Form **990-PF** | **Return of Private Foundation** or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation | OMB No 1545-0052 **2011**

Department of the Treasury Internal Revenue Service

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
MARSTELLER FAMILY FOUNDATION
ATTN: JANE BARNETT 10E

A Employer identification number
36-3193322

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O HARRIS N. A. 111 W. MONROE ST.

B Telephone number
312-461-5691

City or town, state, and ZIP code
CHICAGO, IL 60603

C If exemption application is pending, check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,366,841.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc, received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	62,399.	62,399.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<5,572.>			
b Gross sales price for all assets on line 6a 744,376.				
7 Capital gain net income (from Part IV, line 2)		0.		
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	253.	253.		STATEMENT 2
12 **Total.** Add lines 1 through 11	57,080.	62,652.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees STMT 3	12,539.	12,539.		0.
17 Interest				
18 Taxes STMT 4	623.	623.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	285.	0.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	13,447.	13,162.		0.
25 Contributions, gifts, grants paid	176,650.			176,650.
26 **Total expenses and disbursements.** Add lines 24 and 25	190,097.	13,162.		176,650.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<133,017.>			
b **Net investment income** (if negative, enter -0-)		49,490.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	129,073.	113,787.	113,787.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	162,866.	123,693.	133,375.
	b Investments - corporate stock STMT 7	1,308,202.	989,149.	1,227,579.
	c Investments - corporate bonds STMT 8	115,594.	516,887.	512,423.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	548,052.	387,254.	379,677.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,263,787.	2,130,770.	2,366,841.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,263,787.	2,130,770.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	2,263,787.	2,130,770.	
	31 **Total liabilities and net assets/fund balances**	2,263,787.	2,130,770.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,263,787.
2	Enter amount from Part I, line 27a	2	<133,017.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,130,770.
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	2,130,770.

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	HARRIS NA - SEE ATTACHED	P	VARIOUS	VARIOUS
b	HARRIS NA - SEE ATTACHED	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	29,273.		35,239.	<5,966.>
b	714,585.		714,709.	<124.>
c	518.			518.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<5,966.>
b				<124.>
c				518.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** <5,572.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	194,043.	2,376,303.	.081658
2009	180,230.	2,205,521.	.081718
2008	225,144.	2,699,051.	.083416
2007	185,000.	3,257,950.	.056784
2006	179,816.	3,102,765.	.057953

2	Total of line 1, column (d)	2	.361529
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	.072306
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,423,105.
5	Multiply line 4 by line 3	5	175,205.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	495.
7	Add lines 5 and 6	7	175,700.
8	Enter qualifying distributions from Part XII, line 4	8	176,650.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	495.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	495.
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	495.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 2,987.		
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	2,987.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,492.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	2,492. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

Part VII-A | Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 ▶ JANE BARNETT - 10E - HARRIS N. A. Telephone no. ▶312-461-5691
Located at ▶111 W. MONROE ST., CHICAGO, IL ZIP+4 ▶60603

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes ☒ 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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	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

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 (No)
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
ELIZABETH M. GORDON 111 W. MONROE ST., ATTN: JANE BARNETT CHICAGO, IL 60603	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
CHARLIE O'CONNELL 111 W. MONROE ST., ATTN: JANE BARNETT CHICAGO, IL 60603	SECRETARY/TREASURER 0.00	0.	0.	0.
JOHN GORDON 111 W. MONROE ST., ATTN: JANE BARNETT CHICAGO, IL 60603	DIRECTOR 0.00	0.	0.	0.
JAY OWEN 111 W. MONROE ST., ATTN: JANE BARNETT CHICAGO, IL 60603	DIRECTOR 0.00	0.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 PROVIDE FUNDING FOR VARIOUS EDUCATIONAL SCHOLARSHIPS AND PROGRAMS	176,650.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,189,867.
b	Average of monthly cash balances	1b	270,138.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,460,005.
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	2,460,005.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	36,900.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,423,105.
6	**Minimum investment return.** Enter 5% of line 5	6	121,155.

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	121,155.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 495.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	495.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	120,660.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	120,660.
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	120,660.

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	176,650.
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	176,650.
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	495.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	176,155.

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.

Form **990-PF** (2011)

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					120,660.
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	27,046.				
b From 2007	27,007.				
c From 2008	91,603.				
d From 2009	71,494.				
e From 2010	76,142.				
f **Total** of lines 3a through e		293,292.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $	176,650.				
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					120,660.
e Remaining amount distributed out of corpus		55,990.			
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		349,282.			
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		27,046.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		322,236.			
10 Analysis of line 9:					
a Excess from 2007	27,007.				
b Excess from 2008	91,603.				
c Excess from 2009	71,494.				
d Excess from 2010	76,142.				
e Excess from 2011	55,990.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ELIZABETH M. GORDON C/O JANE BARNETT 10E, 312-461-5691
HARRIS BANK, 111 W. MONROE ST., CHICAGO, IL 60603

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

DISCRETION OF APPLICANT

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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 SCHEDULE				176,650.
Total			▶ 3a	176,650.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	62,399.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	253.	
8 Gain or (loss) from sales of assets other than inventory			18	<5,572.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		57,080.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 57,080.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Elizabeth M. Gordon | 4-10-12 | President

Signature of officer or trustee | Date | 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
DENNIS P. O'BRIEN	Dennis P. O'Brien	3/22/12		P00008832
Firm's name ▶ PASQUESI SHEPPARD LLC			Firm's EIN ▶ 36-4049282	
Firm's address ▶ 585 BANK LANE LAKE FOREST, IL 60045			Phone no. 847 234-5000	

Form **990-PF** (2011)

123622
12-02-11

15170321 797907 051336 2011.03020 MARSTELLER FAMILY FOUNDATIO 051336_1

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
HARRIS NA	62,917.	518.	62,399.
TOTAL TO FM 990-PF, PART I, LN 4	62,917.	518.	62,399.

FORM 990-PF	OTHER INCOME		STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	253.	253.	
TOTAL TO FORM 990-PF, PART I, LINE 11	253.	253.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	12,539.	12,539.		0.
TO FORM 990-PF, PG 1, LN 16C	12,539.	12,539.		0.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	623.	623.		0.
TO FORM 990-PF, PG 1, LN 18	623.	623.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	285.	0.		0.
TO FORM 990-PF, PG 1, LN 23	285.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. OBLIGATIONS	X		123,693.	133,375.
TOTAL U.S. GOVERNMENT OBLIGATIONS			123,693.	133,375.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			123,693.	133,375.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	989,149.	1,227,579.
TOTAL TO FORM 990-PF, PART II, LINE 10B	989,149.	1,227,579.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	516,887.	512,423.
TOTAL TO FORM 990-PF, PART II, LINE 10C	516,887.	512,423.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER PUBLICLY TRADED SECURITIES	COST	387,254.	379,677.
TOTAL TO FORM 990-PF, PART II, LINE 13		387,254.	379,677.

2011 Tax Information Statement

Account Number: 110011088798
Recipient's Tax ID Number: XX-XXX3322

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
MARSTELLER FAMILY FOUNDATION
C/0 ELIZABETH M. GORDON
2524 FILBERT STREET
SAN FRANCISCO, CA 94123

BMO HARRIS BANK N.A.
111 WEST MONROE STREET 16W
CHICAGO, IL 60603

2011 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
25 0000	037833100	APPLE COMPUTER INC COMMON STOCK	10/19/2010	03/17/2011	8,419.83	7,786 40	633.43	0.00
22.9810	277902698	EATON VANCE ATLANTA CAPITAL SMID-I	12/22/2010	03/17/2011	359.88	353.90	5.98	0.00
34.8090	315910802	FIDELITY INVESTMENT TRUST DIVERSIFIED INTERNATIONAL FUND	Various	03/17/2011	1,034.17	1,035.38	-1.21	0.00
1125.0000	436440101	HOLOGIC INC COMMON STOCK	03/17/2011	11/07/2011	17,801.10	24,513.64	-6,712.54	0.00
25.0000	89417E109	TRAVELERS COMPANIES INC	10/19/2010	03/17/2011	1,463.72	1,354.94	108.78	0.00
15.0520	093001188	WILLIAM BLAIR INTER S/C GR-I	12/16/2010	03/17/2011	193.87	195.23	-1.36	0 00
Total Short Term Sales					**29,272.57**	**35,239.49**	**-5,966.92**	
Long Term 15% Sales								
25.0000	88579Y101	3M COMPANY COMMON STOCK	10/21/2004	03/17/2011	2,216 95	1,935 50	281.45	0.00
75.0000	H0023R105	ACE LIMITED	03/19/2008	03/17/2011	4,547.91	4,203.21	344.70	0.00
200.0000	025816109	AMERICAN EXPRESS COMPANY CAPITAL STOCK	07/03/2000	03/17/2011	8,625.93	8,949.51	-323.58	0.00
975.0000	060505104	BANK AMERICA CORP COMMON STOCK	03/13/2007	03/17/2011	13,581.59	48,389.25	-34,807.66	0.00
700.0000	075811109	BECKMAN COULTER INC COMMON STOCK	Various	03/17/2011	57,967.78	43,478.14	14,489.64	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Ref: 18

Account Number: 110011088798
Recipient's Tax ID Number: XX-XXX3322

☐ **Corrected** ☐ **2nd TIN notice**

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C/0 ELIZABETH M. GORDON
2524 FILBERT STREET
SAN FRANCISCO, CA 94123

BMO HARRIS BANK N.A.
111 WEST MONROE STREET 16W
CHICAGO, IL 60603

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income T Withh.
100.0000	166764100	CHEVRON TEXACO INC COMMON STOCK	Various	03/17/2011	10,211.82	4,026.61	6,185.21	0.00
175.0000	171232101	CHUBB CORPORATION COMMON STOCK	10/17/2006	03/17/2011	10,158.59	9,446.50	712.09	0.00
1450.0000	17275R102	CISCO SYSTEMS INC COMMON STOCK	Various	03/17/2011	24,577.04	45,827.50	-21,250.46	0.00
1283.0000	172967101	CITIGROUP INC COMMON STOCK	Various	03/17/2011	5,619 54	42,080.85	-36,461.31	0.00
100.0000	194162103	COLGATE-PALMOLIVE COMPANY COMMON STOCK	01/24/2000	03/17/2011	7,666.87	6,236.84	1,430.03	0.00
696.7830	256206103	DODGE & COX INTL STOCK FUND	03/13/2007	03/17/2011	24,255.00	30,679.36	-6,424.36	0.00
737.8750	277902698	EATON VANCE ATLANTA CAPITAL SMID-I	11/17/2009	03/17/2011	11,555.12	8,824.98	2,730.14	0.00
1581.8430	277902698	EATON VANCE ATLANTA CAPITAL SMID-I	11/17/2009	08/16/2011	23,000.00	18,918.84	4,081 16	0.00
175.0000	30231G102	EXXON MOBIL CORPCOMMON STOCK	11/05/2009	03/17/2011	14,190.51	10,549.80	3,640.71	
50.0000	31428X106	FEDEX CORP COMMON STOCK	06/14/2004	03/17/2011	4,417.91	3,826.50	591.41	0.00
25000.0000	3133XPWW0	FHLB 3.250% 3/11/11	11/10/2008	03/11/2011	25,000.00	25,157.00	-157.00	0.00
1050.5600	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	01/31/2011	1,050.56	1,067.96	-17.40	0.00
48.5200	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	03/15/2011	48.52	49.32	-0.80	0.00
837.5400	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	04/15/2011	837.54	851.41	-13.87	0.00
996.5900	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	05/15/2011	996.59	1,013.10	-16.51	0.00
1526.8600	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	06/15/2011	1,526.86	1,552.15	-25 29	0.00
1192.8000	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	07/15/2011	1,192.80	1,212.56	-19 76	0.00

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2011 Tax Information Statement

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C/0 ELIZABETH M. GORDON
2524 FILBERT STREET
SAN FRANCISCO, CA 94123

BMO HARRIS BANK N.A.
111 WEST MONROE STREET 16W
CHICAGO, IL 60603

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income T Withh
43.9800	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	08/15/2011	43.98	44.71	-0.73	0.00
1724.1300	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	09/15/2011	1,724.13	1,752.69	-28.56	0.00
1866.8600	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	10/15/2011	1,866.86	1,897.78	-30.92	0.00
43.7800	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	11/15/2011	43.78	44.51	-0.73	0.00
40.4900	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	12/15/2011	40.49	41.16	-0.67	0.00
40.1400	3128K2TM1	FHLMC GD PL #A42356 6.000% 2/01/36	01/12/2006	12/31/2011	40.14	40.80	-0.66	0.00
121.8800	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	01/31/2011	121.88	121.88	0.00	0.00
115.0700	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	03/15/2011	115.07	115.07	0.00	0.00
115.7300	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	04/15/2011	115.73	115.73	0.00	0.00
118.5800	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	05/15/2011	118.58	118.58	0.00	0.00
116.7500	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	06/15/2011	116.75	116.75	0.00	[illegible]
118.1000	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	07/15/2011	118.10	118.10	0.00	[illegible]
120.8600	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	08/15/2011	120.86	120.86	0.00	0.00
120.1300	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	09/15/2011	120.13	120.13	0.00	0.00
118.8700	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	10/15/2011	118.87	118.87	0.00	0.00
119.4900	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	11/15/2011	119.49	119.49	0.00	0.00
119.7300	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	12/15/2011	119.73	119.73	0.00	0.00
9373.5000	3128K9N67	FHLMC GD PL #A48513 5.500% 5/01/36	04/17/2006	12/31/2011	9,373.50	9,373.78	-0.28	0.00
725.5410	315910802	FIDELITY INVESTMENT TRUST DIVERSIFIED INTERNATIONAL FUND	Various	03/17/2011	21,555.83	14,510.90	7,044.93	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Account Number: 110011088798
Recipient's Tax ID Number: XX-XXX3322

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
MARSTELLER FAMILY FOUNDATION
C/0 ELIZABETH M. GORDON
2524 FILBERT STREET
SAN FRANCISCO, CA 94123

BMO HARRIS BANK N.A.
111 WEST MONROE STREET 16W
CHICAGO, IL 60603

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income T Withh
300.0000	369604103	GENERAL ELECTRIC COMPANY COMMON STOCK	Various	03/17/2011	5,756.95	11,079.13	-5,322 20	0.00
925.0000	428236103	HEWLETT PACKARD COMPANY COMMON STOCK	03/13/2006	03/17/2011	38,396.11	30,617.50	7,778.61	0.00
150.0000	437076102	HOME DEPOT INC COMMON STOCK	03/16/2010	03/17/2011	5,354.92	4,873.00	481 92	0.00
250.0000	458140100	INTEL CORPORATION COMMON STOCK	07/27/1999	03/17/2011	4,977.45	8,382.81	-3,405.36	0.00
50.0000	459200101	INTERNATIONAL BUSINESS MACHINES CAPITAL STOCK	07/27/1999	03/17/2011	7,698.85	6,266.00	1,432.85	0.00
255.0000	464287234	ISHARES MSCI EMERGING MARKETS INDEX	11/17/2009	03/17/2011	11,500.32	10,584.54	915.78	0.00
500.0000	464287713	ISHARES TR DOW JONES US TELE-COMMUNICATIONS SECTOR INDEX FD	03/13/2007	03/17/2011	11,330.03	15,139.95	-3,809.92	0.00
715.0000	464287465	ISHARES TR MSCI EAFE INDEX FD	11/17/2009	03/17/2011	40,718.60	40,390.35	328.25	0 00
250.0000	464287655	ISHARES TR RUSSELL 2000 INDEX FD	11/17/2009	03/17/2011	19,682.17	14,972.50	4,709.67	[illegible]
550.0000	464287655	ISHARES TR RUSSELL 2000 INDEX FD	11/17/2009	08/16/2011	38,785.25	32,939.50	5,845.75	0.00
100.0000	478160104	JOHNSON & JOHNSON COMMON STOCK	11/28/2001	03/17/2011	5,799.90	6,009.00	-209.10	0.00
200.0000	53217V109	LIFE TECHNOLOGIES CORP	03/19/2008	03/17/2011	9,969.84	7,981.72	1,988.12	0.00
850.0000	53217V109	LIFE TECHNOLOGIES CORP	03/19/2008	11/07/2011	33,793.48	33,922.31	-128.83	0.00
75.0000	580135101	MC DONALDS CORPORATION COMMON STOCK	10/17/2005	03/17/2011	5,492.14	2,442.67	3,049.47	0.00
75.0000	580135101	MC DONALDS CORPORATION COMMON STOCK	10/17/2005	11/07/2011	7,007.88	2,442.67	4,565.21	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Account Number: 110011088798
Recipient's Tax ID Number: XX-XXX3322

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
MARSTELLER FAMILY FOUNDATION
C/0 ELIZABETH M. GORDON
2524 FILBERT STREET
SAN FRANCISCO, CA 94123

BMO HARRIS BANK N.A.
111 WEST MONROE STREET 16W
CHICAGO, IL 60603

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income T Withh
200.0000	594918104	MICROSOFT CORPORATION COMMON STOCK	11/09/1999	03/17/2011	4,971.94	8,787.50	-3,815.56	0.00
325.0000	68389X105	ORACLE CORPORATION COMMON STOCK	10/25/1999	03/17/2011	9,918.87	3,554.69	6,364.18	0.00
125.0000	713448108	PEPSICO INC COMMON STOCK	10/22/2007	03/17/2011	7,891.10	8,867.16	-976.06	0.00
300.0000	717081103	PFIZER INC COMMON STOCK	10/25/1999	03/17/2011	5,904.21	8,223.55	-2,319.34	0.00
75.0000	741503403	PRICELINE.COM INC	03/19/2008	03/17/2011	34,098.92	8,900.88	25,198.04	0.00
125.0000	742718109	PROCTER & GAMBLE COMPANY COMMON STOCK	12/08/1999	03/17/2011	7,550.00	6,827.98	722.02	0.00
275.0000	760759100	REPUBLIC SERVICES INC COMMON STOCK CL-A	06/14/2004	03/17/2011	7,952.90	5,265.33	2,687.57	0.00
75.0000	806857108	SCHLUMBERGER LTD COMMON STOCK	01/20/2004	03/17/2011	6,524.87	2,074.31	4,450.56	0.00
400.0000	81369Y100	SECTOR SPDR TR SHS BEN INT-BASIC INDUSTRIES	03/13/2007	03/17/2011	15,051.79	14,653.51	398.28	[illegible]
275.0000	81369Y886	SECTOR SPDR TR SHS BEN INT-UTILITIES	03/13/2007	03/17/2011	8,516.64	10,498.71	-1,982.07	0.00
200.0000	842587107	SOUTHERN COMPANY COMMON STOCK	10/23/2001	03/17/2011	7,359.89	4,936 60	2,423.29	0.00
280.0000	78463X871	SPDR S&P INTL SMALL CAP	11/17/2009	03/17/2011	8,167.52	7,221.09	946.43	0.00
125.0000	881624209	TEVA PHARMACEUTICAL ADR	10/22/2007	03/17/2011	5,986.16	5,516.03	470.13	0.00
100.0000	913017109	UNITED TECHNOLOGIES CORPORATION COMMON STOCK	10/23/2002	03/17/2011	7,942.85	2,993.00	4,949.85	0.00
100.0000	931422109	WALGREEN COMPANY COMMON STOCK	09/22/2005	03/17/2011	4,102.94	4,287.00	-184.06	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Account Number: 110011088798
Recipient's Tax ID Number: XX-XXX3322

☐ **Corrected** ☐ **2nd TIN notice**

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C/0 ELIZABETH M. GORDON
2524 FILBERT STREET
SAN FRANCISCO, CA 94123

BMO HARRIS BANK N.A.
111 WEST MONROE STREET 16W
CHICAGO, IL 60603

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income T Withh
175.0000	254687106	WALT DISNEY COMPANY COMMON STOCK	10/22/2007	03/17/2011	7,115.40	6,032.25	1,083.15	0.00
671.6720	093001188	WILLIAM BLAIR INTER S/C GR-I	11/17/2009	03/17/2011	8,651.13	7,086.14	1,564.99	0.00
250.4240	92934R769	WT MUT FD CRM MID CAP VALUE FD INSTL CL	03/13/2007	03/17/2011	7,375.00	7,607.88	-232.88	0.00
528.1030	92934R769	WT MUT FD CRM MID CAP VALUE FD INSTL CL	03/13/2007	08/16/2011	14,000.00	16,043.76	-2,043.76	0.00
Total Long Term 15% Sales					**714,585.35**	**714,709.43**	**-124.10**	**0.00**

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MARSTELLER FAMILY FOUNDATION
36-3193322
CHARITABLE CONTRIBUTIONS
2011

NAME AND ADDRESS	RECIPIENT RELATIONSHIP	RECIPIENT STATUS	AMOUNT
Alvin Ailey American Dance Foundation	None	501 (c) (3)	$ 25,000.00
American Friends of The Paris Opera and Ballet	None	501 (c) (3)	3,500.00
Asia Society	None	501 (c) (3)	5,000.00
Bard Graduate Center	None	502 (c) (3)	250.00
Barnard College	None	501 (c) (3)	10,000.00
Cardigan Mountain School	None	501 (c) (3)	1,000.00
Circle of National Gallery of Art	None	501 (c) (3)	1,000.00
Fine Arts Museums of San Francisco	None	501 (c) (3)	1,000.00
Harvard University Art Museums	None	501 (c) (3)	7,500.00
Jazz at Lincoln Center	None	501 (c) (3)	9,400.00
Metropolitan Museum of Art	None	501 (c) (3)	50,000.00
Metropolitan Museum of Art	None	501 (c) (3)	1,000.00
Metropolitan Museum of Art	None	501 (c) (3)	9,000.00
Metropolitan Opera	None	501 (c) (3)	5,000.00
Museum of Modern Art, NY	None	501 (c) (3)	5,000.00
Neue Gallerie	None	501 (c) (3)	1,000.00
The New Haven Preservation Trust	None	501 (c) (3)	500.00
New York City Ballet	None	501 (c) (3)	5,000.00
New York Public Library	None	501 (c) (3)	5,000.00
New York Weill Cornell	None	501 (c) (3)	2,500.00
San Francisco Museum of Modern Art	None	501 (c) (3)	2,500.00
University of California	None	501 (c) (3)	10,000.00
Vassar College	None	501 (c) (3)	2,500.00
Vassar College	None	501 (c) (3)	1,000.00
Whitney Museum of American Art	None	501 (c) (3)	7,500.00
Yale University	None	501 (c) (3)	500.00
Yale University	None	501 (c) (3)	5,000.00
			$ 176,650.00