5	269,992.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,031.
7 Add lines 5 and 6	7	272,023.
8 Enter qualifying distributions from Part XII, line 4	8	876,381.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	2,031.
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	2,031.
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	2,031.
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 5,726.	7	5,726.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	3,695.
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"/> 3,695. 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"/> IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

STMT 5

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?	13	X	

Website address **▶** N/A

14 The books are in care of **▶** JONATHAN M. MILLS Telephone no **▶** (847) 949-3000
 Located at **▶** 1600 EASTWOOD AVENUE, HIGHLAND PARK, IL ZIP+4 **▶** 60035

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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 ▶ N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ▶ N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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
JONATHAN M. MILLS 1600 EASTWOOD AVENUE HIGHLAND PARK, IL 60035	TRUSTEE 3.00	0.	0.	0.

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

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

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

0

Form 990-PF (2011)

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	641,303.
b Average of monthly cash balances	1b	201,480.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	842,783.
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	842,783.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,642.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	830,141.
6 Minimum investment return. Enter 5% of line 5	6	41,507.

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	41,507.
2a Tax on investment income for 2011 from Part VI, line 5	2a	2,031.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	2,031.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	39,476.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	39,476.
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	39,476.

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	876,381.
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	876,381.
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	2,031.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	874,350.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				39,476.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	802,378.			
b From 2007	556,331.			
c From 2008	894,614.			
d From 2009	854,671.			
e From 2010	696,281.			
f Total of lines 3a through e	3,804,275.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	876,381.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				39,476.
e Remaining amount distributed out of corpus	836,905.			
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	4,641,180.			
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	802,378.			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	3,838,802.			
10 Analysis of line 9				
a Excess from 2007	556,331.			
b Excess from 2008	894,614.			
c Excess from 2009	854,671.			
d Excess from 2010	696,281.			
e Excess from 2011	836,905.			

N/A

- ▶

☐ 4942(1)(3) or ☐ 4942(1)(5)

- | Tax year
(a) 2011 | Prior 3 years | | | (e) Total |
|----------------------|---------------|----------|----------|-----------|
| | (b) 2010 | (c) 2009 | (d) 2008 | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

- [illegible]

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))

JONATHAN M. MILLS

- 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

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

- c Any submission deadlines**

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT ATTACHED	NONE	501(C)(3)	GENERAL	876,366.
Total			3a	876,366.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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

Date _____

► TRUSTEE

Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

GARY S. HART

Preparer's signature
Gary S. Hart

Date 5/10/12

P01265427

Firm's name ► GARY HART & ASSOCIATES, LTD.

Firm's EIN ► 36-3403251

Firm's address ► 5 REVERE DRIVE, SUITE 200
NORTHBROOK, IL 60062

Phone no (847) 205-2744

Form **990-PF** (2011)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

MILLS FAMILY CHARITABLE FOUNDATION

Employer identification number

30-6000363

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JON & LOIS MILLS INVESTMENT, LLC ONE MEDLINE PLACE MUNDELEIN, IL 60060	\$ 500,541.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7,776 SHARES JOHNSON & JOHNSON COMMON STOCK	\$ 500,541.	12/20/11
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

Employer identification number

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	AMOUNT
THE PRIVATEBANK (#2220698)	69.
THE PRIVATEBANK (#2220703)	88.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	157.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MESIROW FINANCIAL INC (#5922-8394)	17,876.	0.	17,876.
TOTAL TO FM 990-PF, PART I, LN 4	17,876.	0.	17,876.

FORM 990-PF

OTHER EXPENSES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	3,150.	3,150.		0.
BANK FEES	202.	202.		0.
FILING FEES	15.	0.		15.
MISCELLANEOUS EXPENSES	2,111.	0.		0.
TO FORM 990-PF, PG 1, LN 23	5,478.	3,352.		15.

FORM 990-PF

CORPORATE STOCK

STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES - MESIROW FINANCIAL	738,776.	673,340.
TOTAL TO FORM 990-PF, PART II, LINE 10B	738,776.	673,340.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 5

NAME OF CONTRIBUTOR

ADDRESS

JON & LOIS MILLS INVESTMENT, LLC

ONE MEDLINE PLACE
MUNDELEIN, IL 60060



353 North Clark Street, Chicago, Illinois 60654

STATEMENT OF REALIZED GAINS AND LOSSES

January 01, 2011 - December 31, 2011

TAXPAYER ID NUMBER 30-6000363
ACCOUNT NUMBER: 5922-8394

PAYER NAME MESIROW FINANCIAL INC
PAYER FEDERAL ID NUMBER: 36-3194849

Cost basis information appearing in this report may be the representations provided by the client, for the original history of the security and may have been adjusted due to the assignment of option premium to the underlying security. Assigned/exercised option premium may also have adjusted the gross proceeds. We do not attest to the accuracy of the information as provided by the client. This report is prepared as of trade date rather than settlement date. Securities may have been adjusted for accretions, amortization, original issue discount, return of capital, liquidating dividends, wash sales, constructive sales, straddles, inheritance, or other similar events. If information was available at the time of a merger, the security may or may not have been adjusted to reflect that event. Securities that have been transferred into this account may have the open date as of the date of transfer, the date of inheritance, or the date of the gift, and could be incorrectly showing under short-term. It is suggested that clients seek a professional for the preparation of their tax filings, and original confirmation statements and subsequent tax documents are used to verify and/or adjust the security basis and classify the transaction accordingly under short-term or long-term. No warranties are made with respect to the provided cost information. Any liability is specifically disclaimed that may arise out of your use or reliance upon the provided cost information.

Information included on this form has not been reported to the Internal Revenue Service.

SHORT TERM

QUANTITY	DESCRIPTION	CUSIP	ACQUISITION DATE	DATE SOLD/REDEEMED	GROSS PROCEEDS	COST/ADJUSTED COST AMOUNT	GAIN/(LOSS)
28 4910	BECTON DICKINSON COMPANY	075887109	06/29/10	04/27/11	\$2,409 01	\$1,941 40	\$467 61
26 1420	BECTON DICKINSON COMPANY	075887109	09/29/10	04/27/11	\$2,210 39	\$1,951 95	\$258 44
25 6270	BECTON DICKINSON COMPANY	075887109	12/30/10	04/27/11	\$2,166 84	\$2,173 69	\$(6 85)
27 3770	BECTON DICKINSON COMPANY	075887109	03/30/11	04/27/11	\$2,314 91	\$2,184 19	\$130 72
67 7990	JOHNSON & JOHNSON	478160104	12/14/10	08/12/11	\$4,271 60	\$4,205 83	\$65 77
72 3190	JOHNSON & JOHNSON	478160104	03/15/11	10/24/11	\$4,672 95	\$4,242 44	\$430 51
67 5140	JOHNSON & JOHNSON	478160104	06/14/11	08/12/11	\$4,253 69	\$4,519 36	\$(265 67)
48 9900	JOHNSON & JOHNSON	478160104	09/13/11	10/24/11	\$3,165 58	\$3,132 84	\$32 74
21 2100	WAL-MART STORES INC	931142103	01/04/10	01/04/11	\$1,161 60	\$1,141 72	\$19 88
22 9410	WAL-MART STORES INC	931142103	04/05/10	01/04/11	\$1,256 41	\$1,273 83	\$(17 42)
25 3060	WAL-MART STORES INC	931142103	06/01/10	01/04/11	\$1,385 93	\$1,280 77	\$105 16
24 6840	WAL-MART STORES INC	931142103	09/07/10	01/04/11	\$1,351 87	\$1,288 43	\$63 44
23 8750	WAL-MART STORES INC	931142103	01/03/11	01/04/11	\$1,307 58	\$1,295 89	\$11 69
SHORT TERM TOTAL					\$31,928.36	30,632.34	\$1,296.02



Mesrow Financial[®]

353 North Clark Street, Chicago, Illinois 60654

STATEMENT OF REALIZED GAINS AND LOSSES

January 01, 2011 - December 31, 2011

TAXPAYER ID NUMBER: 30-6000363
ACCOUNT NUMBER: 5922-8394

PAYER NAME MESIROW FINANCIAL INC
PAYER FEDERAL ID NUMBER: 36-3194849

LONG TERM

QUANTITY	DESCRIPTION	CUSIP	ACQUISITION DATE	DATE SOLD/ REDEEMED	GROSS PROCEEDS	COST/ADJUSTED COST AMOUNT	GAIN/(LOSS)
45 3240	BECTON DICKINSON COMPANY	075887109	09/14/04	04/27/11	\$3,832 29	\$2,300 40	\$1,531 89
575 0000	BECTON DICKINSON COMPANY	075887109	09/14/04	05/10/11	\$50,127 09	\$29,183 84	\$20,943 25
1,370 3240	BECTON DICKINSON COMPANY	075887109	09/14/04	06/21/11	\$117,969 81	\$69,530 24	\$48,439 57
379 6760	BECTON DICKINSON COMPANY	075887109	09/14/04	06/21/11	\$32,685 92	\$19,270 26	\$13,415 66
1,600 0000	BECTON DICKINSON COMPANY	075887109	04/04/06	04/27/11	\$135,285 40	\$101,056 00	\$34,229 40
400 0000	BECTON DICKINSON COMPANY	075887109	04/04/06	04/27/11	\$33,821 35	\$25,253 50	\$8,567 85
16 6100	BECTON DICKINSON COMPANY	075887109	06/29/07	04/27/11	\$1,404 43	\$1,225 00	\$179 43
14 9800	BECTON DICKINSON COMPANY	075887109	09/28/07	04/27/11	\$1,266 60	\$1,229 07	\$37 53
16 7130	BECTON DICKINSON COMPANY	075887109	01/02/08	04/27/11	\$1,413 14	\$1,434 00	\$(20 86)
16 3590	BECTON DICKINSON COMPANY	075887109	03/28/08	04/27/11	\$1,383 20	\$1,438 77	\$(55 57)
18 2180	BECTON DICKINSON COMPANY	075887109	06/27/08	04/27/11	\$1,540 39	\$1,443 43	\$96 96
17 7090	BECTON DICKINSON COMPANY	075887109	09/29/08	04/27/11	\$1,497 35	\$1,448 62	\$48 73
24 7530	BECTON DICKINSON COMPANY	075887109	01/02/09	04/27/11	\$2,092 94	\$1,683 19	\$409 75
24 8700	BECTON DICKINSON COMPANY	075887109	03/30/09	04/27/11	\$2,102 84	\$1,691 36	\$411 48
23 9000	BECTON DICKINSON COMPANY	075887109	06/29/09	04/27/11	\$2,020 82	\$1,699 57	\$321 25
24 2100	BECTON DICKINSON COMPANY	075887109	09/29/09	04/27/11	\$2,047 03	\$1,707 46	\$339 57
24 2960	BECTON DICKINSON COMPANY	075887109	01/04/10	04/27/11	\$2,054 30	\$1,923 38	\$130 92
24 4210	BECTON DICKINSON COMPANY	075887109	03/30/10	04/27/11	\$2,064 87	\$1,932 37	\$132 50
1,490 8320	JOHNSON & JOHNSON	478160104	09/14/04	10/24/11	\$96,331 39	\$87,022 18	\$9,309 21
100 0000	JOHNSON & JOHNSON	478160104	09/14/04	10/24/11	\$6,461 58	\$5,838 00	\$623 58
2,000 0000	JOHNSON & JOHNSON	478160104	01/11/05	08/12/11	\$126,007 97	\$125,704 50	\$303 47
2,000 0000	JOHNSON & JOHNSON	478160104	04/04/06	10/24/11	\$129,231 71	\$117,765 50	\$11,466 21
46 7040	JOHNSON & JOHNSON	478160104	06/12/07	08/12/11	\$2,942 53	\$2,905 00	\$37 53
15 6140	JOHNSON & JOHNSON	478160104	09/11/07	08/12/11	\$983 74	\$967 75	\$15 99
31 5690	JOHNSON & JOHNSON	478160104	09/11/07	10/24/11	\$2,039 85	\$1,956 63	\$83 22

CONTINUED ON NEXT PAGE



Mesirow Financial®

353 North Clark Street, Chicago, Illinois 60654

STATEMENT OF REALIZED GAINS AND LOSSES

January 01, 2011 - December 31, 2011

TAXPAYER ID NUMBER: 30-6000363
ACCOUNT NUMBER: 5922-8394

PAYER NAME: MESIROW FINANCIAL INC
PAYER FEDERAL ID NUMBER: 36-3194849

LONG TERM (continued)

QUANTITY	DESCRIPTION	CUSIP	ACQUISITION DATE	DATE SOLD/ REDEEMED	GROSS PROCEEDS	COST/ADJUSTED COST AMOUNT	GAIN/(LOSS)
43 3320	JOHNSON & JOHNSON	478160104	12/11/07	08/12/11	\$2,730 09	\$2,943 96	\$(213 87)
47 7500	JOHNSON & JOHNSON	478160104	03/11/08	08/12/11	\$3,008 44	\$2,961 95	\$46 49
50 5290	JOHNSON & JOHNSON	478160104	06/10/08	08/12/11	\$3,183 53	\$3,305 09	\$(121 56)
45 9210	JOHNSON & JOHNSON	478160104	09/09/08	08/12/11	\$2,893 20	\$3,328 33	\$(435 13)
57 0020	JOHNSON & JOHNSON	478160104	12/09/08	10/24/11	\$3,683 23	\$3,349 45	\$333 78
60 3070	JOHNSON & JOHNSON	478160104	09/08/09	10/24/11	\$3,896 78	\$3,662 48	\$234 30
57 1360	JOHNSON & JOHNSON	478160104	12/08/09	08/12/11	\$3,599 79	\$3,692 03	\$(92 24)
57 7010	JOHNSON & JOHNSON	478160104	03/09/10	08/12/11	\$3,635 39	\$3,720 03	\$(84 64)
70 0150	JOHNSON & JOHNSON	478160104	06/15/10	10/24/11	\$4,524 07	\$4,130 78	\$393 29
68 9660	JOHNSON & JOHNSON	478160104	09/14/10	10/24/11	\$4,456 29	\$4,168 59	\$287 70
2,000 0000	WAL-MART STORES INC	931142103	01/24/06	01/04/11	\$109,533 57	\$91,105 50	\$18,428 07
2,000 0000	WAL-MART STORES INC	931142103	04/04/06	01/04/11	\$109,533 57	\$92,764 50	\$16,769 07
17 4950	WAL-MART STORES INC	931142103	06/04/07	01/04/11	\$958 14	\$880 00	\$78 14
20 3140	WAL-MART STORES INC	931142103	09/04/07	01/04/11	\$1,112 53	\$883 85	\$228 68
18 7010	WAL-MART STORES INC	931142103	01/02/08	01/04/11	\$1,024 19	\$888 32	\$135 87
17 5810	WAL-MART STORES INC	931142103	04/07/08	01/04/11	\$962 85	\$963 42	\$(0 57)
16 6970	WAL-MART STORES INC	931142103	06/02/08	01/04/11	\$914 44	\$967 60	\$(53 16)
16 1600	WAL-MART STORES INC	931142103	09/02/08	01/04/11	\$885 03	\$971 56	\$(86 53)
17 3500	WAL-MART STORES INC	931142103	01/02/09	01/04/11	\$950 20	\$975 40	\$(25 20)
21 0070	WAL-MART STORES INC	931142103	04/06/09	01/04/11	\$1,150 48	\$1,123 87	\$26 61
22 5060	WAL-MART STORES INC	931142103	06/01/09	01/04/11	\$1,232 58	\$1,129 60	\$102 98
21 9970	WAL-MART STORES INC	931142103	09/08/09	01/04/11	\$1,204 71	\$1,135 73	\$68 98
LONG TERM TOTAL					\$1,023,681.64	\$836,662.06	\$187,019.58

Mills Family Charitable Foundation
2011 Donations

Date	Check #	Charity	2011 Amount
1/3/2011	2564	Midtown Educational Foundation	\$ 7,000.00
1/4/2011	2566	Jewish Council on Urban Affairs	\$ 25,000 00
1/4/2011	2565	United Way of Lake County	\$ 40,000 00
1/8/2011	2568	College Bound Opportunity	\$ 5,000.00
1/10/2011	2569	Zacharias Center	\$ 108,550 00
1/19/2011	2570	Scripps Research Institute	\$ 250 00
1/21/2011	2571	Highland Park High School Charity Drive	\$ 100 00
1/31/2011	2572	Highland Park High School Charity Drive	\$ 100 00
2/7/2011	2573	Israel Children's Centers	\$ 1,800 00
2/7/2011	2574	Klezmer Music Foundation	\$ 4,000.00
2/13/2011	2575	Jewish Federation of Palm Beach County	\$ 1,000 00
2/16/2011	2576	Children's Memorial Mwanza Project	\$ 5,000 00
3/6/2011	2577	Frechman's Creek Charities Foundation	\$ 115 00
3/12/2011	2578	Jewish Family and Children's Services	\$ 5,000 00
3/14/2011	2580	Art Institute of Chicago	\$ 175 00
3/15/2011	2581	Writers Theater	\$ 5,000 00
3/18/2011	2582	Frenchman's Creek Charity Foundation	\$ 160 00
3/23/2011	2583	Japanese Disaster Relief	\$ 100 00
4/5/2011	2584	Klezmer Music Foundation	\$ 300 00
4/14/2011	2587	Paideia	\$ 25,000 00
4/18/2011	2590	Citizenship Counts	\$ 30,000 00
4/21/2011	2588	Atzum	\$ 1,000.00
4/21/2011	2585	Hillel	\$ 5,000.00
4/21/2011	2591	Kellogg School of Management	\$ 25,000 00
4/21/2011	2586	North Lawndale College Prep	\$ 100 00
4/21/2011	2589	SG&A	\$ 10,000 00
5/2/2011	2594	B'nai Brith Heritage Society	\$ 250.00
5/2/2011	2595	Carmel High School	\$ 5,000 00
5/2/2011	2597	Center for Enriched Living	\$ 1,000.00
5/2/2011	2592	Environmental Defense	\$ 100 00
5/2/2011	2596	National Parks Conservation	\$ 100 00
5/3/2011	2598	Meir Panim	\$ 250 00
5/6/2011	2602	Hubbard Street	\$ 5,000 00
5/6/2011	2601	National MS Society	\$ 150 00
5/6/2011	2600	Rush University Medical Center	\$ 10,000.00
5/6/2011	2599	Water Keepers Alliance	\$ 9,800 00
5/19/2011	2603	Community Family Center (HP Community Fdtn)	\$ 50,000 00
5/27/2011	2605	Audubon	\$ 80 00
5/27/2011	2606	Meir Panim	\$ 250 00
6/6/2011	2608	Lyric Opera	\$ 50,000 00
6/6/2011	2607	Special Olympics Illinois	\$ 50 00
6/10/2011	2609	Jewish Federation of Palm Beach County	\$ 5,000 00
6/10/2011	2610	University of Chicago GI Res Fund	\$ 75,000 00
6/16/2011	2611	College Bound Opportunity	\$ 3,000 00
6/18/2011	2613	JCC Women's Auxiliary	\$ 300 00

6/22/2011	2614	Lively Arts of Chicago	\$ 1,000 00
6/28/2011	2616	John Howard Association	\$ 25,000 00
6/28/2011	2617	JUF	\$ 31,000 00
6/28/2011	2615	Sinai Health Systems	\$ 5,000.00
7/19/2011	2620	American Jewish Committee	\$ 5,000.00
7/19/2011	2618	Briarwood Scholarship Fund	\$ 650 00
7/19/2011	2619	NS Auxiliary of Jewish Children	\$ 75.00
7/23/2011	2622	Center for Enriched Living	\$ 4,000 00
8/7/2011	2626	Insight Through Education	\$ 1,000 00
8/7/2011	2627	MADD	\$ 35 00
8/7/2011	2623	Midwest Center on the Law and Deaf	\$ 500 00
8/7/2011	2624	Pads	\$ 10,000.00
8/7/2011	2629	Trustees of the University of Pennsylvania	\$ 50,000.00
8/7/2011	2625	US Holocaust Memorial Museum	\$ 2,900 00
9/19/2011	2630	Friends of the IDF	\$ 48,000 00
9/19/2011	2631	Integrative Touch for Kids	\$ 1,000 00
9/19/2011	2628	Memory Care Solutions	\$ 3,000 00
9/19/2011	2632	Sweet Grass Healthcare Foundation	\$ 1,000 00
9/19/2011	2633	Keshet	\$ 20,000 00
9/19/2011	2634	Home of the Sparrow	\$ 2,000 00
9/19/2011	2635	Martin and Gertrude Walder Foundation	\$ 1,000 00
9/19/2011	2636	Get your Guts in Gear	\$ 100 00
9/20/2011	2637	Zacharias Center	\$ 30,000 00
9/22/2011	2640	Children's Memorial Foundation	\$ 1,000 00
9/22/2011	2638	Marine Biological Laboratory	\$ 2,000 00
9/22/2011	2639	Chicago Botanic Gardens	\$ 10,000 00
10/1/2011	2642	Planned Parenthood	\$ 100.00
10/2/2011	2643	HEF	\$ 25,000 00
10/2/2011	2644	ADL	\$ 2,000 00
10/7/2011	2645	Art Institute	\$ 390 00
10/21/2011	2646	Rebecca Lynn Cutter Legacy of Life	\$ 1,000 00
10/31/2011	2647	Jewish Council for youth Services	\$ 5,000.00
11/3/2011	2651	Jane Addams Sr Caucus	\$ 4,000.00
11/7/2011	2649	Highland park Community Foundation	\$ 10,000 00
11/10/2011	2650	Northwestern University	\$ 200 00
11/11/2011	2648	Food for the Poor	\$ 25.00
11/11/2011	2676	AMIT	\$ 5,000 00
11/21/2011	2653	New Israel Fund	\$ 20,000 00
11/26/2011	2679	Worldwide Wildlife Fund	\$ 26.00
11/30/2011	2680	Anti-Defamation League	\$ 5,000 00
12/21/2011	2660	Investigative Project on Terrorism	\$ 2,000 00
11/17/2011	2678	Spertus Israel	\$ 1,000 00
12/5/2011	2681	Mt Sinai School of Medicine	\$ 20,000 00
12/19/2011	2684	Scripps Research Institute	\$ 285 00
		Total	\$ 876,366.00