



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation W. CLEMENT & JESSIE V. STONE FOUNDATION		A Employer identification number 36-2498125
C/O STEVEN STONE, TREASURER		
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (312) 261-2201
161 NORTH CLARK STREET	3100	
City or town, state, and ZIP code CHICAGO, IL 60601		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
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<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) \$ 101,478,827.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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) (see instructions))		(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 (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,293,298.	1,601,351.		ATCH 1
5a Gross rents		3,561.	3,561.		
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,194,561.			
b Gross sales price for all assets on line 6a 10,329,416.					
7 Capital gain net income (from Part IV, line 2)			1,928,695.		
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) (attach schedule)					
11 Other income (attach schedule)		100,981.	133,280.		ATCH 2
12 Total. Add lines 1 through 11		3,592,401.	3,666,887.	0	
13 Compensation of officers, directors, trustees, etc.		165,538.			165,538.
14 Other employee salaries and wages		175,795.			175,795.
15 Pension plans, employee benefits		81,617.			81,617.
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 3		69,357.	7,600.		61,757.
c Other professional fees (attach schedule) *		313,035.	231,076.		81,959.
17 Interest					
18 Taxes (attach schedule) (see instructions) **		37,997.	15,960.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy		37,101.			37,101.
21 Travel, conferences, and meetings		56,647.			56,647.
22 Printing and publications		1,861.			1,861.
23 Other expenses (attach schedule) ATCH 6		38,909.	229,477.		38,909.
24 Total operating and administrative expenses. Add lines 13 through 23		977,857.	484,113.		701,184.
25 Contributions, gifts, grants paid		4,069,767.			4,139,772.
26 Total expenses and disbursements. Add lines 24 and 25		5,047,624.	484,113.	0	4,840,956.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-1,455,223.			
b Net investment income (if negative, enter -0-)			3,182,774.		
c Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see instructions.

*ATCH 4 JSA ** ATCH 5

Form 990-PF (2011)

1E1410 1 000

7476DW L073 11/7/2012 1:35:54 PM V 11-6.1

5P

SCANNED NOV 26 2012

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	171,111.	162,919.	162,919.
	2	Savings and temporary cash investments	1,032,439.	1,189,906.	1,189,906.
	3	Accounts receivable			
		Less allowance for doubtful accounts	6,202,121.		
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	10,673.	78,431.	78,431.
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 7	58,367,877.	64,814,289.	64,814,289.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 8	43,948,671.	35,232,124.	35,232,124.	
14	Land, buildings, and equipment basis	23,860.			
	Less accumulated depreciation (attach schedule)	23,860.			
15	Other assets (describe ATCH 9)		1,158.	1,158.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	109,732,892.	101,478,827.	101,478,827.	
Liabilities	17	Accounts payable and accrued expenses	39,072.	46,318.	
	18	Grants payable	489,005.	419,000.	
	19	Deferred revenue	100,981.		
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	629,058.	465,318.	
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	109,103,834.	101,013,509.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	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 (see instructions)	109,103,834.	101,013,509.	
	31	Total liabilities and net assets/fund balances (see instructions)	109,732,892.	101,478,827.	

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	109,103,834.
2	Enter amount from Part I, line 27a	2	-1,455,223.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	107,648,611.
5	Decreases not included in line 2 (itemize) ATTACHMENT 10	5	6,635,102.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	101,013,509.

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 PART IV SCHEDULE					
b					
c					
d					
e					

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 </div> </div>	1,928,695.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	<div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div> 3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	4,437,813.	69,002,987.	0.064313
2009	6,822,464.	62,568,767.	0.109039
2008	3,666,414.	83,549,222.	0.043883
2007	4,711,632.	112,932,300.	0.041721
2006	2,527,606.	95,218,775.	0.026545

2 Total of line 1, column (d)	2	0.285501
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.057100
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	105,947,647.
5 Multiply line 4 by line 3	5	6,049,611.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	31,828.
7 Add lines 5 and 6	7	6,081,439.
8 Enter qualifying distributions from Part XII, line 4	8	4,840,956.

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	63,655.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	63,655.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	63,655.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 143,567.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	143,567.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	79,912.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 79,912. Refunded		11	

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	X	
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) CA, 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

Form 990-PF (2011)

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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> STEVEN M. STONE Telephone no <input type="checkbox"/> 312-261-2201			
Located at <input type="checkbox"/> 399 WEST FULLERTON PARKWAY 12E CHICAGO, IL ZIP + 4 <input type="checkbox"/> 60614				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	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 <input type="checkbox"/>				

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 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)? <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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)	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 <input type="checkbox"/>		
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)	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

Form 990-PF (2011)

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 88707a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 11		165,538.	24,956.	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		170,463.	32,658.	0

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

Form 990-PF (2011)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 13		242,309.

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	69,678,977.
b	Average of monthly cash balances	1b	2,649,962.
c	Fair market value of all other assets (see instructions)	1c	35,232,124.
d	Total (add lines 1a, b, and c)	1d	107,561,063.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	107,561,063.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,613,416.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	105,947,647.
6	Minimum investment return. Enter 5% of line 5	6	5,297,382.

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	5,297,382.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	63,655.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	63,655.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,233,727.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,233,727.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,233,727.

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	4,840,956.
b	Program-related investments - total from Part IX-B	1b	
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	4,840,956.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,840,956.

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				5,233,727.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				1,437,340.
e From 2010				1,040,592.
f Total of lines 3a through e	2,477,932.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 4,840,956.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				4,840,956.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a))	392,771.			392,771.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,085,161.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,085,161.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				1,044,569.
d Excess from 2010				1,040,592.
e Excess from 2011				

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

NOT APPLICABLE

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

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

ATTACHMENT 14

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

ATTACHMENT 15

c Any submission deadlines

N/A

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

ATTACHMENT 16

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 ATTACHED STATEMENT				4,139,772.
Total ► 3a				4,139,772.
b Approved for future payment SEE ATTACHED STATEMENT				125,000.
Total ► 3b				125,000.

Form 990-PF (2011)

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
▼	

JSA
1E1492 1 000

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

[illegible]

**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

11-9-2012
Date

► Treasurer
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOHN WOODHULL

Preparer's signature

Saml & Woodhull, Esq

Date	
------	--

11/8/12

Check <input type="checkbox"/> if self-employed
--

PTIN

P01305268

Firm's name ► CROWE HORWATH LLP

Firm's EIN ► 35-0921680

Firm's address ► 70 W MADISON, SUITE 700
CHICAGO, IL

Phone no 312-899-7000

FORM 990-PF - PART IV **CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,403,837.		SALES OF SECURITIES PROPERTY TYPE: SECURITIES 8,134,855.				P	VAR 1,268,982.	VAR
659,713.		CAPITAL GAINS FROM SCHEDULE K-1 PROPERTY TYPE: SECURITIES				P	VAR 659,713.	VAR
TOTAL GAIN(LOSS)							<u>1,928,695.</u>	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDENDS AND INTEREST FROM SECURITIES	1,293,298.	1,293,298.	
DIVIDENDS AND INTEREST FROM SCHEDULE K-1		308,053.	
TOTAL	<u>1,293,298.</u>	<u>1,601,351.</u>	

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
RECAPTURE OF DEFERRED EXCISE TAX OTHER INCOME FROM SCHEDULE K-1	100,981.	133,280.	
TOTALS	<u>100,981.</u>	<u>133,280.</u>	

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND AUDIT FEES	54,157.			54,157.
TAX PREPARATION	15,200.	7,600.		7,600.
TOTALS	<u>69,357.</u>	<u>7,600.</u>		<u>61,757.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT FEES	101,600.	101,600.		
CONSULTING FEES	81,959.			81,959.
INVESTMENT FEES	129,476.	129,476.		
TOTALS	<u>313,035.</u>	<u>231,076.</u>		<u>81,959.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAXES	37,997.			
FOREIGN TAXES PAID SCHEDULE K1		15,960.		
TOTALS	<u>37,997.</u>	<u>15,960.</u>		

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PROGRAM DEVELOPMENT EXPENSES	6,834.			6,834.
INSURANCE	5,284.			5,284.
TECHNOLOGY	6,788.			6,788.
OFFICE SUPPLIES AND POSTAGE	5,161.			5,161.
TELEPHONE	8,004.			8,004.
DUES AND SUBSCRIPTIONS	4,615.			4,615.
PAYROLL SERVICES	2,036.			2,036.
MISCELLANEOUS EXPENSES	187.			187.
EXPENSES FROM SCHEDULE K-1		229,441.		
CONTRIBUTION FROM SCHEDULE K-1		36.		
TOTALS	38,909.	229,477.		38,909.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS	33,519,358.	33,519,358.
DOMESTIC EQUITIES	2,351,295.	2,351,295.
GLOBAL EQUITY FUNDS	10,390,700.	10,390,700.
FIXED INCOME FUND	18,552,936.	18,552,936.
TOTALS	<u>64,814,289.</u>	<u>64,814,289.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ALTERNATIVE INVESTMENT	35,232,124.	35,232,124.
TOTALS	<u>35,232,124.</u>	<u>35,232,124.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DEPOSITS	1,158.	1,158.
TOTALS	<u>1,158.</u>	<u>1,158.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED LOSS ON INVESTMENTS

6,635,102.

TOTAL

6,635,102.

W. CLEMENT & JESSIE V. STONE FOUNDATION

36-2498125

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NORMAN C. STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	CHAIRMAN & PRESIDENT 3.00	0	0	0
STEVEN M. STONE, J.D. 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	FIRST VP & TREASURER 6.00	0	0	0
MICHAEL A. STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	VICE PRESIDENT & SECRETARY 2.00	0	0	0
NORAH SHARPE STONE, J.D. 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 2.00	0	0	0
BARBARA WEST STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0

W. CLEMENT & JESSIE V. STONE FOUNDATION

36-2498125

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SANDRA STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
BARBARA STONE SAMUELS 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	VICE PRESIDENT 1.00	0	0	0
DEBORAH STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
JENNIFER STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
DAVID STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0

ATTACHMENT 11

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
AMY M. STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
CHAD TINGLEY 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
ALEXANDER KNECHT 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
SARA STONE 161 NORTH CLARK STREET 3100 CHICAGO, IL 60601	BOARD MEMBER 1.00	0	0	0
SANDRA TREACY PO BOX 29255 SAN FRANCISCO, CA 94129	EXECUTIVE DIRECTOR 40.00	165,538.	24,956.	0
GRAND TOTALS		<u>165,538.</u>	<u>24,956.</u>	<u>0</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
LINDA ISHIHARA PO BOX 29255 SAN FRANCISCO, CA 94129	SR PROGRAM OFFICER 40.00	99,063.	14,859. 0
ANITA JACKSON PO BOX 29255 SAN FRANCISCO, CA 94129	GRANTS MANAGER 40.00	71,400.	17,799. 0
	TOTAL COMPENSATION	<u>170,463.</u>	<u>32,658.</u> 0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
EDUCATION FIRST CONSULTING LLC 2223 39TH AVENUE E SEATTLE, WA 98112-2401	CONSULTING	65,000.
WELLINGTON TRUST COMPANY TWO EMBARCADERO CENTER, STE 1645 SAN FRANCISCO, CA 94111	INVESTMENT MGMT FEES	58,833.
CAMBRIDGE ASSOCIATES 2730 SAND HILL ROAD, STE 300 MENLO PARK, CA 94025	INVESTMENT SERVICES	118,476.
	TOTAL COMPENSATION	<u>242,309.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SANDRA TREACY
PO BOX 29255
SAN FRANCISCO, CA 94129
415-561-6691

ATTACHMENT 15

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

A BUDGET FOR THE ORGANIZATION OR PROJECT; A LIST OF THE BOARD OF DIRECTORS, THEIR TITLE AND EMPLOYER; IRS NOTICE OF TAX-EXEMPT STATUS; IRS NOTICE THAT ORGANIZATION IS A PUBLIC CHARITY UNDER IRC 509(A)(1); A COPY OF THE ORGANIZATION'S ANNUAL AUDITED FINANCIAL STATEMENTS.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE RECIPIENT ORGANIZATION MUST BE RECOGNIZED AS A PUBLIC CHARITY
UNDER IRC 509(A)(1).

W. CLEMENT & JESSIE V. STONE FOUNDATION

36-2498125

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
RECAPTURE OF DEFERRED EXCISE TAX			01	100,981.	
TOTALS				<u>100,981.</u>	

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
1	Academy for Urban School Leadership 3400 North Austin Blvd Chicago, IL 60634-4229	None	509a1	Restricted for the Urban Teacher Residency program	\$75,000
2	Boston Plan for Excellence 6 Beacon St , #615 Boston, MA 02108	None	509a1	Restricted for the Boston Teacher Residency Program	\$90,000
3	Center for Collaborative Education 33 Harrison Avenue, 6th Floor Boston, MA 02111	None	509a1	Restricted for the Pnncipal Residency Network	\$70,000
4	Chicago Public Education Fund 200 West Adams, Suite #2150 Chicago, IL 60606	None	509a1	General operating support	\$35,000
5	New Leaders for New Schools 30 West 26th Street, 2nd Floor New York, NY 10010	None	509a1	Restricted for New York City & San Francisco Bay Area programs	\$70,000
6	Partners in School Innovation 1060 Tennessee Street, 2nd Floor San Francisco, CA 94107	None	509a1	Restricted to growth work	\$75,000
7	University of Chicago Urban Education Institute 1313 E 60th Street Chicago, IL 60637	None	509a1	Restricted as general operating support for the Urban Education Institute	\$75,000
8	Board of Trustees of the University of Illinois UIC Grants & Contracts P O Box 20787 Springfield, IL 62708-0787 NOTE: Grant restricted for: The Center for School Leadership University of Illinois at Chicago College of Education 1040 W Harrison MC 147 Chicago, IL 60607	None	509a1	Restricted for the Center for School Leadership's Urban Education Leadership program at the University of Illinois, Chicago	\$85,000
9	Education Pioneers 1970 Broadway, Suite 1140 Oakland, CA 94612	None	509a1	General operating support	\$50,000
10	Teach Plus 374 Congress Street, Suite 502 Boston, MA 02210	None	509a1	Restricted for the Boston & Chicago Teacher Voice Program	\$25,000
11	Alternatives in Action 1900 Third Street Alameda, CA 94501	None	509a1	Restricted tfor the HOME Project	\$50,000
12	Bay Area Video Coalition 2727 Mariposa, 2nd Floor San Francisco, CA 94110	None	509a1	Restricted for the Digital Pathways Project	\$40,000
13	Center for Court Innovation 520 Eighth Avenue, 18th Floor New York, NY 10018	None	509a1	Restricted for the Youth Justice Board	\$60,000

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
14	Coleman Advocates for Children & Youth 459 Vienna Street San Francisco, CA 94112	None	509a1	Restricted for the Youth Making a Change (YMAC) Project	\$50,000
15	Coro New York Leadership Center 42 Broadway, Suite #1827-35 New York, NY 10004	None	509a1	Restricted for the Exploring Leadership Program	\$50,000
16	Year Up 93 Summer Street, 4th Floor Boston, MA 02110	None	509a1	Restricted for the National Expansion Plan	\$70,000
17	Youth Radio 1701 Broadway Avenue Oakland, CA 94612	None	509a1	General operating support	\$70,000
18	Youth Speaks 1663 Mission Street, Suite 604 San Francisco, CA 94103	None	509a1	General operating support	\$55,000
19	Youth Speaks 1663 Mission Street, Suite 604 San Francisco, CA 94103	None	509a1	Restricted for capacity building	\$20,000
20	Youth Together 449 - 15th Street, Suite 402 Oakland, CA 94612	None	509a1	General operating support	\$50,000
21	Mikva Challenge 25 East Washington St , Suite 820 Chicago, IL 60602	None	509a1	Restricted for the Citywide Youth Councils	\$25,000
22	The Center for Effective Philanthropy 100 Montgomery St , Suite 1700 San Francisco, CA 94104	None	509a1	Restricted for Youth Truth	\$25,000
23	Action for Children 4753 N Broadway Street, Suite #1200 Chicago, IL 60640	None	509a2	Restricted for the Grassroots Leadership Organizing Initiative	\$30,000
24	Advocate Charitable Foundation 205 W Touhy Avenue, Suite #125 Park Ridge, IL 60068	None	509a1	Restricted for the "Enhancing Developmentally Oriented Primary Care" initiative (Healthy Steps program)	\$40,000
25	The Erikson Institute 451 N LaSalle Street Chicago, IL 60654	None	509a1	Restricted for the New Schools Project to create PK-3 schools in Chicago	\$100,000
26	New America Foundation 1899 L Street, NW, Suite #400 Washington, DC 20036	None	509a1	Restricted for the PK-3 Early Education Initiative	\$100,000
27	The Ounce of Prevention Fund 33 West Monroe, Suite #2400 Chicago, IL 60603	None	509a1	Restricted for the Bounce Learning Network	\$25,000
28	The Ounce of Prevention Fund 33 West Monroe, Suite #2400 Chicago, IL 60603	None	509a1	Restricted for the Follow-Up Study	\$150,000

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
29	Parent-Child Home Program 1415 Kellum Place, Suite 101 Garden City, NY 11530-1690	None	509a1	General operating support for PCHP to embark on a growth plan	\$50,000
30	Strategies for Children 400 Atlantic Avenue Boston, MA 02110	None	509a1	General Operating Support	\$100,000
31	Grantmakers for Education 720 SW Washington Street, Suite 605 Portland, OR 97205	None	509a2	Restricted for GFE Annual Conference Oct 3-5, 2011 in Los Angeles, CA	\$15,000
32	Boys & Girls Clubs of Chicago 550 West Van Buren Street, Suite 350 Chicago, IL 60607	None	509a1	General operating support	\$10,000
33	Oregon Shakespeare Festival Association P O Box 158 15 South Pioneer Street Ashland, OR 97520	None	509a2	General operating support	\$5,500
34	Sangwa Yeshe 218 A Cambridge Avenue Berkeley, CA 94708	None	509a1	General operating support	\$10,000
35	Prevent Child Abuse America 228 South Wabash Avenue, 10th Floor Chicago, IL 60604	None	509a1	General operating support	\$2,000
36	Advocate Charitable Foundation Advocate Illinois Masonic Medical Center 836 W Wellington Avenue Chicago, IL 60657	None	509a1	Restrict for the President's Fund at Advocate Illinois Masonic Medical Center	\$2,000
37	Chicago Theatre Group, Inc. 170 North Dearborn Street Chicago, IL 60601	None	509a2	General operating support for the Goodman Theatre	\$5,000
38	Rehabilitation Institute of Chicago 345 E Superior Street Chicago, IL 60611	None	509a1	General operating support	\$5,000
39	Japan America Society of Greater Philadelphia 200 South Broad Street, Suite 700 Philadelphia, PA 19102	None	509a1	Restricted for the Japan Disaster Relief Fund	\$5,000
40	National Foster Youth Action Network P O Box 26690 San Francisco, CA 94126-6690	None	509a1	General operating support	\$60,000
41	California Youth Connection 604 Mission Street, 9th Floor San Francisco, CA 94105	None	509a2	General operating support	\$60,000
42	Pacific News Service 275 9th Street San Francisco, CA 94103	None	509a1	Restricted for the California Council on Youth Relations	\$40,000
43	Oakland Kids First 610 16th Street, Suite 310 Oakland, CA 94612	None	509a1	General operating support	\$50,000

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
44	Public Interest Projects 45 West 36th Street, 6th Floor New York, NY 10018	None	509a1	Restricted for Voices of Youth in Chicago Education (VOYCE)	\$45,000
45	Roca 101 Park Street Chelsea, MA 02150	None	509a1	Restricted for the Youth Organizing Project	\$45,000
46	WNYC Radio 160 Varck Street, 8th Floor New York, NY 10013	None	509a1	Restricted for Radio Rookies	\$40,000
47	Youth Communication 224 W 29th Street, 2nd Floor New York, NY 10001	None	509a1	General operating support	\$70,000
48	Educational Video Center 120 W 30th Street, 7th Floor New York, NY 10001	None	509a2	General operating support	\$60,000
49	Global Action Project 4 W 37th Street, 2nd Floor New York, NY 10018	None	509a1	Restricted for the Urban Voices Program	\$55,000
50	San Francisco School Alliance 114 Sansome Street, Suite 800 San Francisco, CA 94104	None	509a1	Restricted as general operating support for the San Francisco Beacon Initiative	\$45,000
51	California School-Age Consortium 657 Mission Street, Suite 601 San Francisco, CA 94105	None	509a1	General operating support	\$50,000
52	Community Network for Youth Development 657 Mission Street, Suite #410 San Francisco, CA 94105	None	509a1	General operating support	\$50,000
53	Citizen Schools 308 Congress Street, 5th Floor Boston, MA 02210	None	509a1	Restricted for the Teaching Fellows Program	\$65,000
54	San Francisco Education Fund 1550 Bryant, Suite 650 San Francisco, CA 94103	None	509a1	Restricted for the San Francisco Teacher Residency Project	\$50,000
55	New Visions for Public Schools 320 W 13th Street, 6th Floor New York, NY 10014	None	509a1	Restricted for the Urban Teacher Residency Program	\$70,000
56	Urban Teacher Residency United 1332 N Halsted Street, Suite 204 Chicago, IL 60642	None	509a1	General operating support	\$75,000
57	Internationals Network for Public Schools 50 Broadway, Suite 2200 New York, NY 10004	None	509a1	General operating support	\$75,000
58	Boston Plan for Excellence 6 Beacon Street, #615 Boston, MA 02108	None	509a1	General operating support	\$75,000

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
59	National Equity Project 1720 Broadway, 4th Floor Oakland, CA 94612	None	509a1	Restricted to Partnerships for Learning	\$75,000
60	New Teacher Center 725 Front Street, Suite #400 Santa Cruz, CA 95060	None	509a1	General operating support	\$70,000
61	Bessie Tarrt Wilson Initiative for Children 142 Berkeley Street Boston, MA 02116	None	509a1	General operating support	\$60,000
62	HealthConnect One 1436 West Randolph, Fourth Floor Chicago, IL 60607	None	509a1	General operating support	\$30,000
63	Regents of the University of California University of California, Berkeley c/o Sponsored Projects Office 2150 Shattuck Avenue, Suite #313 Berkeley, CA 94704-5940 NOTE: Grant restricted for: Center for the Study of Child Care Employment University of California, Berkeley 2521 Channing Way, #5555 Berkeley, CA 94720-5555	None	509a1	Restricted for the Center for the Study of Child Care Employment to undertake the fourth year of a 4-year research project to examine the components of effective early childhood teacher preparation programs	\$300,000
64	Jumpstart for Young Children Inc 308 Congress Street, 6th Floor Boston, MA 02210	None	509a1	General operating support	\$75,000
65	Teach for America 22 Fourth Street, 7th Floor San Francisco, CA 94103	None	509a1	Restricted for the Bay Area Early Childhood Initiative	\$75,000
66	President and Fellows of Harvard College Harvard University Office for Sponsored Programs Holyoke Center, Suite 600 1350 Massachusetts Avenue Cambridge, MA 02138		509a1	Restricted for the Integrating Early Childhood and Elementary Education project at the Harvard Graduate School of Education	\$65,000
67	President and Fellows of Harvard College Harvard University Office for Sponsored Programs Holyoke Center, Suite 600 1350 Massachusetts Avenue Cambridge, MA 02138	None	509a1	Restricted for the Harvard Graduate School of Education's PK-3 Implementation and Evaluation Framework	\$40,000
68	Council for a Strong America Fight Crime - Invest in Kids 1212 New York Ave NW, Suite 300 Washington, DC 20005	None	509a1	Restricted for the Early Childhood Workforce Development Policy Plan	\$50,000
69	Voices for Illinois Children 208 S LaSalle Street, Suite #1490 Chicago, IL 60604-1103	None	509a1	Restricted to providing leadership for the Early Learning Illinois Council	\$10,000

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
70	Animal Defenders International, U.S. 6100 Wilshire Blvd , Suite 1150 Los Angeles, CA 90048	None	509a1	General operating support	\$5,000
71	San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107-3446	None	509a1	General operating support	\$5,000
72	Felines, Inc. 6379 North Paulina P.O. Box 60616 Chicago, IL 60660	None	509a1	General operating support	\$1,500
73	The Night Ministry 4711 N Ravenswood Chicago, IL 60640	None	509a1	General operating support	\$5,000
74	Chicago Adventure Therapy P O Box 13062 Chicago, IL 60613	None	509a1	General operating support	\$3,500
75	San Francisco Jazz Organization 3 Embarcadero Center, Lobby Level San Francisco, CA 94111	None	509a2	General operating support	\$4,500
76	Advocate Charitable Foundation Advocate Illinois Masonic Medical Center 836 W Wellington Avenue Chicago, IL 60657	None	509a1	Restrict for the President's Fund at Advocate Illinois Masonic Medical Center	\$2,000
77	Lambs Farm 14245 W Rockland Road P O Box 520 Libertyville, IL 60048	None	509a2	General operating support	\$2,000
78	Lookingglass Theatre Company 875 North Michigan Avenue, Suite 2200 Chicago, IL 60611	None	509a1	Restricted for the Lisa Green Consortium	\$2,000
79	Urban Teacher Residency United 1332 N Halsted Street, Suite 204 Chicago, IL 60642	None	509a1	General operating support	\$10,000
80	Farm Forward P O Box 4120 Portland, OR 97208	None	509a1	General operating support	\$5,000
81	Humane Society of the United States 2100 L Street, NW Washington, DC 20037	None	509a1	Restricted for the Factory Farming Campaign	\$5,000
82	The Fenn School 516 Monument Street Concord, MA 01742	None	509a1	Restricted for the Fenn Teacher Professional Development and Curriculum Development Fund	\$5,000
83	Hillside School 404 Robin Hill Road Marlborough, MA 01752	None	509a1	Restricted for instructional materials	\$5,000

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
84	Acton Boxborough United Way P O Box 2258 179 Great Road, Suite 212 Acton, MA 01720	None	509a1	Restricted for the Acton Youth in Philanthropy program	\$3,000
85	FC Stars of Massachusetts, Inc. 7 Clydesdale Road Salem, NH 03079	None	509a2	General operating support	\$3,000
86	Acton Boxborough United Way P O Box 2258 179 Great Road, Suite 212 Acton, MA 01720	None	509a1	General operating support	\$2,000
87	American Red Cross 85 Second Street, 8th Floor San Francisco, CA 94105	None	509a1	Restricted for the Disaster Relief Fund	\$2,000
88	Trustees of the University of Pennsylvania Field Center for Children's Policy, Practice & Research University of Pennsylvania 3815 Walnut Street Philadelphia, PA 19104	None	509a1	Restricted for the Field Center for Children's Policy, Practice & Research	\$10,000
89	New Leaders for New Schools 30 West 26th Street, 2nd Floor New York, NY 10010	None	509a1	Restricted for the Effective Practice Incentive Community (EPIC) program	\$5,000
90	Prep for Prep 328 West 71st Street New York, NY 10023	None	509a1	General operating support	\$5,000
91	Uhlich Children's Advantage Network 3737 N Mozart Street Chicago, IL 60618	None	509a1	General operating support grant in honor of Michael Conway	\$10,000
92	Council on Foundations 2121 Crystal Drive, Suite 700 Arlington, VA 22202-3706	None	509a1	Chantable Grant	\$5,525
93	Donors Forum 208 S LaSalle Street, Suite 1540 Chicago, IL 60604	None	509a1	Charitable Grant	\$730
94	Grantmakers for Education 720 SW Washington St., Suite 605 Portland, OR 97205	None	509a2	Chantable Grant	\$1,500
95	Grantmakers for Effective Organizations 1725 DeSales Street, NW, Suite 404 Washington, DC 20036	None	509a1	Chantable Grant	\$1,137
96	National Center for Family Philanthropy 1101 Connecticut Avenue, NW, Suite 220 Washington, DC 20036	None	509a1	Chantable Grant	\$900
97	Northern California Grantmakers 625 Market Street, 3rd Floor San Francisco, CA 94105	None	509a2	Chantable Grant	\$1,975

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
98	Growth Philanthropy Network 122 E 42nd Street, 17th Floor New York, NY 10168	None	509a1	General operating support, charter membership	\$25,000
99	WestEd 300 Lakeside Drive, 18th Floor Oakland, CA 94612-3534	None	115a1	Restricted for the Strategic Literacy Initiative as part of the federal i3 award	\$100,000
100	Regents of the University of California UCLA Office of Contract & Grant Administration 11000 Kinross Avenue, Suite 102 Box 951406 Los Angeles, CA 90095-1406 NOTE: Grant restricted for: Center X Teacher Education Program UCLA Graduate School of Education & Information Studies 1320 Moore Hall, Box 951521 Los Angeles, CA 90095-1521	None	509a1	Restricted for 7 new Stone Scholars in the Stone Scholars Scholarship Program at the Center X Teacher Education Program, UCLA	\$103,005
TOTAL					\$4,139,772

W. CLEMENT JESSIE V. STONE FOUNDATION, 36-2498125
FORM 990PF, PART XV, 2011 GRANTS AND CONTRIBUTIONS APPROVED DURING THE YEAR

	Recipient Name & Address	Relationship to Substantial Contributor	Foundation Status	Purpose of Grant	Amount
1	Regents of the University of California UCLA Office of Contract & Grant Administration 11000 Kinross Avenue, Suite 102 Box 951406 Los Angeles, CA 90095-1406 NOTE: Grant restricted for: Center X Teacher Education Program UCLA Graduate School of Education & Information Studies 1320 Moore Hall, Box 951521 Los Angeles, CA 90095-1521	None	509a1	Restricted for 2 new Stone Scholars in the Stone Scholars Scholarship Program at the Center X Teacher Education Program, UCLA	\$40,000
2	Citizen Schools 308 Congress Street, 5th Floor Boston, MA 02210	None	509a1	Restricted for Teaching Fellows tuition assistance	\$30,000
3	Board of Trustees of the University of Illinois UIC Grants & Contracts P O Box 20787 Springfield, IL 62708-0787 NOTE: Grant restricted for: The Center for School Leadership University of Illinois at Chicago College of Education 1040 W Harrison MC 147 Chicago, IL 60607	None	509a1	Restricted for Stone Foundation Fellowships in Early Childhood Development Leadership through the Center for School Leadership's program at the University of Illinois, Chicago	\$30,000
4	Growth Philanthropy Network 122 E 42nd Street, 17th Floor New York, NY 10168	None	509a1	General operating support, charter membership	\$25,000

TOTAL \$125,000

Form **8868**

(Rev. January 2012)

Department of the Treasury
Internal Revenue Service**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 ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

W. CLEMENT & JESSIE V. STONE FOUNDATION
C/O STEVEN STONE, TREASURER

Employer identification number (EIN) or

☒ 36-2498125

Number, street, and room or suite no. If a P.O. box, see instructions

161 NORTH CLARK STREET

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions

CHICAGO, IL 60601

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

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

- The books are in the care of ► STEVEN M. STONE

Telephone No ► 312 261-2201FAX No ► 312 962-2828

- 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 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 11 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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 \$	0
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 \$	0
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

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

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

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	W. CLEMENT & JESSIE V. STONE FOUNDATION		Employer identification number (EIN) or	
	C/O STEVEN STONE, TREASURER		<input checked="" type="checkbox"/> 36-2498125	
	Number, street, and room or suite no. If a P.O. box, see instructions		Social security number (SSN)	
File by the due date for filing your return. See instructions	161 NORTH CLARK STREET			
	City, town or post office, state, and ZIP code. For a foreign address, see instructions			
CHICAGO, IL 60601				

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **STEVEN M. STONE**
Telephone No **312 261-2201** FAX No **312 962-2828**
- 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

- 4 I request an additional 3-month extension of time until **11/15, 2012**
- 5 For calendar year **2011**, or other tax year beginning, 20, and ending, 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.**

8a 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	8a \$	0
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 and any amount paid previously with Form 8868	8b \$	143,567.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Kurt Pfeiffer** Title **CPA** Date **8-10-2012**

Form 8868 (Rev. 1-2012)