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

**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 <b>THE LAWLOR FOUNDATION C/O WILLIAM J. LAWLOR, III</b>		A Employer identification number <b>36-3620712</b>
Number and street (or P O box number if mail is not delivered to street address) <b>70 WEST MADISON SUITE 5100</b>	Room/suite	B Telephone number <b>(312) 419-3603</b>
City or town, state, and ZIP code <b>CHICAGO, IL 60602</b>		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"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,550,046.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	11,795.	11,795.		STATEMENT 1
4 Dividends and interest from securities	72,850.	72,850.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	10,771.			
b Gross sales price for all assets on line 6a <b>437,775.</b>				
7 Capital gain net income (from Part IV, line 2)		10,771.		
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	560.	560.		STATEMENT 3
12 Total. Add lines 1 through 11	95,976.	95,976.		
13 Compensation of officers, directors, trustees, etc	7,500.	0.		7,500.
14 Other employee salaries and wages	500.	0.		500.
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees <b>STMT 4</b>	3,850.	0.		3,850.
c Other professional fees <b>STMT 5</b>	5,709.	4,567.		1,142.
17 Interest				
18 Taxes <b>STMT 6</b>	1,702.	0.		572.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	770.	0.		770.
23 Other expenses <b>STMT 7</b>	2,585.	0.		2,585.
24 Total operating and administrative expenses. Add lines 13 through 23	22,616.	4,567.		16,919.
25 Contributions, gifts, grants paid	77,700.			77,700.
26 Total expenses and disbursements. Add lines 24 and 25	100,316.	4,567.		94,619.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-4,340.			
b Net investment income (if negative, enter -0-)		91,409.		
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		3,787.	28,302.	28,302.
	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 8		254,826.	19,663.	16,509.
	b	Investments - corporate stock STMT 9		788,086.	928,738.	1,075,494.
	c	Investments - corporate bonds STMT 10		65,579.	19,813.	22,858.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		335,351.	446,885.	406,883.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
	<b>16 Total assets (to be completed by all filers)</b>		<b>1,447,629.</b>	<b>1,443,401.</b>	<b>1,550,046.</b>	
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 ▶ STATEMENT 12)		803.	915.	
	<b>23 Total liabilities (add lines 17 through 22)</b>		<b>803.</b>	<b>915.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		1,446,826.	1,442,486.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds..		0.	0.		
	<b>30 Total net assets or fund balances</b>		<b>1,446,826.</b>	<b>1,442,486.</b>		
	<b>31 Total liabilities and net assets/fund balances</b>		<b>1,447,629.</b>	<b>1,443,401.</b>		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,446,826.
2	Enter amount from Part I, line 27a	2	-4,340.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,442,486.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,442,486.

**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 STMT PART IV LINE 2		VARIOUS	VARIOUS
b SEE STMT PART IV LINE 2		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 78,459.		73,627.	4,832.
b 358,210.		353,377.	4,833.
c 1,106.			1,106.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			4,832.
b			4,833.
c			1,106.
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	10,771.
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	100,603.	1,428,932.	.070404
2009	83,529.	1,261,292.	.066225
2008	83,190.	1,413,900.	.058837
2007	79,751.	1,529,172.	.052153
2006	76,019.	1,471,571.	.051658

2 Total of line 1, column (d)	2	.299277
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	.059855
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,527,683.
5 Multiply line 4 by line 3	5	91,439.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	914.
7 Add lines 5 and 6	7	92,353.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	94,619.

**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	914.
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	914.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	914.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	953.
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	953.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	39.
11	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>39.</b> <b>Refunded</b> <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WILLIAM J. LAWLOR, III</u> Telephone no. ▶ <u>(312) 419-3603</u> Located at ▶ <u>THREE FIRST NATIONAL PLAZA, CHICAGO, IL</u> ZIP+4 ▶ <u>60602</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> <u>N/A</u>			
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 <input type="checkbox"/> <u>N/A</u>	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.) <u>N/A</u>	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.) <u>N/A</u>	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)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

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). N/A

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?  Yes  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?  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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		7,500.	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 NONE	0.
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	
2	
All other program-related investments. See instructions. 3 NONE	0.
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	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	1,518,314.
b	Average of monthly cash balances	1b	32,633.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,550,947.
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	1,550,947.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,264.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,527,683.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	76,384.

**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	76,384.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	914.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	914.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,470.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,470.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	75,470.

**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	94,619.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	94,619.
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	914.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	93,705.

**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				75,470.
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				
b From 2007				
c From 2008				
d From 2009				
e From 2010	21,599.			
f Total of lines 3a through e	21,599.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 94,619.				
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				75,470.
e Remaining amount distributed out of corpus	19,149.			
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:	40,748.			
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	40,748.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	21,599.			
e Excess from 2011	19,149.			

**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		(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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).)

**WM. J. LAWLOR, III**

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:  
**N/A**

b The form in which applications should be submitted and information and materials they should include:  
**N/A**

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)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE STMT PT XV-1	NONE		CHARITABLE	77,700.
<b>Total</b>			<b>▶ 3a</b>	77,700.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.





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

SOURCE	AMOUNT
MORGAN STANLEY SMITH BARNEY	11,795.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,795.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SALOMON SMITH BARNEY	73,956.	1,106.	72,850.
TOTAL TO FM 990-PF, PART I, LN 4	73,956.	1,106.	72,850.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	560.	560.	
TOTAL TO FORM 990-PF, PART I, LINE 11	560.	560.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,850.	0.		3,850.
TO FORM 990-PF, PG 1, LN 16B	3,850.	0.		3,850.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY	5,709.	4,567.		1,142.
TO FORM 990-PF, PG 1, LN 16C	5,709.	4,567.		1,142.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US EXCISE TAXES	1,105.	0.		0.
PAYROLL TAXES	572.	0.		572.
FOREIGN TAX WITHHELD	25.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,702.	0.		572.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EMPLOYEE BENEFITS - HEALTH INSURANCE	2,570.	0.		2,570.
FILING FEES	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	2,585.	0.		2,585.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STMT PT II	X		19,663.	16,509.
TOTAL U.S. GOVERNMENT OBLIGATIONS			19,663.	16,509.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			19,663.	16,509.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STMT PT II	928,738.	1,075,494.
TOTAL TO FORM 990-PF, PART II, LINE 10B	928,738.	1,075,494.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STMT PT II	19,813.	22,858.
TOTAL TO FORM 990-PF, PART II, LINE 10C	19,813.	22,858.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STMT PT II	COST	446,885.	406,883.
TOTAL TO FORM 990-PF, PART II, LINE 13		446,885.	406,883.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12	
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE		803.	915.
TOTAL TO FORM 990-PF, PART II, LINE 22		803.	915.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WM. J. LAWLOR, III 243 WARWICK KENILWORTH, IL 60043	DIR/PRES 0.00	0.	0.	0.
WM. J. LAWLOR, III 243 WARWICK KENILWORTH, IL 60043	SEC/TREAS 0.00	0.	0.	0.
BLAIR S. LAWLOR 243 WARWICK KENILWORTH, IL 60043	DIR/V PRES 0.00	0.	0.	0.
JOHN F. LAWLOR 604 LAUREL WILMETTE, IL 60091	DIRECTOR 0.00	0.	0.	0.
MICHAEL J. LAWLOR 243 WARWICK KENILWORTH, IL 60043	EXECUTIVE DIRECTOR 2.00	7,500.	0.	0.
JAMES B. LAWLOR 1873 N. FREEMONT CHICAGO, IL 60614	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		7,500.	0.	0.

SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

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STMT PTII

		Purchase Date	Cost Per Book	FMV
<b>Cash:</b>				
SB Money Funds -				
Vantage Government Portfolio		N/A	28,302	28,302
<b>Stocks:</b>				
300	Seadrill Ltd	03/25/2011	10,907	9,954
100	Seadrill Ltd	06/29/2011	3,499	3,318
4	Seadrill Calls	12/28/2011	( 580)	( 676)
200	AT&T	02/26/2003	4,191	6,048
100	AT&T	03/14/2003	1,961	3,024
100	AT&T	07/30/2008	3,090	3,024
100	AT&T	09/23/2008	2,971	3,024
100	AT&T	09/30/2008	2,829	3,024
100	AT&T	12/26/2008	2,788	3,024
100	AT&T	08/18/2010	2,739	3,024
100	AT&T	09/28/2010	2,880	3,024
100	AT&T	12/09/2010	2,873	3,024
100	AT&T	05/19/2011	3,129	3,024
200	Ameren Corp	02/11/2008	8,834	6,626
100	Ameren Corp	09/30/2008	3,909	3,313
100	Ameren Corp	01/02/2009	3,404	3,313
100	Ameren Corp	04/07/2009	2,277	3,313
200	Ameren Corp	08/18/2010	5,520	6,626
100	Ameren Corp	09/01/2010	2,893	3,313
400	American Electric Power Co	06/26/2009	11,399	16,524
200	American Electric Power Co	08/18/2009	6,132	8,262
100	American Electric Power Co	06/16/2010	3,366	4,131
200	Anglogold Ashanti	06/17/2009	7,216	8,490
2	Anglogold Ashanti Calls	12/20/2011	( 210)	( 195)
300	Astrazeneca	04/29/2011	14,921	13,887
200	BCE Inc	04/19/2011	8,043	8,334
200	BCE Inc	06/10/2011	7,830	8,334
300	BP PLC ADR	09/07/2011	11,111	12,822
3	BP PLC ADR Calls	09/07/2011	( 312)	( 356)
300	Barrick Gold Corp	05/28/2009	11,222	13,575
2	Barrick Gold Calls	12/20/2011	( 223)	( 182)
200	Bristol Myers Squibb	03/10/2008	4,339	7,048
100	Bristol Myers Squibb	03/17/2008	2,055	3,524
100	Bristol Myers Squibb	05/08/2008	2,275	3,524
300	Bristol Myers Squibb	05/20/2008	6,680	10,572
100	Bristol Myers Squibb	10/07/2008	1,898	3,524
100	Bristol Myers Squibb	04/08/2009	2,047	3,524
100	Bristol Myers Squibb	04/29/2009	1,901	3,524

## SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

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## STMT PTII

		Purchase Date	Cost Per Book	FMV
100	Bristol Myers Squibb	07/02/2010	2,460	3,524
5	Bristol Myers Squibb Calls	08/29/2011	( 365)	( 2,113)
1000	Centerpoint Energy Inc	12/24/2009	14,750	20,090
200	Centerpoint Energy Inc	07/06/2010	2,636	4,018
100	Centerpoint Energy Inc	07/14/2010	1,422	2,009
100	Centerpoint Energy Inc	09/01/2010	1,513	2,009
100	Centerpoint Energy Inc	03/03/2011	1,587	2,009
500	Centurytel Inc	07/24/2009	15,269	18,600
100	Centurytel Inc	03/01/2010	3,458	3,720
300	Consolidated Edison	05/22/2003	12,423	18,609
100	Consolidated Edison	02/22/2008	4,184	6,203
100	Consolidated Edison	01/09/2009	3,997	6,203
100	Consolidated Edison	05/28/2009	3,551	6,203
700	Duke Energy	06/12/2009	10,317	15,400
100	Duke Energy	06/12/2009	1,690	2,200
200	Duke Energy	07/14/2010	3,444	4,400
200	Duke Energy	03/24/2011	3,578	4,400
500	Duke Realty Inc	06/29/2010	5,371	6,025
500	Duke Realty Inc	07/06/2010	4,885	6,025
100	EnerPlus Corporation	10/18/2005	4,333	2,532
100	EnerPlus Corporation	11/13/2006	3,920	2,532
100	EnerPlus Corporation	12/14/2007	3,889	2,532
100	EnerPlus Corporation	01/24/2008	3,703	2,532
100	EnerPlus Corporation	04/08/2009	1,806	2,532
200	EnerPlus Corporation	10/18/2011	5,377	5,064
150	Entergy Corporation	08/03/2011	9,722	10,958
100	Entergy Corporation	08/19/2011	6,234	7,305
300	Exelon Corp	04/07/2010	13,445	13,011
200	Exelon Corp	06/02/2010	7,528	8,674
100	Exelon Corp	08/18/2010	4,116	4,337
100	Exelon Corp	08/26/2010	4,016	4,337
100	Exelon Corp	05/19/2011	4,167	4,337
100	Exelon Corp	12/21/2001	4,288	4,337
300	First Energy Corp	09/08/2010	11,312	13,290
100	First Energy Corp	09/28/2010	3,831	4,430
200	General Electric	01/13/2009	2,977	3,582
200	GlaxosmithKline	02/07/2008	8,444	9,126
100	GlaxosmithKline	02/11/2008	4,212	4,563
100	GlaxosmithKline	01/08/2009	3,888	4,563
100	GlaxosmithKline	01/14/2009	3,607	4,563
100	GlaxosmithKline	04/22/2009	2,940	4,563
100	GlaxosmithKline	06/29/2010	3,395	4,563
200	Great Plains Energy Inc.	01/11/2000	4,752	4,356
100	Great Plains Energy Inc.	10/26/2000	2,506	2,178

## SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

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## STMT PTII

		Purchase Date	Cost Per Book	FMV
100	Great Plains Energy Inc.	08/08/2007	2,912	2,178
100	Great Plains Energy Inc.	03/07/2008	2,457	2,178
100	Great Plains Energy Inc.	05/08/2008	2,575	2,178
100	Great Plains Energy Inc.	09/23/2008	2,253	2,178
50	HSBC Hold	03/10/2008	3,896	1,905
100	HSBC Hold	01/02/2009	4,974	3,810
100	HSBC Hold	01/21/2009	3,642	3,810
2	HSBC Hold Calls	11/22/2011	( 354)	( 252)
50	Health Care REIT Inc.	04/23/1998	1,278	2,727
50	Health Care REIT Inc.	04/13/2004	1,473	2,727
100	Health Care REIT Inc.	07/06/2007	4,076	5,453
100	Health Care REIT Inc.	08/18/2010	4,391	5,453
400	Hospitality PPTYS	08/12/2011	8,834	9,192
100	Hospitality PPTYS	10/18/2011	2,232	2,298
200	Kimberely Clark	03/02/2009	9,276	14,712
100	Kimberely Clark	04/13/2009	4,835	7,356
300	Eli Lilly & Co	01/26/2009	11,292	12,468
100	Eli Lilly & Co	03/19/2009	3,178	4,156
100	Eli Lilly & Co	04/13/2009	3,256	4,156
100	Eli Lilly & Co	12/11/2009	3,500	4,156
100	Eli Lilly & Co	09/01/2010	3,419	4,156
100	Eli Lilly & Co	07/13/2011	3,753	4,156
100	Eli Lilly & Co	12/07/2011	3,963	4,156
2	Eli Lilly Calls	12/07/2001	( 280)	( 422)
300	MDU Resources	05/08/2008	9,071	6,438
300	Mack Cali Realty	08/23/2011	8,966	8,007
400	Merck & Co Inc	01/08/2009	11,712	15,080
100	Merck & Co Inc	03/09/2009	2,043	3,770
100	Merck & Co Inc	04/17/2009	2,595	3,770
300	Meredith Corp	12/02/2011	9,083	9,795
200	Newmont Mining Corp	05/29/2009	9,805	12,002
100	Newmont Mining Corp	03/22/2010	5,111	6,001
100	Newmont Mining Corp	07/13/2011	5,652	6,001
2	Newmont Mining Calls	12/20/2011	( 416)	( 270)
100	Nisource	11/21/2001	2,053	2,381
200	Nisource	10/09/2002	2,943	4,762
100	Nisource	10/16/2002	1,513	2,381
200	Nisource	03/06/2008	3,502	4,762
100	Nisource	10/07/2008	1,333	2,381
200	Nisource	01/02/2009	2,228	4,762
100	Nisource	01/21/2009	1,028	2,381
200	Nisource	04/17/2009	2,132	4,762
200	Nisource	07/06/2010	2,974	4,762
100	Novartis AG ADR	07/21/2009	4,403	5,717

## SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

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## STMT PTII

		Purchase Date	Cost Per Book	FMV
100	Novartis AG ADR	05/21/2010	4,485	5,717
100	Novartis AG ADR	07/09/2010	4,936	5,717
400	PPL Corp	10/01/2010	10,948	11,768
100	PPL Corp	03/01/2011	2,479	2,942
200	PPL Corp	08/19/2011	5,492	5,884
100	PPL Corp	10/19/2011	2,908	2,942
400	Pengrowth Energy	06/29/2006	9,547	4,212
100	Pengrowth Energy	11/13/2006	1,527	1,053
100	Pengrowth Energy	11/14/2006	1,489	1,053
100	Pengrowth Energy	12/01/2006	1,693	1,053
100	Pengrowth Energy	09/30/2008	1,492	1,053
200	Pengrowth Energy	01/06/2009	1,756	2,106
400	Pfizer Inc	12/27/2007	9,228	8,656
100	Pfizer Inc	01/11/2008	2,401	2,164
200	Pfizer Inc	04/10/2008	4,185	4,328
100	Pfizer Inc	04/23/2008	1,982	2,164
200	Pfizer Inc	06/05/2008	3,705	4,328
200	Pfizer Inc	01/23/2009	3,352	4,328
100	Pinnacle West Cap Corp	09/24/2009	3,269	4,818
200	Pinnacle West Cap Corp	03/18/2010	7,573	9,636
150	Pinnacle West Cap Corp	04/12/2010	5,703	7,227
50	Pinnacle West Cap Corp	07/14/2010	1,931	2,409
100	Pinnacle West Cap Corp	08/18/2010	3,981	4,818
100	Pinnacle West Cap Corp	08/26/2010	3,966	4,818
100	Potash Corp	11/04/2011	4,759	4,128
1	Potash Corp Calls	12/15/2011	( 118)	( 138)
100	Progress Energy	04/04/2008	4,314	5,602
150	Progress Energy	04/12/2010	5,895	8,403
50	Progress Energy	07/14/2010	2,034	2,801
100	Progress Energy	08/18/2010	4,270	5,602
300	San Juan Basin Royalty Trust	11/30/2004	9,117	6,628
100	San Juan Basin Royalty Trust	04/09/2008	3,835	2,209
400	Sanofi Spons ADR	02/09/2011	13,778	14,616
500	Southern Company	06/12/2009	15,360	23,145
100	Southern Company	12/28/2009	3,335	4,629
100	Southern Company	08/18/2010	3,596	4,629
400	Spectra Energy	10/26/2011	11,507	12,300
2	Spectra Energy Call	10/26/2011	( 180)	( 305)
200	Suburban Propane Partners LP	12/01/2010	10,918	9,522
600	Teco Energy	09/23/2009	8,711	11,484
200	Teco Energy	07/02/2010	3,028	3,828
300	Teche Holding Co	03/20/2008	10,350	10,500
500	Vectren Corp	01/26/2011	13,336	15,115
200	Vectren Corp	03/10/2011	5,334	6,046

SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

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STMT PTII

		Purchase Date	Cost Per Book	FMV
200	Vectren Corp	06/02/2011	5,475	6,046
200	Verizon Communication	09/27/2002	5,493	8,024
200	Verizon Communication	02/20/2008	6,798	8,024
100	Verizon Communication	09/29/2008	3,063	4,012
100	Verizon Communication	09/04/2009	3,040	4,012
100	Verizon Communication	08/18/2010	3,023	4,012
100	Verizon Communication	09/27/2010	3,305	4,012
100	Verizon Communication	05/19/2011	3,724	4,012
500	Vodafone Group	08/20/2009	10,764	14,015
300	Vodafone Group	10/20/2009	6,600	8,409
100	Vodafone Group	09/01/2011	2,634	2,803
500	Westar Energy	04/07/2008	11,413	14,390
100	Westar Energy	04/08/2009	1,781	2,878
300	Westar Energy	08/24/2010	7,064	8,634
100	Westar Energy	12/21/2010	2,518	2,878
200	Westar Energy	08/18/2011	5,003	5,756
241.2	Windstream Corp	11/18/2004	2,582	2,832
300	Windstream Corp	08/07/2006	3,896	3,522
200	Windstream Corp	01/24/2008	2,185	2,348
160.8	Windstream Corp	01/24/2008	1,721	1,888
200	Windstream Corp	04/08/2009	1,641	2,348
398	Windstream Corp	03/02/2011	4,974	4,673
200	Anglogold Pfd	10/05/2010	10,850	9,546
50	Anglogold Pfd	06/15/2011	2,529	2,387
50	Anglogold Pfd	07/13/2011	2,553	2,387
100	Molycorp Inc Pfd	12/14/2011	5,960	5,619
Total Stocks			928,738	1,075,494
Corporate Bonds:				
10000	Royal Caribbean Cruises 6.875% due 12/01/2013	08/10/2006	10,013	10,525
10000	Georgia Pacific 7.375% due 12/01/2025	03/04/2004	9,800	12,333
Total Corporate Bonds			19,813	22,858
US Government Bonds:				
10000	GINNI Mae 4.000% due 08/20/2039	07/09/2010	9,913	5,985
10000	FHLM 4.000% due 06/12/2013	07/09/2003	9,750	10,524
Total US Bonds			19,663	16,509

SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

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STMT PTII

		Purchase Date	Cost Per Book	FMV
Mutual Funds:				
400	AGIC Equity & Conv Inc Fund	02/22/2007	10,000	6,240
191	AGIC Equity & Conv Inc Fund	08/07/2007	4,234	2,980
200	AGIC Equity & Conv Inc Fund	07/13/2011	3,693	3,120
9.0061	AGIC Equity & Conv Inc Fund	12/31/2007	225	140
700	Calamos Strategic Total Return	02/09/2005	9,753	5,845
200	Calamos Strategic Total Return	09/13/2005	2,813	1,670
100	Calamos Strategic Total Return	07/18/2008	1,056	835
500	Calamos Strategic Total Return	01/06/2009	3,351	4,175
150	LMP Cap & Income Fund	01/31/2011	1,866	1,854
226	LMP Cap & Income Fund	03/03/2011	2,931	2,793
548	LMP Cap & Income Fund	03/11/2011	7,319	6,773
600	AGIC Cov & Inc Fund	12/30/2003	9,948	5,070
200	AGIC Cov & Inc Fund	03/30/2004	3,266	1,690
200	AGIC Cov & Inc Fund	08/08/2007	2,857	1,690
100	AGIC Cov & Inc Fund	08/13/2007	1,338	845
100	AGIC Cov & Inc Fund	12/18/2007	1,213	845
1300	AGIC Cov & Inc Fund	11/25/2008	4,303	10,985
1000	Alliance Bernstein Global High Income	06/03/2011	15,377	14,170
2000	Alliance Bernstein Global High Income	06/22/2011	3,001	2,834
401.2858	Alliance Bernstein Income Fund	04/08/1994	4,443	3,238
401.2858	Alliance Bernstein Income Fund	05/12/1994	4,317	3,238
120.3857	Alliance Bernstein Income Fund	08/24/1994	1,198	972
280.90	Alliance Bernstein Income Fund	10/13/1994	2,592	2,267
401.2858	Alliance Bernstein Income Fund	03/01/1995	3,437	3,238
401.2858	Alliance Bernstein Income Fund	11/21/1996	3,437	3,238
401.2857	Alliance Bernstein Income Fund	12/26/1996	3,312	3,238
401.2858	Alliance Bernstein Income Fund	01/17/1997	3,374	3,238
191	Alliance Bernstein Income Fund	10/05/2010	1,606	1,541
500	Apollo Senior Floating Rate Fund	07/01/2011	9,438	8,005
2.8042	Apollo Senior Floating Rate Fund	Various	51	45
500	Blackrock Build America Bond Trust	06/29/2011	9,497	10,675
18.7163	Blackrock Build America Bond Trust	Various	199	400
500	Calamos Conv & High Inc Fund	05/28/2003	7,618	5,780
300	Calamos Conv & High Inc Fund	06/18/2003	4,586	3,468

SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

36-3620712

STMT PTII

		Purchase Date	Cost Per Book	FMV
100	Calamos Conv & High Inc Fund	09/13/2005	1,642	1,156
100	Calamos Conv & High Inc Fund	08/13/2007	1,422	1,156
200	Calamos Conv & High Inc Fund	12/18/2007	2,543	2,312
500	Eaton Vance Ltd Duration Inc Fund	05/27/2003	10,000	7,615
300	Eaton Vance Ltd Duration Inc Fund	03/09/2004	5,747	4,569
200	Eaton Vance Ltd Duration Inc Fund	03/30/2004	3,854	3,046
200	Eaton Vance Ltd Duration Inc Fund	06/01/2011	3,296	3,046
500	Guggenheim Build America Bond	06/29/2011	9,712	10,675
150	Ishares Trust Lehman TIPS	08/01/2008	15,881	17,504
2000	MFS Intermediate Income TR SBI	09/02/2010	13,496	12,600
1000	MFS Intermediate Income TR SBI	09/28/2010	6,565	6,300
1000	MFS Intermediate Income TR SBI	05/19/2011	6,027	6,300
577.2	Neuberger Berman High YLD Strategies	06/25/2003	15,010	7,879
57.72	Neuberger Berman High YLD Strategies	08/21/2007	1,356	788
173.16	Neuberger Berman High YLD Strategies	12/18/2007	3,211	2,364
57.72	Neuberger Berman High YLD Strategies	04/14/2008	1,030	788
288.6	Neuberger Berman High YLD Strategies	12/26/2008	1,573	3,939
288.6	Neuberger Berman High YLD Strategies	01/06/2009	1,855	3,939
48.1059	Neuberger Berman High YLD Strategies	Various	807	657
23.7567	Neuberger Berman High YLD Strategies	Various	329	324
200	Nuveen Mult-Currency S-Term Govt	07/30/2007	3,724	2,422
300	Nuveen Mult-Currency S-Term Govt	08/08/2007	5,505	3,633
100	Nuveen Mult-Currency S-Term Govt	08/13/2007	1,793	1,211
100	Nuveen Mult-Currency S-Term Govt	09/20/2007	1,808	1,211
100	Nuveen Mult-Currency S-Term Govt	09/21/2007	1,774	1,211
400	PIMCO High Inocme Fund	05/19/2003	6,040	4,808
500	PIMCO High Inocme Fund	07/22/2003	7,090	6,010
600	PIMCO High Inocme Fund	02/16/2005	8,946	7,212
800	Western Asset Global High Inc	07/29/2003	11,960	10,080
168	Western Asset Global High Inc	03/30/2004	2,522	2,117
300	Western Asset Global High Inc	05/02/2006	3,735	3,780
100	Western Asset Global High Inc	03/10/2011	1,275	1,260
100	Western Asset Global High Inc	06/22/2011	1,292	1,260
11.4377	Western Asset Global High Inc	Various	171	144
15.258	Western Asset Global High Inc	Various	232	192
5.7182	Western Asset Global High Inc	Various	88	72

SUPPLEMENTARY STATEMENT

THE LAWLOR FOUNDATION

36-3620712

STMT PTII

		Purchase Date	Cost Per Book	FMV
1500	Western Asset High Inc Fund II	06/05/1998	22,894	14,460
200	Western Asset High Inc Fund II	03/01/2000	2,282	1,928
200	Western Asset High Inc Fund II	07/03/2006	1,966	1,928
100	Western Asset High Inc Fund II	06/22/2011	1,000	964
600	Blackrock Muni Income Trust	01/18/2011	6,827	8,370
200	Blackrock Muni Income Trust	03/10/2011	2,492	2,790
500	Blackrock Muni Income Trust II	01/18/2011	6,039	7,605
200	Blackrock Muni Income Trust II	01/25/2011	2,563	3,042
100	Blackrock Muni Income Trust II	03/10/2011	1,330	1,521
19.7469	Blackrock Muni Income Trust II	Various	280	300
800	Invesco Van Kampen Trust/Muni	01/21/2011	10,238	11,984
200	Invesco Van Kampen Trust/Muni	05/19/2011	2,693	2,996
1000	MFS Muni Income TR SBI	01/18/2011	6,176	7,110
500	MFS Muni Income TR SBI	01/24/2011	3,111	3,555
200	MFS Muni Income TR SBI	06/01/2011	1,314	1,422
500	Nuveen Build America Bnd Oppty	06/28/2011	9,961	10,810
15.4941	Nuveen Build America Bnd Oppty	Various	383	335
500	Western Asset Muni Defined Oppty	07/01/2011	10,445	11,030
1096	Lord Abbett Bond-Deb Fund Inc.	02/02/1995	10,006	8,352
284.905	Lord Abbett Bond-Deb Fund Inc.	Various	2,624	2,171
946.970	PIMCO Real Return Fund	09/19/2001	10,006	11,165
1,150.442	PIMCO Real Return Fund	09/03/2002	13,000	13,564
16.804	PIMCO Real Return Fund	Various	173	198
76.977	PIMCO Real Return Fund	Various	841	908
183.618	PIMCO Real Return Fund	Various	2,085	2,165
1.570	PIMCO Real Return Fund	Various	18	19
140.691	PIMCO Real Return Fund	Various	1,607	1,659
153.927	PIMCO Real Return Fund	Various	1,741	1,815
109.049	PIMCO Real Return Fund	Various	1,184	1,286
60.731	PIMCO Real Return Fund	Various	647	716
Total Mutual Funds			446,885	406,883
Total Assets			1,443,400	1,550,046

## STMT PART IV LINE 2

Shares	Description	Proceeds	Sale Date	Cost	Purchase Date	Net Gain ( Loss)
<u>SHORT TERM</u>						
1	Barrick Gold Apr Calls	96	09/29/2010	30	01/21/2011	66
300	Columbia R/E Equity Fund Z	3,190	05/03/2011	2,598	08/28/2010	592
2	Anglogold Ashanti Ltd July Calls	200	02/09/2011	70	01/05/2011	130
1	Barrick Gold July Calls	101	02/09/2011	29	01/05/2011	72
2	Barrick Gold Oct Calls	206	03/29/2011	98	03/07/2011	108
600	New York Comm Bank	8,845	06/28/2011	9,346	08/27/2010	( 501)
1000	Nvidia Corp	12,050	01/21/2011	10,010	08/20/2010	2,040
2	Newmont Mining June Calls	302	03/02/2011	98	01/05/2011	204
3	Seadrill Ltd July Calls	270	04/28/2011	90	03/25/2011	180
10	Quicklogic Corp Aug Calls	170	04/11/2011	100	03/31/2011	70
1	Anglogold Ashanti Oct Calls	100	05/25/2011	35	04/25/2011	65
1	Barrick Gold Oct Calls	80	05/06/2011	25	04/08/2011	55
1	Newmont Mining Sep Calls	120	05/25/2011	60	04/05/2011	60
500	Quicklogic Corp	1,686	05/04/2011	2,544	03/31/2011	( 858)
500	Quicklogic Corp	1,511	05/16/2011	2,544	03/31/2011	( 1,033)
5	Quicklogic Corp Nov Calls	95	05/04/2011	50	04/11/2011	45
5	Quicklogic Corp Nov Calls	95	05/16/2011	50	04/11/2011	45
2	GE Sept Calls	238	06/01/2011	54	03/10/2011	184
2	HSBC Dec Calls	208	06/23/2011	50	05/12/2011	158
200	New York Comm Bancorp	2,948	06/28/2011	3,276	05/12/2011	( 328)
1	Agnico Eagle Mines Nov Calls	269	07/06/2011	80	04/05/2011	189
350	LMP Cap & Income	4,953	01/13/2011	4,353	07/08/2011	600
274	LMP Cap & Income Fund	3,521	03/02/2011	3,253	11/23/2010	268
526	LMP Cap & Income Fund	7,443	07/08/2011	6,245	11/23/2010	1,198
200	LMP Cap & Income Fund	2,830	07/08/2011	2,436	12/10/2010	394
3	Seadrill Ltd Jan Calls	318	08/05/2011	90	04/28/2011	228
2	GE Jan Calls	58	09/07/2011	22	08/05/2011	36
1	Agnico Eagle Mines Jan Calls	226	10/19/2011	9	07/08/2011	217
1	Agnico Eagle Mines Feb Calls	122	11/07/2011	48	11/28/2011	74
2	HSBC Jan Calls	336	09/12/2011	76	11/22/2011	260
100	MolyCorp Inc	6,590	11/29/2011	5,960	11/21/2011	630
4	Seadrill Ltd Jan Calls	324	12/28/2011	100	08/18/2011	224
1	Agnico Eagle Mines Jan Calls	145	12/07/2011	41	10/20/2011	104
200	Agnico Eagle Mines	8,503	12/08/2011	11,376	04/05/2011	( 2,873)
2	AngloGold Ashanti Jan Calls	450	12/20/2011	150	06/23/2011	300
2	Barrick Gold Jan Calls	340	12/20/2011	92	06/27/2011	248
2	Newmont Mining Dec Calls	257	12/19/2011	0	06/27/2011	257
1	Newmont Mining Dec Calls	126	12/14/2011	6	07/13/2011	120
1	Potash Corp Mar Calls	137	12/07/2011	32	11/04/2011	105
1	Potash Corp Jun Calls	102	12/15/2011	37	12/07/2011	65
200	Pfizer Inc	3,898	03/10/2011	3,070	06/11/2010	828
5000	FHLM 4.500% due 05/20/2025	5,000	05/20/2011	4,994	06/17/2010	6
Total Short Term Capital Gains		78,459		73,627		4,832

## STMT PART IV LINE 2

Shares	Description	Proceeds	Sale Date	Cost	Purchase Date	Net Gain (Loss)
<u>LONG TERM</u>						
144	Frontier Communications Corp	1,355	02/09/2011	0	08/18/2010	1,355
200	BP PLC ADR	7,660	01/21/2011	12,572	02/07/2008	( 4,912)
100	BP PLC ADR	3,830	01/21/2011	6,421	02/08/2008	( 2,591)
100	BP PLC ADR	3,830	01/21/2011	5,786	08/21/2008	( 1,956)
100	Marathon Oil	4,842	04/15/2011	4,818	04/04/2008	24
100	Marathon Oil	4,842	04/15/2011	4,803	05/01/2008	39
100	Marathon Oil	3,716	01/05/2011	2,904	01/02/2009	812
100	Nicor	5,144	02/09/2011	3,917	06/17/2003	1,227
100	Nicor	5,144	02/09/2011	3,291	03/07/2008	1,853
200	Nicor	10,288	02/09/2011	6,708	05/04/2009	3,580
100	Progress Energy	4,966	10/01/2011	4,605	12/22/2004	361
100	Progress Energy	5,298	11/09/2011	4,340	02/22/2008	958
200	Columbia R/E Equity Fund Z	2,127	05/03/2011	3,880	07/30/2007	( 1,753)
100	Columbia R/E Equity Fund Z	1,063	05/03/2011	1,955	08/07/2007	( 892)
200	Columbia R/E Equity Fund Z	2,127	05/03/2011	3,737	08/13/2007	( 1,610)
189	Columbia R/E Equity Fund Z	2,010	05/03/2011	3,069	11/27/2007	( 1,059)
11.544	Columbia R/E Equity Fund Z	123	05/03/2011	215	12/31/2007	( 92)
300	Duke Energy	5,223	01/10/2011	4,421	06/12/2009	802
15000	FNMA					
	5.300% due 01/21/2025	15,000	01/24/2011	14,963	12/28/2009	37
6000	Unumprovident Corp					
	7.625% due 03/01/2011	6,000	03/01/2011	6,300	11/29/2004	( 300)
10000	FHLM					
	5.000% due 03/10/2025	10,000	03/10/2011	9,975	02/22/2010	25
10000	FHLM					
	4.000% due 04/15/2025	10,000	04/15/2011	9,913	04/13/2010	87
10000	FHLM					
	4.000% due 02/15/2025	10,000	05/16/2011	9,900	02/09/2010	100
20000	FHLM					
	4.500% due 05/20/2025	20,000	05/20/2011	19,900	04/28/2010	100
10000	Valero Energy Corp					
	8.750% due 06/15/2030	12,239	05/25/2011	10,238	01/02/2009	2,001
20000	FNMA	20,000	06/28/2011	19,850	12/08/2009	150
10000	5.000% due 12/28/2029	10,000	06/28/2011	9,900	12/16/2009	100
35000	FNMA					
	3.25% due 06/30/2020	35,000	06/30/2011	34,913	06/18/2010	87
25000	GE Capital Corp					
	5.000% due 06/27/2018	25,000	12/27/2011	19,278	03/04/2009	5,722
20000	FHLM					
	3.000% due 08/18/2025	20,000	08/18/2011	19,970	08/03/2010	30
20000	FHLM					
	3.250% due 07/15/2025	20,000	10/17/2011	19,975	07/09/2010	25
10000	FHLM					
	3.000% due 07/20/2023	10,000	10/20/2011	9,990	07/15/2010	10
1000	FHLM					
	4.000% due 07/29/2030	1,000	10/31/2011	990	07/28/2010	10
20000	FNMA	20,000	10/14/2011	19,975	06/25/2010	25
20000	3.00% due 07/14/2025	20,000	10/14/2011	19,975	06/30/2010	25
10000	FNMA					
	4.00% due 07/14/2025	10,000	10/20/2011	9,980	06/21/2010	20
10000	Polyone Corp					
	8.875% due 05/01/2012	10,383	11/15/2011	9,950	03/02/2004	433
	Total Long Term Capital Gains	358,210		353,377		4,833
	Grand Total	436,669		427,004		9,665

SUPPLEMENTARY STATEMENTS

THE LAWLOR FOUNDATION

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LN 3(a)

<u>ORGANIZATION</u> <u>ADDRESS</u>	<u>AMOUNT</u>
ART RESOURCES IN TEACHING 11 E. ADAMS, STE 1600 CHICAGO, IL 60603	500.00
AMERICAN RED CROSS 2200 W. HARRISON ST. CHICAGO, IL 60612	8,000.00
BONAVENTURE HOUSE 825 W. WELLINGTON AVE CHICAGO, IL 60615	3,500.00
CATHOLIC THEOLOGICAL UNION 5401 S. CORNELL AVE CHICAGO, IL 60615	6,000.00
CATHOLIC CHARITIES OF CHICAGO 721 N. LASALLE ST. CHICAGO, IL 60610	6,000.00
CATHOLIC RELIEF SERVICES P.O. BOX 17090 BALTIMORE, MD 21298-9664	3,000.00
CHICAGO METRO HISTORY EDUCATION CENTER 60 W. WALTON CHICAGO, IL 60610	1,000.00
CHILDREN'S MEMORIAL FOUNDATION 2300 CHILDREN'S PLAZA, #116 CHICAGO, IL 60614	2,000.00
CLEARWATER CAMP FOUNDATION 7490 CLEARWATER RD MINOCQUA, WI 54548	500.00
CNEWA 1011 FIRST AVE. NEW YORK, NY 10022-4195	1,000.00
COMMON GROUND 505 EIGHTH AVE., 5TH FLR NEW YORK, NY 10018	100.00
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE., 2ND FLR NEW YORK, NY 10001-5004	6,000.00
DOMINICAN UNIVERSITY 7900 W. DIVISION ST. RIVER FOREST, IL 60305	1,000.00

SUPPLEMENTARY STATEMENTS

THE LAWLOR FOUNDATION

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<u>ORGANIZATION ADDRESS</u>	<u>AMOUNT</u>
GEORGETOWN UNIVERSITY BOX 571253 WASHINGTON, DC 20057	1,000.00
GREAT BOOKS FOUNDATION 35 E. WACKER, STE 2300 CHICAGO, IL 60601	2,000.00
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PL CHICAGO, IL 60632	6,000.00
GUIDE DOGS FOUNDATION FOR THE BLIND 371 E. MAIN ST. (JERICHO TPKE) SMITHTOWN, NY 11787	2,000.00
H.O.M.E. 5414B W. ROOSEVELT RD CHICAGO, IL 60644	2,000.00
HOMAN SQUARE POWER HOUSE 3517 W. ARTHINGTON CHICAGO, IL 60624	1,000.00
IIRD NORTHAMERICA 9005 GREENRIDGE DRIVE ST. LOUIS, MO 63117	2,000.00
LAKE FOREST COLLEGE 555 N. SHERIDAN RD LAKE FOREST, IL 60045	100.00
LINCOLN PARK COMMUNITY SHELTER 638 W. DEMING PL CHICAGO, IL 60614	2,000.00
LOYOLA ACADEMY 1100 LARAMIE AVE WILMETTE, IL 60091	1,000.00
LOYOLA UNIVERSITY 820 N. MICHIGAN AVE CHICAGO, IL 60611	1,000.00
MERIT MUSIC PROGRAM 38 S. PEORIA ST. CHICAGO, IL 60607	2,000.00
MISERICORDIA 6300 N. RIDGE AVE CHICAGO, IL 60660	2,000.00

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THE LAWLOR FOUNDATION

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<u>ORGANIZATION ADDRESS</u>	<u>AMOUNT</u>
MUSIC ACADEMY OF THE WEST 1070 FAIRWAY RD SANTA BARBARA, CA 93108	1,000.00
NEWBERRY LIBRARY 60 W. WALTON ST. CHICAGO, IL 60610	1,000.00
OXFAM 26 WEST STREET BOSTON, MA 02111	4,000.00
PRINCETON IN CHICAGO SCHOOLS 200 S. WACKER DR., STE 2300 CHICAGO, IL 60606	1,000.00
SAINTS FAITH, HOPE AND CHARITY 191 LINDEN ST. WINNETKA, IL 60093	2,000.00
SAINT BENEDICTS 2215 W. IRVING PARK RD CHICAGO, IL 60618	500.00
SAINT FRANCIS XAVIER CHRUCH 524 9TH STREET WILMETTE, IL 60091	1,500.00
SMILETRAIN PO BOX 96231 WASHINGTON, DC 20090	1,000.00
THE NATURE CONSERVANCY 4245 N. FAIRFAX DR., STE 100 ARLINGTON, VA 22203	1,000.00
THE WETLANDS INITIATIVE 53 W. JACKSON BLVD CHICAGO, IL 60604	2,000.00
THE RED DOOR ANIMAL SHELTER P.O. BOX 269119 CHICAGO, IL 60626	1,500.00
THE HADLEY SCHOOL FOR THE BLIND 700 ELM STREET WINNETKA, IL 60093	1,000.00
UNIVERSITY OF CHICAGO 1010 E. 59TH ST. CHICAGO, IL 60637	2,000.00

SUPPLEMENTARY STATEMENTS

THE LAWLOR FOUNDATION

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<u>ORGANIZATION ADDRESS</u>	<u>AMOUNT</u>
UNIVERSITY OF CHICAGO WOMAN'S BOARD 5801 S. ELLIS AVE., STE 302 CHICAGO, IL 60637	1,000.00
URBAN INITIATIVES 650 W. LAKE ST., STE 340 CHICAGO, IL 60661	1,500.00
LESS PRIOR PERIOD ADJ FOR UNCASHED CHECKS	(7,000.00)
TOTAL AMOUNT	77,700.00

PURPOSE OF ALL GRANTS

THE LAWLOR FOUNDATION MAKES CONTRIBUTIONS ONLY TO OTHER  
TAX-EXEMPT CHARITABLE ORGANIZATIONS QUALIFYING AS EXEMPT  
ORGANIZATIONS UNDER IRC 501(c)