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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

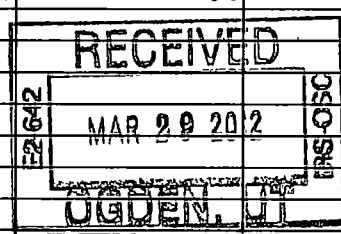
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning

, and ending

Name of foundation FIRST BANK OF HIGHLAND PARK FOUNDATION		A Employer identification number 36-3310459
Number and street (or P.O. box number if mail is not delivered to street address) 1835 FIRST STREET	Room/suite	B Telephone number (847) 835-6500
City or town, state, and ZIP code HIGHLAND PARK, IL 60035		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,072,444.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		18,687.	18,687.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			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					
12 Total. Add lines 1 through 11		18,687.	18,687.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 2		15.	0.		15.
24 Total operating and administrative expenses. Add lines 13 through 23		15.	0.		15.
25 Contributions, gifts, grants paid		442,815.			442,815.
26 Total expenses and disbursements. Add lines 24 and 25		442,830.	0.		442,830.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-424,143.			
b Net investment income (if negative, enter -0-)			18,687.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,496,587.	2,072,444.	2,072,444.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	2,496,587.	2,072,444.	2,072,444.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,496,587.	2,072,444.	
	30 Total net assets or fund balances	2,496,587.	2,072,444.	
	31 Total liabilities and net assets/fund balances	2,496,587.	2,072,444.	

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	2,496,587.
2 Enter amount from Part I, line 27a	2	-424,143.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,072,444.
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	2,072,444.

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				
b NONE				
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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
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

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	545,127.	2,616,514.	.208341
2009	405,058.	3,124,607.	.129635
2008	598,600.	2,597,152.	.230483
2007	200,345.	2,178,875.	.091949
2006	213,421.	2,075,094.	.102849

2 Total of line 1, column (d)	2	.763257
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	.152651
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,191,071.
5 Multiply line 4 by line 3	5	334,469.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	187.
7 Add lines 5 and 6	7	334,656.
8 Enter qualifying distributions from Part XII, line 4	8	442,830.
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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	187.
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	187.
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	187.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	228.	
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	228.	
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	41.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 41. Refunded <input checked="" type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
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) <u>IL</u>		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JEFFREY DONENBERG Telephone no ► (847) 432-7800 Located at ► 1835 FIRST STREET, HIGHLAND PARK, IL ZIP+4 ► 60035			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
JILL TAKIFF HIRSH 1835 FIRST STREET HIGHLAND PARK, IL 60035	DIRECTOR 1.00	0.	0.	0.
RANDY GREEN 1835 FIRST STREET HIGHLAND PARK, IL 60035	OFFICER 1.00	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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	2,224,438.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,224,438.
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	2,224,438.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,367.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,191,071.
6	Minimum investment return. Enter 5% of line 5	6	109,554.

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	109,554.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	187.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	187.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	109,367.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	109,367.
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	109,367.

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	442,830.
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	442,830.
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	187.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	442,643.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				109,367.
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	111,895.			
b From 2007	93,818.			
c From 2008	470,278.			
d From 2009	249,623.			
e From 2010	414,873.			
f Total of lines 3a through e	1,340,487.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	442,830.			
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				109,367.
e Remaining amount distributed out of corpus	333,463.			
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:	1,673,950.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	111,895.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,562,055.			
10 Analysis of line 9:				
a Excess from 2007	93,818.			
b Excess from 2008	470,278.			
c Excess from 2009	249,623.			
d Excess from 2010	414,873.			
e Excess from 2011	333,463.			

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 OF CONTRIBUTIONS FOR 2011				442,815.
Total			3a	442,815.
b Approved for future payment				
NONE				
Total			3b	0.

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



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

[illegible]

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

b If "Yes," complete the following schedule.

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	 Signature of officer or trustee	3/19/12 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 <input type="checkbox"/> if self-employed	PTIN
	KEITH A. FRIEDLEIN	<i>Keith A. Friedlein</i>	3/19/12		P00362172
	Firm's name ► WOLF & COMPANY LLP				Firm's EIN ► 36-2985665
	Firm's address ► 1901 S. MEYERS RD, SUITE 500 OAKBROOK TERRACE, IL 60181-5209			Phone no. (630) 545-4500	

Form **990-PF** (2011)

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

SOURCE

AMOUNT

FIRST BANK OF HIGHLAND PARK

18,687.

TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A

18,687.

FORM 990-PF

OTHER EXPENSES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS CHARITY BUREAU FUND	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	15.	0.		15.

First Bank of Highland Park Foundation

#36-3310459

Schedule of Contributions

2011

	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
	-----	-----	-----
Abbott House	Unknown	Human services	250
Accion Chicago Inc	Unknown	Educational	5,000
Alliance for the Great Lakes	Unknown	Environmental	100
Alzheimer's Foundation	Unknown	Human services	100
American Cancer Society	Unknown	Research	400
Ara Parseghian Medical Research Foundation	Unknown	Research	100
Artspace	Unknown	Cultural	5,000
Ascension of Our Lord Greek Orthodox Church	Unknown	Religious	200
Aspiritech	Unknown	Human services	100
Boy Scouts of America	Unknown	Recreational	200
Boys & Girls Club of Chicago	Unknown	Human services	2,500
Brittle Bone Foundation	Unknown	Research	200
Camp Jörn	Unknown	Recreational	100
CASA Lake County Inc	Unknown	Human services	2,500
Catholic Charities	Unknown	Other charitable org	21,350
Center for Domestic Peace	Unknown	Human services	500
Center for Enriched Living	Unknown	Social activities	250
Central Lakes College Foundation	Unknown	Educational	2,500
Chicago Chesed Fund	Unknown	Human services	2,600
Chicago Community Foundation	Unknown	Human services	100
Children's Neuroblastoma Cancer Foundation	Unknown	Research	100
City of Hope	Unknown	Research	50
College Bound Opportunities	Unknown	Human services	5,600
College of Lake County	Unknown	Educational	2,500
Community Family Centers Inc	Unknown	Human services	250
Community Partners for Affordable Housing	Unknown	Housing	8,100
Congregation B'nai Tikvah	Unknown	Religious	1,000
Congregation Kol Emet	Unknown	Religious	50
Council for Jewish Elderly	Unknown	Human services	475
Cove School	Unknown	Educational	100
Cure Search	Unknown	Research	100
Cystic Fibrosis Foundation	Unknown	Research	1,100
DePaul University	Unknown	Educational	1,000
District 112 Educational Foundation	Unknown	Educational	250
Drive Fore Food	Unknown	Human services	250
Edge Alliance	Unknown	Housing	2,500
Evans Scholars Foundation	Unknown	Other charitable org	100
Family Connections	Unknown	Human services	100
Family Network Inc	Unknown	Human services	5,350
Family Services of Glencoe	Unknown	Human services	2,500
First Look for Charity	Unknown	Other charitable org	1,000
Friends of the Highland Park Public Library	Unknown	Cultural	100
Fun Run & Walk	Unknown	Research	5,000
FYFA	Unknown	Human services	300
Gastro-Intestinal Research Foundation	Unknown	Research	500
Gildas Club	Unknown	Human services	2,500
Girl Scouts of America	Unknown	Recreational	100
Glencoe Junior Kindergarten	Unknown	Educational	2,000
Glencoe Library	Unknown	Cultural	100
Greater Chicago Food Depository	Unknown	Human services	2,800
Hadassah	Unknown	Human services	300
Hairy Cell Leukemia Research Foundation	Unknown	Research	100
Highland Park Chamber of Commerce	Unknown	Civic	700
Highland Park Community Foundation	Unknown	Cultural	100
Highland Park Community Nursery	Unknown	Human services	5,550
Highland Park Firefighters Association	Unknown	Civic	200
Highland Park High School	Unknown	Educational	2,200

First Bank of Highland Park Foundation

#36-3310459

Schedule of Contributions

2011

	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Highland Park Historical Society	Unknown	Cultural	450
Highland Park Lions Club	Unknown	Social activities	350
Highland Park Nursery School	Unknown	Human services	400
Highland Park Presbyterian Church	Unknown	Religious	100
Highland Park Rotary Club	Unknown	Social activities	100
Highland Park Senior Center	Unknown	Health facilities	1,000
Highland Park Strings	Unknown	Cultural	250
Highland Park Women's Club	Unknown	Cultural	250
Highwood Chamber of Commerce	Unknown	Civic	780
Highwood Historical Society	Unknown	Cultural	100
Highwood Small Fry	Unknown	Social activities	400
Holy Cross Church	Unknown	Religious	500
Illinois Holocaust Museum	Unknown	Cultural	4,000
Immaculate Conception Catholic Church	Unknown	Religious	1,750
Interfaith Housing Center	Unknown	Housing	350
Jesse White Tumblers Foundation	Unknown	Recreational	50,000
Jewish Community Center	Unknown	Human services	100
Jewish United Fund	Unknown	Other charitable org	105,700
JLS Teen Heart Foundation	Unknown	Other charitable org	100
Keshet Day School	Unknown	Educational	15,000
Kids Are 1st	Unknown	Educational	1,000
Kiwanis Club of Highland Park	Unknown	Social activities	100
Kohl Children's Museum	Unknown	Cultural	5,000
Lake County Partners	Unknown	Civic	5,000
Lake Forest College	Unknown	Educational	1,000
LaRabida Childrens Hospital	Unknown	Health facilities	1,000
Les Turner ALS Foundation	Unknown	Research	5,500
Life Cancer Survivorship Program	Unknown	Human services	250
Love Inc	Unknown	Human services	100
Lymphoma Research Foundation	Unknown	Research	500
Make A Wish Foundation	Unknown	Human services	100
Mercy Home for Boys and Girls	Unknown	Human services	100
Michael Rolfe Pancreatic Cancer Fund	Unknown	Research	2,500
Misericordia	Unknown	Human services	1,800
Moraine Township	Unknown	Public policy	2,500
Moriah Congregation	Unknown	Religious	400
Myra Rubenstein Weis Health Center	Unknown	Health facilities	2,600
National Multiple Sclerosis Society	Unknown	Research	7,500
Neighborhood Housing Services	Unknown	Human services	16,450
Northbrook Action Baseball	Unknown	Recreational	300
Northbrook Chamber of Commerce	Unknown	Civic	100
Northbrook Public Library	Unknown	Cultural	225
Northbrook Woman's Club Founation	Unknown	Other charitable org.	100
Northern Illinois Food Bank	Unknown	Human services	2,500
Northfield Township Food Pantry	Unknown	Human services	5,000
Northshore Choral Society	Unknown	Cultural	200
North Shore Congregation Israel	Unknown	Religious	500
North Shore Senior Center	Unknown	Human services	200
North Suburban Special Education Organization	Unknown	Human services	500
North Suburban Synagogue Beth El	Unknown	Religious	250
North Suburban YMCA	Unknown	Human services	10,100
North Suburban YWCA	Unknown	Human services	10,000
Norwood Park Fire Department	Unknown	Civic	250
Nurture	Unknown	Human services	1,250
Oakton Community College	Unknown	Educational	2,000
Operation Hope	Unknown	Human services	5,100
PADS	Unknown	Housing	2,700

First Bank of Highland Park Foundation
#36-3310459
Schedule of Contributions
2011

	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
	-----	-----	-----
Park District of Highland Park	Unknown	Recreational	250
Peirce School	Unknown	Educational	500
Pilgrim Chamber Players	Unknown	Cultural	500
Ravinia Lawndale Community Partnership	Unknown	Cultural	7,500
Ravinia Nursery School	Unknown	Educational	1,000
Rebuilding Together	Unknown	Housing	2,500
Red Oak School	Unknown	Educational	135
Ronald McDonald House Charities	Unknown	Other charitable org	500
Rotary Club of Highland Park	Unknown	Social activities	5,000
Sager Solomon Schechter Day School	Unknown	Educational	100
Sailors for Christ	Unknown	Religious	100
Salvation Army	Unknown	Other charitable org	100
Save a Star Drug Awareness	Unknown	Human services	500
School of St Mary Parents Club	Unknown	Educational	350
Sherwood School	Unknown	Educational	500
Shomrim Society	Unknown	Social activities	500
Skokie Valley Agudath Jacob	Unknown	Religious	200
St James Church and School	Unknown	Religious	3,500
St Lawrence Episcopal Church	Unknown	Religious	100
Telshe Yeshiva Chicago	Unknown	Educational	250
The Ark	Unknown	Human services	5,300
The Art Center	Unknown	Cultural	4,100
The Cove School	Unknown	Educational	400
The First Tee of Greater Chicago	Unknown	Recreational	3,000
The Happiness Club	Unknown	Social activities	2,500
The Miracle Center	Unknown	Human services	2,500
The Self Help Home	Unknown	Public policy	100
The Sommer Foundation	Unknown	Other charitable org	1,000
Torch of Learning Award Dinner	Unknown	Other charitable org	10,000
Tri-Con Child Care Center	Unknown	Human services	5,450
United Negro College Fund	Unknown	Human services	100
University of Illinois	Unknown	Educational	100
University of Wisconsin	Unknown	Educational	100
Volunteer Pool of Highland Park	Unknown	Human services	350
Womens Board of Catholic Charities	Unknown	Other charitable org	300
Woodstock Institute	Unknown	Educational	5,000
YWCA of Lake County	Unknown	Human services	3,000

			442,815
			=====