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# HURRICANE SANDY EXTENDED DEADLINE

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

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

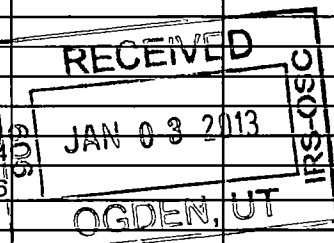
OMB No 1545-0052

**2011**

For calendar year 2011 or tax year beginning , and ending

Name of foundation <b>The John and Phyllis Groot Foundation</b>		<b>A</b> Employer identification number <b>36-3924778</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B</b> Telephone number (see instructions) <b>(800) 839-1754</b>
<b>Foundation Source 501 Silverside Rd</b>	<b>123</b>	
City or town, state, and ZIP code <b>Wilmington DE 19809-1377</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> 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		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 2,778,774</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	53	53		
	4 Dividends and interest from securities	53,557	53,557		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	53,257			
	b Gross sales price for all assets on line 6a 2,167,348				
	7 Capital gain net income (from Part IV, line 2)		39,652		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	11,225	11,334		
	12 Total. Add lines 1 through 11	118,092	104,596		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	15,099	15,099		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,102			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	34,471	15,565		19,060
	24 Total operating and administrative expenses. Add lines 13 through 23	51,672	30,664		19,060
	25 Contributions, gifts, grants paid	350,000			350,000
	26 Total expenses and disbursements Add lines 24 and 25	401,672	30,664		369,060
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-283,580			
	b Net investment income (if negative, enter -0-)		73,932		
	c Adjusted net income (if negative, enter -0-)				



For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

(HTA)

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing			
	<b>2</b> Savings and temporary cash investments	174,749	259,155	259,155
	<b>3</b> Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	<b>4</b> Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	<b>5</b> Grants receivable			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	<b>8</b> Inventories for sale or use			
	<b>9</b> Prepaid expenses and deferred charges			
	<b>10 a</b> Investments—U S. and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule)	2,169,779	1,930,739	1,959,199
	<b>c</b> Investments—corporate bonds (attach schedule)	447,000	300,101	294,463
	<b>11</b> Investments—land, buildings, and equipment basis ▶			
<b>Liabilities</b>	Less accumulated depreciation (attach schedule) ▶			
	<b>12</b> Investments—mortgage loans			
	<b>13</b> Investments—other (attach schedule)	247,866	265,819	265,957
	<b>14</b> Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	<b>15</b> Other assets (describe ▶)			
	<b>16 Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,039,394	2,755,814	2,778,774
	<b>17</b> Accounts payable and accrued expenses			
	<b>18</b> Grants payable			
	<b>19</b> Deferred revenue			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule)			
	<b>22</b> Other liabilities (describe ▶)			
	<b>23 Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>24</b> Unrestricted			
	<b>25</b> Temporarily restricted			
	<b>26</b> Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>27</b> Capital stock, trust principal, or current funds			
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund			
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds	3,039,394	2,755,814	
	<b>30 Total net assets or fund balances</b> (see instructions)	3,039,394	2,755,814	
	<b>31 Total liabilities and net assets/fund balances</b> (see instructions)	3,039,394	2,755,814	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	3,039,394
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	-283,580
<b>3</b> Other increases not included in line 2 (itemize) ▶	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	2,755,814
<b>5</b> Decreases not included in line 2 (itemize) ▶	<b>5</b>	
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	2,755,814

**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.)
<b>1a Publicly-traded Securities</b>				
<b>b Passthrough K1 Capital Gain</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 2,167,348		2,136,230	31,118	
<b>b</b>			8,534	
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
<b>a</b>			31,118	
<b>b</b>			8,534	
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	39,652
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>	

**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.

(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	354,887	3,262,882	0.108765
2009	396,432	3,179,359	0.124689
2008	480,437	4,273,499	0.112422
2007	620,591	5,162,431	0.120213
2006	280,904	4,956,426	0.056675
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.522764
<b>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</b>			<b>3</b> 0.104553
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b> 3,101,156
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 324,235
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 739
<b>7 Add lines 5 and 6</b>			<b>7</b> 324,974
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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.			<b>8</b> 369,060

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

1 a 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	739	
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	739	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	739	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,421		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d	7	2,421		
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,682		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 1,682 Refunded	11	0		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) IL _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶				
14	The books are in care of ▶ Foundation Source	Telephone no ▶	(800) 839-1754	
	Located at ▶ 501 Silverside Road, Suite 123 Wilmington DE	ZIP+4 ▶	19809-1377	
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		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			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 ▶	1b	N/A
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 ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
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)**

<b>5a</b> 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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)? Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>	<b>5b</b>	N/A
<b>c</b> 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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)		<input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			<b>6b</b>	X
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			<b>7b</b>	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 (see instructions).**

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
	00			
	00			
	00			
	00			
	00			

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



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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services</b>		

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

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

	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,700,709
<b>b</b>	Average of monthly cash balances	<b>1b</b>	181,716
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	265,957
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,148,382
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,148,382
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	47,226
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,101,156
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	155,058

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	155,058
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	739
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	328
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,067
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	153,991
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0
<b>5</b>	Add lines 3 and 4	<b>5</b>	153,991
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	153,991

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	369,060
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	369,060
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	739
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	368,321

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				153,991
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	43,170			
<b>b</b> From 2007	271,687			
<b>c</b> From 2008	269,211			
<b>d</b> From 2009	238,860			
<b>e</b> From 2010	193,687			
<b>f</b> Total of lines 3a through e	1,016,615			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 369,060				
<b>a</b> Applied to 2010, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2011 distributable amount				153,991
<b>e</b> Remaining amount distributed out of corpus	215,069			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,231,684			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions		0		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	43,170			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,188,514			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007	271,687			
<b>b</b> Excess from 2008	269,211			
<b>c</b> Excess from 2009	238,860			
<b>d</b> Excess from 2010	193,687			
<b>e</b> Excess from 2011	215,069			

**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)

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
85% of line 2a	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	0			0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
<b>c</b> "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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

**c** Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
ACTIVE WATER PO BOX 308 PORTAGE MI 49081	N/A	509(a)(1)	General & Unrestricted	5,000
ALL GODS CHILDREN LTD P O BOX 5909 VILLA PARK IL 60181	N/A	509(a)(1)	General & Unrestricted	500
B E D S INC PO BOX 2035 LA GRANGE IL 60525	N/A	509(a)(1)	General & Unrestricted	3,000
BETHANY CHRISTIAN SERVICES OF ILLINOIS 6600 W COLLEGE DR, STE 207 PALOS HEIGHTS IL 60463	N/A	509(a)(1)	Safe Families Program	1,000
BETHSHAN ASSOCIATION 12927 S MONITOR AVE PALOS HEIGHTS IL 60463	N/A	509(a)(1)	General & Unrestricted	5,000
CALVIN CHRISTIAN REFORMED CHURCH 10056 CENTRAL AVE OAK LAWN IL 60453	N/A	509(a)(1)	Benevolence Fund	10,000
CALVIN CHRISTIAN REFORMED CHURCH 973 W NORTON AVE NORTON SHORES MI 49441	N/A	509(a)(1)	General & Unrestricted	10,000
CALVIN COLLEGE 3201 BURTON ST SE GRAND RAPIDS MI 49546	N/A	509(a)(1)	General & Unrestricted	1,000
CALVIN COLLEGE 3201 BURTON ST SE GRAND RAPIDS MI 49546	N/A	509(a)(1)	Stroke Rehabilitation Clinic	5,000
CHICAGO WEST SIDE CHRISTIAN SCHOOL ASSOC 1240 S PULASKI RD CHICAGO IL 60623	N/A	509(a)(1)	General & Unrestricted	20,000
CHRIST CHURCH OF OAK BROOK 501 OAK BROOK RD OAK BROOK IL 60523	N/A	509(a)(1)	Media Fund	2,000
<b>Total</b> See Attached Statement			▶ <b>3a</b>	350,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			▶ <b>3b</b>	0

## Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations )

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



Form 990-PF, Part I, Line 6 - Gain/Loss from Sale of Assets Other Than Inventory

Gross Sales	Cost Basis	Net Gain or Loss
0	0	13,605
TOTAL:		

	Description	Gross Sales Price	Cost Basis	Valuation Method	Expense of Sale & Imprv Cost	Deprec.	Net Gain or Loss
1	JPMORGAN MULTI-STRATEGY FUND LLC						13,605
2							
3							
4							
5							
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8							
9							
10							

**Form 990-PF, Part I, Line 11 - Other Income**

		<b>TOTAL:</b>			
	Description	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income	
1	JPMORGAN MULTI-STRATEGY FUND LLC K-1 Pass-Through Share of Partnership Income/(Loss)	11,225	11,334	0	0
2					
3					
4					
5					
6					
7					
8					
9					
10					



Form 990-PF, Part I, Line 16c - Other Professional Fees

		TOTAL:				0	0	0
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Investment Management Services	15,099	15,099	0	0			
2								
3								
4								
5								
6								
7								
8								
9								
10								

Form 990-PF, Part I, Line 18 - Taxes

TOTAL:						2,102	0	0	0
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose				
1	Estimated Tax for 2011	1,900	0	0	0				
2	IRS Miscellaneous Fee	2	0	0	0				
3	IRS Tax Payment with 1st ext 2010 990-T	200	0	0	0				
4									
5									
6									
7									
8									
9									
10									

**Form 990-PF, Part I, Line 23 - Other Expenses**

TOTAL:		34,471	15,565	0	19,060
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Administrative Fees	19,045	0	0	19,045
2	Bank Charges	0	0	0	0
3	Filing Fees	15	0	0	15
4	JPMORGAN MULTI-STRATEGY FUND LLC K-1 Pass-Through Expenses	15,411	15,565	0	0
5					
6					
7					
8					
9					
10					

**Form 990-PF, Part II, Line 10b - Investments - Corporate Stock**

		TOTAL:			1,930,739	1,959,199
	Description	Shares	Book Value End of Year	FMV End of Year		
1	ABBOTT LABS (ABT)	15	707	843		
2	ACE LTD (ACE)	11	541	771		
3	ALLERGAN INC. (AGN)	5	431	439		
4	AMAZON COM (AMZN)	9	1,233	1,558		
5	AMERICAN CENTURY INFLATION ADJUSTED BD INVESTOR (ACITX)	4,225	49,474	53,826		
6	ANADARKO PETROLEUM CORP (APC)	11	823	840		
7	APPLE INC. (AAPL)	11	1,910	4,455		
8	ARTISAN INTERNATIONAL VALUE FUND INVESTOR SHS (ARTKX)	3,439	93,841	86,278		
9	AT&T CORP COM NEW (T)	32	971	968		
10	AUTOZONE INC (AZO)	2	577	650		
11	BAIDU.COM - ADR (BIDU)	3	277	349		
12	BAKER HUGHES INTL (BHI)	8	457	389		
13	BANK OF AMERICA CORP (BAC)	80	920	445		
14	BIOGEN IDEC INC (BIIB)	9	489	990		
15	BROADCOM CORPORATION (BRCM)	8	266	235		
16	CAMERON INTERNATIONAL CORP (CAM)	7	372	344		
17	CAMPBELL SOUP CO (CPB)	18	650	598		
18	CAPITAL ONE FINANCIAL CORP (COF)	14	635	592		
19	CARDINAL HEALTH INC (CAH)	23	712	934		
20	CARNIVAL CORP (CCL)	20	693	653		
21	CBS CORP CL B (CBS)	34	920	923		
22	CELGENE CORP (CELG)	13	671	879		
23	CENTERPOINT ENERGY (CNP)	48	819	964		
24	CISCO SYSTEMS INC (CSCO)	76	1,378	1,374		
25	CITIGROUP INC (C)	30	1,202	789		
26	CITRIX SYSTEMS INC (CTXS)	5	289	304		
27	COCA-COLA CO (KO)	10	673	700		
28	COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS (CTSH)	14	752	900		
29	COLGATE-PALMOLIVE COMPANY (CL)	7	571	647		
30	COMCAST CORP CL A (CMCSA)	28	511	664		
31	CONOCOPHILLIPS (COP)	18	952	1,312		
32	COVIDIEN LTD (COV)	17	720	765		
33	CVS CAREMARK CORP. (CVS)	12	361	489		
34	DARDEN RESTAURANTS INC. (DRI)	7	303	319		
35	DEVON ENERGY CORPORATION (DVN)	5	333	310		
36	DOMINION RESOURCES INC (D)	10	504	531		
37	DU PONT DE NEMOURS (DD)	34	1,350	1,557		
38	EATON VANCE FLOATING RATE FUND INSTI SHARE (EIBLX)	14,177	123,823	124,894		
39	EATON VANCE GLOBAL MACRO FD CL I (EIGMX)	9,321	96,233	91,532		
40	EMC CORP-MASS (EMC)	25	512	539		
41	EMERSON ELECTRIC CO. (EMR)	13	703	606		

**Form 990-PF, Part II, Line 10b - Investments - Corporate Stock**

<b>TOTAL:</b>					1,930,739	1,959,199
	Description	Shares	Book Value End of Year	FMV End of Year		
42	EOG RESOURCES INC (EOG)	4	402	394		
43	ESTEE LAUDER COMPANIES INC (EL)	4	406	449		
44	EXXON MOBIL CORP (XOM)	26	1,813	2,204		
45	FREEMPORT-MCMORAN COPPER & GOLD INC (FCX)	14	543	515		
46	GATEWAY FUND CLASS Y (GTEYX)	2,422	64,583	63,929		
47	GENERAL ELECTRIC CO (GE)	40	651	716		
48	GENERAL MILLS INC (GIS)	15	430	606		
49	GENERAL MOTORS (GM)	25	844	507		
50	GLOBAL PAYMENTS INC (GPN)	8	391	379		
51	GOLDMAN SACHS GROUP (GS)	9	808	814		
52	HARBOR HIGH YIELD BD FD INSTITUTIONAL CL (HYFAX)	4,934	51,709	52,252		
53	HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)	3,435	48,876	58,837		
54	HOME DEPOT INC. (HD)	10	338	420		
55	HONEYWELL INTERNATIONAL INC. (HON)	17	736	924		
56	HUMANA INC (HUM)	13	1,018	1,139		
57	INTERCMTNLTXCHANGE (ICE)	2	223	241		
58	INVECO PLC (IVZ)	31	599	623		
59	ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND (ICF)	640	32,447	44,941		
60	ISHARES TR S & P MIDCAP 400 INDEX FD (IJH)	206	14,055	18,048		
61	ISHARES TRUST RUSSELL MIDCAP INDEX FUND (IWR)	182	14,474	17,912		
62	JOHNSON & JOHNSON (JNJ)	21	1,325	1,377		
63	JOHNSON CONTROLS INC (JCI)	50	1,019	1,563		
64	JP MORGAN SHORT DURATION BOND SELECT FUND (HLLVX)	20,426	223,421	223,660		
65	JP MORGAN STRATEGIC INCOME OPPORTUNIS FD SELECT (JSOSX)	5,358	63,468	60,710		
66	JPMORGAN EQUITY INCOME FUND SELECT (HLIEX)	6,282	56,793	58,803		
67	JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)	4,780	53,286	51,766		
68	JPMORGAN LARGE CAP GROWTH FUND SELECT (SEEGX)	2,957	64,312	63,455		
69	JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)	10,323	158,766	147,823		
70	JPMORGAN MID CAP CORE-SEL (JMRSX)	3,211	49,713	51,608		
71	JPMORGAN REALTY INCOME FUND (URLTX)	4,918	46,378	50,210		
72	JUNIPER NETWORKS (JNPR)	41	949	837		
73	KRAFT FOODS INC (KFT)	32	1,105	1,196		
74	LAM RESEARCH CORP (LRCX)	5	219	185		
75	LENNAR CORP (LEN)	21	315	413		
76	LOWES COMPANIES INC (LOW)	54	1,170	1,371		
77	MASTERCARD INC (MA)	1	183	373		
78	MATTHEWS PACIFIC TIGER FUND I (MIPTX)	3,941	78,205	80,083		
79	MERCK & CO INC (MRK)	61	2,091	2,300		
80	METLIFE INC. (MET)	33	1,257	1,029		
81	MICROS SYSTEMS, INC (MCRS)	4	201	186		
82	MICROSOFT CORPORATION (MSFT)	110	2,252	2,856		

## Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

TOTAL:					1,930,739	1,959,199
	Description	Shares	Book Value End of Year	FMV End of Year		
83	MONSANTO CO (MON)	5	346			350
84	NETAPP, INC. (NTAP)	7	249			254
85	NEXTERA ENERGY, INC (NEE)	10	571			609
86	NIKE INC-CL B (NKE)	9	527			867
87	NORFOLK SOUTHERN CORP (NSC)	26	1,160			1,894
88	OCCIDENTAL PETE CORP (OXY)	22	1,809			2,061
89	ORACLE CORP (ORCL)	45	1,048			1,154
90	PACCAR INC (PCAR)	24	751			899
91	PAYDEN HIGH INCOME FUND CLASS R (PYHRX)	14,076	96,984			97,123
92	PFIZER INC. (PFE)	84	1,322			1,818
93	PIMCO EMERGING LOCAL BD (P) (PELPX)	3,991	39,786			40,105
94	PIONEER NAT RES CO (PXD)	3	223			268
95	PROCTER GAMBLE CO (PG)	25	1,557			1,668
96	PRUDENTIAL FINCL INC (PRU)	15	686			752
97	QUALCOMM INC (QCOM)	23	861			1,258
98	SCHLUMBERGER LTD (SLB)	23	1,922			1,571
99	SOUTHWESTERN ENERGY (SWN)	6	237			192
100	SPDR GOLD TR GOLD SHS (GLD)	305	33,144			46,357
101	SPDR S&P 500 ETF TRUST (SPY)	645	74,664			80,948
102	T. ROWE PRICE OVERSEAS STOCK FUND (TROSX)	7,499	63,630			54,892
103	TARGET CORPORATION (TGT)	13	614			666
104	TD AMERITRADE HOLDING CORP (AMTD)	21	338			329
105	THE ARBITRAGE FUND CLASS I (ARBNX)	4,999	64,583			65,483
106	THE HARTFORD CAPITAL APPRECIATION FUND CLASS I (ITHIX)	3,115	102,329			89,739
107	TIME WARNER INC. (TWX)	59	1,510			2,132
108	TYCO INTERNATIONAL LTD. (TYC)	19	736			887
109	UNITED TECHNOLOGIES CORP (UTX)	25	1,383			1,827
110	UNITEDHEALTH GROUP INC. (UNH)	16	666			811
111	US BANCORP DEL NEW (USB)	25	460			676
112	VERIZON COMMUNICATIONS (VZ)	30	970			1,204
113	VERTEX PHARMCTLS INC (VRTX)	10	314			332
114	WELLS FARGO & CO (WFC)	76	1,631			2,095
115	WILLIAMS COS (WMB)	27	814			892
116	XILINX INC (XLNX)	25	771			802
117	YUM BRANDS INC (YUM)	25	810			1,475

**Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds**

<b>TOTAL:</b>				300,101	294,463
	Description	Shares	Book Value End of Year	FMV End of Year	
<b>1</b>	BARCLAYS BK PLC BUFF RTN LKD 0 0% 03/26/2012 (06740LAN5)	15,000	15,000	13,091	
<b>2</b>	BARCLAYS BK PLC PRIN PROT LKD 0 00000% 05/28/2014 (06739JEC3)	25,000	25,101	23,400	
<b>3</b>	DEUTSCHE BK AG BUFFER NT LKD 0.00000% 03/26/2012 (2515A0Y31)	15,000	15,000	16,938	
<b>4</b>	DEUTSCHE BK AG GLBL - 0.000% - 10/31/2012 (2515A1DT5)	30,000	30,000	29,412	
<b>5</b>	GOLDMAN SACHS INC-0 00% 03/4/2013 (38143UB67)	20,000	20,000	20,736	
<b>6</b>	GOLDMAN SACHS INC-0 00%-08/08/2012 (38143UWR8)	60,000	60,000	56,419	
<b>7</b>	GS BREN EAFE 11/28/2012 10.0% (38143UZS3)	30,000	30,000	29,088	
<b>8</b>	JPMORGAN CHASE & CO BUFFER NT 0 0% 10/24/2012 (48125X6E1)	30,000	30,000	30,249	
<b>9</b>	JPMORGAN CHASE & CO CAP-0 00%-10/17/2012 (48125X3Z7)	25,000	25,000	27,133	
<b>10</b>	MORGAN STANLEY CURR LKD 0 0% 10/15/2013 (617482SF2)	20,000	20,000	18,300	
<b>11</b>	SG STRUCTURED PRODUCTS NOTE MTN 02/08/2012 (78423AE73)	30,000	30,000	29,697	

Form 990-PF, Part II, Line 13 - Investments - Other

TOTAL:			265,819	265,957
	Asset Description	Book Value End of Year	FMV End of Year	
1	JPMORGAN MULTI-STRATEGY FUND LLC	265,819	265,957	
2				
3				
4				
5				
6				
7				
8				
9				
10				



**Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers**

TOTAL:										0	0	0	0
	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp	Benefits	Expense Acct			
1	Pamela Anne Brandsma	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director	1	0	0	0			
2	Larry A Groot	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director	1	0	0	0			
3	Robin J Ipema	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	President	1	0	0	0			
4	Valerie Van Woerkom	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Vice President / Secretary	1	0	0	0			
5	Gayle Ellen Vryhof	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director	1	0	0	0			
6													
7													
8													
9													
10													

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

CHRISTIAN CARE

**Street**

1530 MCLAUGHLIN AVE

**City**

MUSKEGON

**State**

MI

**Zip Code**

49442

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(2)

**Purpose of grant/contribution**

Capital Campaign

**Amount**

2,000

**Name**

CHRISTIAN REFORMED WORLD RELIEF COMMITTEE

**Street**

2850 KALAMAZOO AVE S E

**City**

GRAND RAPIDS

**State**

MI

**Zip Code**

49560

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

20,000

**Name**

CHRISTIAN REFORMED WORLD RELIEF COMMITTEE

**Street**

2850 KALAMAZOO AVE S E

**City**

GRAND RAPIDS

**State**

MI

**Zip Code**

49560

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Disaster Response for Hurricane Irene

**Amount**

2,500

**Name**

DAYSTAR CENTER

**Street**

1550 S STATE ST

**City**

CHICAGO

**State**

IL

**Zip Code**

60605

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

20,000

**Name**

DAYSTAR CENTER

**Street**

1550 S STATE ST

**City**

CHICAGO

**State**

IL

**Zip Code**

60605

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Auditorium Equipment

**Amount**

25,000

**Name**

DENVER CHRISTIAN SCHOOLS

**Street**

2135 S PEARL ST

**City**

DENVER

**State**

CO

**Zip Code**

80210

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

1,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

ELIM CHRISTIAN SERVICES

**Street**

13020 S CENTRAL AVE

**City**

PALOS HEIGHTS

**State**

IL

**Zip Code**

60463

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

ACE Games Program

**Amount**

5,000

**Name**

ELIM CHRISTIAN SERVICES

**Street**

13020 S CENTRAL AVE

**City**

PALOS HEIGHTS

**State**

IL

**Zip Code**

60463

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Expanding the ACE Program

**Amount**

10,000

**Name**

ELIM CHRISTIAN SERVICES

**Street**

13020 S CENTRAL AVE

**City**

PALOS HEIGHTS

**State**

IL

**Zip Code**

60463

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Transition Program for Special Needs

**Amount**

10,000

**Name**

GENEVA CAMP &amp; RETREAT CENTER

**Street**

3995 LAKESHORE DR N

**City**

HOLLAND

**State**

MI

**Zip Code**

49424

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Summer Camp Scholarship

**Amount**

2,000

**Name**

GOODCITY NFP

**Street**

5049 W HARRISON ST

**City**

CHICAGO

**State**

IL

**Zip Code**

60644

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Autism Coming Together Project

**Amount**

5,000

**Name**

GRAND RAPIDS CHRISTIAN SCHOOLS

**Street**

1508 ALEXANDER ST SE

**City**

GRAND RAPIDS

**State**

MI

**Zip Code**

49506

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Circle of Friends Program

**Amount**

1,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

GRANDVILLE CHRISTIAN SCHOOL INC

**Street**

3934 WILSON AVE SW

**City**

GRANDVILLE

**State**

MI

**Zip Code**

49418

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

1,000

**Name**

GRASSROOTS EMPOWERMENT OPPORTUNITIES

**Street**

969 VALLEY AVE NW

**City**

GRAND RAPIDS

**State**

MI

**Zip Code**

49504

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

8,000

**Name**

HOPE CHRISTIAN REFORMED CHURCH

**Street**

5825 W 151ST ST

**City**

OAK FOREST

**State**

IL

**Zip Code**

60452

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Building Program

**Amount**

10,000

**Name**

HOPE COLLEGE

**Street**

141 E 12TH ST

**City**

HOLLAND

**State**

MI

**Zip Code**

49423

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

CASA - Children's After School Achievement Program

**Amount**

2,500

**Name**

HOPE COLLEGE

**Street**

141 E 12TH ST

**City**

HOLLAND

**State**

MI

**Zip Code**

49423

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

A Greater Hope Campaign

**Amount**

5,000

**Name**

KALAMAZOO CHRISTIAN SCHOOL ASSOCIATION

**Street**

2121 STADIUM DR

**City**

KALAMAZOO

**State**

MI

**Zip Code**

49008

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

10,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

KALAMAZOO CHRISTIAN SCHOOL ASSOCIATION

**Street**

2121 STADIUM DR

**City**

KALAMAZOO

**State**

MI

**Zip Code**

49008

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Special Education Fund at Foundation

**Amount**

10,000

**Name**

KALAMAZOO DEACONS CONFERENCE

**Street**

1010 N WESTNEDGE AVE

**City**

KALAMAZOO

**State**

MI

**Zip Code**

49007

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(2)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

5,000

**Name**

KALAMAZOO DEACONS CONFERENCE

**Street**

1010 N WESTNEDGE AVE

**City**

KALAMAZOO

**State**

MI

**Zip Code**

49007

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(2)

**Purpose of grant/contribution**

Michigan Works JET Program

**Amount**

5,000

**Name**

KALAMAZOO GOSPEL MISSION

**Street**

448 N BURDICK ST

**City**

KALAMAZOO

**State**

MI

**Zip Code**

49007

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

3,000

**Name**

LAWNDALE CHRISTIAN REFORMED CHURCH

**Street**

1241 S PULASKI RD

**City**

CHICAGO

**State**

IL

**Zip Code**

60623

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

6,000

**Name**

LOOP CHRISTIAN MINISTRIES

**Street**

1550 S STATE ST UNIT 109

**City**

CHICAGO

**State**

IL

**Zip Code**

60605

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

2,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

LOVE INC OF MUSKEGON COUNTY

**Street**

2735 E APPLE AVE STE A

**City**

MUSKEGON

**State**

MI

**Zip Code**

49442

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

1,000

**Name**

MISSIO INTERNATIONAL

**Street**

PO BOX 725432

**City**

ATLANTA

**State**

GA

**Zip Code**

31139

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Deborah House Program-Matching Grant Division

**Amount**

2,500

**Name**

MULTIPLICATION NETWORK MINISTRIES

**Street**

22515 TORRENCE AVE

**City**

SAUK VILLAGE

**State**

IL

**Zip Code**

60411

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Matching Challenge Grant for China Campaign

**Amount**

5,000

**Name**

MUSKEGON CHRISTIAN SCHOOL

**Street**

1220 EASTGATE ST

**City**

MUSKEGON

**State**

MI

**Zip Code**

49442

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

10,000

**Name**

MUSKEGON CHRISTIAN SCHOOL

**Street**

1220 EASTGATE ST

**City**

MUSKEGON

**State**

MI

**Zip Code**

49442

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Spanish Immersion Program

**Amount**

1,000

**Name**

MUSKEGON RESCUE MISSION

**Street**

1691 PECK ST

**City**

MUSKEGON

**State**

MI

**Zip Code**

49441

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

1,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

ROSELAND CHRISTIAN MINISTRIES CENTER

**Street**

10858 S MICHIGAN AVE

**City**

CHICAGO

**State**

IL

**Zip Code**

60628

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

2,000

**Name**

SOUTHERN HEIGHTS CHRISTIAN REFORMED CHURCH

**Street**

4141 E HILLANDALE DR

**City**

KALAMAZOO

**State**

MI

**Zip Code**

49008

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Future Ministry Fund

**Amount**

10,000

**Name**

TIMOTHY CHRISTIAN SCHOOLS

**Street**

188 W BUTTERFIELD RD

**City**

ELMHURST

**State**

IL

**Zip Code**

60126

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Elementary Technology Project

**Amount**

20,000

**Name**

TINY HANDS INTERNATIONAL

**Street**

5555 S ST

**City**

LINCOLN

**State**

NE

**Zip Code**

68506

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(2)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

5,000

**Name**

URBAN NON PUBLIC EDUCATION FUND

**Street**

1550 S STATE ST STE 107

**City**

CHICAGO

**State**

IL

**Zip Code**

60605

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

20,000

**Name**

WESTERN MICHIGAN CHRISTIAN HIGH SCHOOL

**Street**

455 E ELLIS RD

**City**

NORTON SHORES

**State**

MI

**Zip Code**

49441

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

8,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

WESTERN MICHIGAN CHRISTIAN HIGH SCHOOL

**Street**

455 E ELLIS RD

**City**

NORTON SHORES

**State**

MI

**Zip Code**

49441

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Western Michigan Christian's Capital Fund

**Amount**

12,000

**Name**

WESTERN SPRINGS CHRISTIAN REFORMED CHURCH

**Street**

5140 WOLF RD

**City**

WESTERN SPRGS

**State**

IL

**Zip Code**

60558

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

15,000

**Name**

WORLD VISION

**Street**

34834 WEYERHAEUSER WAY S

**City**

FEDERAL WAY

**State**

WA

**Zip Code**

98001

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

World Vision Childcare Ministries Fund

**Amount**

1,000

**Name**

YOUNG LIFE

**Street**

420 N CASCADE AVE

**City**

COLORADO SPRINGS

**State**

CO

**Zip Code**

80903

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

MI23 - Kalamazoo Division

**Amount**

2,000

**Name**

YOUNG LIFE

**Street**

2627 NILES AVE

**City**

SAINT JOSEPH

**State**

MI

**Zip Code**

49085

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

1,000

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0