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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

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

BUCKEYE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

C/O F & H ASSOC., LLP  
P.O. BOX 1055

City or town, state, and ZIP code

HOMEWOOD, IL 60430

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end

J Accounting method

 Cash Accrualof year (from Part II, col. (c), line  
16) ► \$ 31,554,050. Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	353,510.	353,510.		ATCH 1
4 Dividends and interest from securities	472,042.	472,042.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	956,209.			
b Gross sales price for all assets on line 6a	956,209.			
7 Capital gain net income (from Part IV, line 2)		993,577.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold	RECEIVED			
c Gross profit or (loss) (attach schedule)	10			
11 Other income (attach schedule)	10	-115,857.	-125,033.	ATCH 3
12 Total. Add lines 1 through 11	10	1,665,904.	1,694,096.	
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages	10			
15 Pension plans, employee benefits	10			
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	13,450.	6,725.		6,725.
c Other professional fees (attach schedule)				
17 Interest	ATTACHMENT 5	21,069.	2,076.	
18 Taxes (attach schedule) (see instructions)	146,641.	3,318.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	ATTACH 7	611,412.	609,955.	15.
24 Total operating and administrative expenses.				
Add lines 13 through 23	792,572.	622,074.		6,740.
25 Contributions, gifts, grants paid	1,784,919.			1,784,919.
26 Total expenses and disbursements. Add lines 24 and 25	2,577,491.	622,074.	0	1,791,659.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-911,587.			
b Net investment income (if negative, enter -0-)		1,072,022.		
c Adjusted net income (if negative, enter -0-)				

SCANNED NOV 26 2012  
Administrative Expenses

<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
	1 Cash - non-interest-bearing . . . . .	1,590,965.	1,204,535.	1,204,535.
	2 Savings and temporary cash investments . . . . .	1,487,540.	1,487,757.	1,487,757.
	3 Accounts receivable ► 1,834.			
	Less allowance for doubtful accounts ► 5,263.		1,834.	1,834.
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule). * * * * *	999,747.		
	b Investments - corporate stock (attach schedule) ATCH. 9 . . . . .	3,414,921.	3,414,923.	6,333,826.
	c Investments - corporate bonds (attach schedule) ATCH. 10 . . . . .	2,748,434.	2,748,434.	2,519,765.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . . ATCH. 11 . . . . .	16,090,626.	16,667,965.	20,006,333.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ► ATCH. 12 . . . . .)	15,370,347.	15,270,808.	
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	41,707,843.	40,796,256.	31,554,050.
Assets	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
Liabilities	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
Net Assets or Fund Balances	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ► . . . . .)			
	23 Total liabilities (add lines 17 through 22) . . . . .	0	0	
	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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	5,566,657.	5,566,657.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	36,141,186.	35,229,599.	
	30 Total net assets or fund balances (see instructions) . . . . .	41,707,843.	40,796,256.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	41,707,843.	40,796,256.	

**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	41,707,843.
2 Enter amount from Part I, line 27a . . . . .	2	-911,587.
3 Other increases not included in line 2 (itemize) ► . . . . .	3	
4 Add lines 1, 2, and 3 . . . . .	4	40,796,256.
5 Decreases not included in line 2 (itemize) ► . . . . .	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	40,796,256.

\*\*ATCH 8

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**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 SEE PART IV SCHEDULE</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69</b>			<b>(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>		
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>	<b>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</b>		<b>2</b>	<b>956,209.</b>	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>	<b>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</b>		<b>3</b>	<b>0</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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))		
2010	1,169,281.	21,153,635.	0.055276		
2009	816,715.	15,358,517.	0.053177		
2008	1,004,153.	18,452,182.	0.054419		
2007	1,030,690.	20,397,779.	0.050530		
2006	980,679.	16,397,772.	0.059806		
<b>2 Total of line 1, column (d)</b>			<b>2</b>	<b>0.273208</b>	
<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>	<b>0.054642</b>	
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b>	<b>37,724,545.</b>	
<b>5 Multiply line 4 by line 3</b>			<b>5</b>	<b>2,061,345.</b>	
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b>	<b>10,720.</b>	
<b>7 Add lines 5 and 6</b>			<b>7</b>	<b>2,072,065.</b>	
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b>	<b>1,791,659.</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					

**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)	1	21,440.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
3	Add lines 1 and 2 . . . . .		3	21,440.
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	21,440.
6	<b>Credits/Payments</b>			
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a		130,000.
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	130,000.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .		8	18.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .		10	108,542.
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> ► 108,542. <b>Refunded</b> ► 11		11	

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	X	
1c	<i>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</i>		
2	Did the foundation file Form 1120-POL for this year? . . . . .		
3	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
4a	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
5	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>		
6	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 . . . . .		
7	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		
8a	b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	X	
8b	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	X	
9	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	
10	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		
	8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL, b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
	9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
	10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .

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) . . . . .

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .

11		X
12		X
13		X

Website address ► N/A

14 The books are in care of ► MARY KAREN PATRICK PHILIP Telephone no ► (773) 348-8180  
Located at ► 1124 WEST DRUMMOND CHICAGO, IL ZIP + 4 ► 60614

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? . . . . .  
See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►

16	Yes	No

**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.

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .  Yes  No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .  Yes  No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .  Yes  No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .  Yes  No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .  Yes  No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .  Yes  No

	Yes	No

1b		

1c		X

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 . . . . . ► 

2		

2b		

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? . . . . .

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))

1		

1a		

1b		

1c		X

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and

6e, Part XIII) for tax year(s) beginning before 2011? . . . . .  Yes  No

If "Yes," list the years ►

2a		

2b		

2c		

2d		

2e		

2f		

2g		

2h		

2i		

2j		

2k		

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2m		

2n		

2o		

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2x		

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2aa		

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2ac		

2ad		

2ae		

2af		

2ag		

2ah		

2ai		

2aj		

2ak		

2al		

2am		

2an		

2ao		

2ap		

2aq

**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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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	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)? . . . . .			5b
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>			
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			X
	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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			X

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		0	0	0
-----				
-----				
-----				
-----				

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

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

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

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**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>NOT APPLICABLE</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>NONE</b>	
-----	-----	
<b>2</b>		
-----	-----	
All other program-related investments See instructions		
<b>3</b>	<b>NONE</b>	
-----	-----	
<b>Total. Add lines 1 through 3 . . . . . ►</b>		

**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	35,601,278.
b Average of monthly cash balances	1b	2,697,752.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	38,299,030.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	38,299,030.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	574,485.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	37,724,545.
6 Minimum investment return. Enter 5% of line 5	6	1,886,227.

**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	1,886,227.
2a Tax on investment income for 2011 from Part VI, line 5	2a	21,440.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	21,440.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,864,787.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,864,787.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,864,787.

**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	1,791,659.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,791,659.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,791,659.

**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 . . . . .				1,864,787.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only . . . . .				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . . .	191,342.			
b From 2007 . . . . .	43,156.			
c From 2008 . . . . .	90,578.			
d From 2009 . . . . .	51,412.			
e From 2010 . . . . .	141,375.			
f Total of lines 3a through e . . . . .	517,863.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 1,791,659.				
a Applied to 2010, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2011 distributable amount . . . . .				1,791,659.
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a) )	73,128.			73,128.
6 Enter the net total of each column as indicated below:	444,735.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	118,214.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	326,521.			
10 Analysis of line 9				
a Excess from 2007 . . . . .	43,156.			
b Excess from 2008 . . . . .	90,578.			
c Excess from 2009 . . . . .	51,412.			
d Excess from 2010 . . . . .	141,375.			
e Excess from 2011 . . . . .				

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

NOT APPLICABLE

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

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

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

NONE

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

NONE

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

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

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

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	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)				
<i>a Paid during the year</i>				
ATTACHMENT 14				
<b>Total</b> .....			► 3a	1,784,919.
<i>b Approved for future payment</i>				
<b>Total</b> .....			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>			<b>14</b>	<b>825, 552.</b>	
<b>5 Net rental income or (loss) from real estate</b>					
a <b>Debt-financed property</b>					
b <b>Not debt-financed property</b>					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>	<b>900000</b>	<b>-37, 368.</b>	<b>18</b>	<b>993, 577.</b>	
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue:</b> a					
b <b>OTHER INCOME</b>					
		<b>-2, 452.</b>	<b>01</b>	<b>-113, 405.</b>	
c					
d					
e					
<b>12 Subtotal Add columns (b), (d), and (e)</b>		<b>-39, 820.</b>		<b>1, 705, 724.</b>	
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>			<b>13</b>		<b>1, 665, 904.</b>

(See worksheet in line 13 instructions to verify calculations )

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

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

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

**Sign Here**  **Correct, and complete Declaration of preparor (other than**

11/12/12

## ► PRESIDENT

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <i>Troy J. Gass</i>	Preparer's signature 	Date <u>11/12/12</u>	Check <input type="checkbox"/> if self-employed	PTIN P00294145
	Firm's name ► FRIEDMAN & HUEY ASSOC. LLP	Firm's EIN ► 36-3382360			
	Firm's address ► 1313 WEST 175TH STREET HOMEWOOD, IL	60430	Phone no 708-799-6800		

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

Kind of Property	Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
			TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS			1,628.	
			TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS			954,581.	
TOTAL GAIN (LOSS) .....						<u>956,209.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NORTHERN TRUST 03-40424 SF INVESTMENTS, INC	483. 217.	483. 217.
MERRILL LYNCH	196,438.	196,438.
NEW VERNON AEGIR FUND	1,240.	1,240.
NEW VERNON GLOBAL FIXED INCOME FUND	150,780.	150,780.
INTEREST ON FEDERAL REFUNDS	993.	993.
NEW VERNON CAPITAL HOLDINGS, LLC	3,359.	3,359.
TOTAL	<u>353,510.</u>	<u>353,510.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NORTHERN TRUST 03-40424	7,544.	7,544.
NEW VERNON AEGIR FUND	241,404.	241,404.
NEW VERNON CAPITAL HOLDINGS, LLC	223,094.	223,094.
TOTAL	<u><u>472,042.</u></u>	<u><u>472,042.</u></u>

BUCKEYE FOUNDATION

36-3999865

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NEW VERNON GLOBAL FIXED INCOME FUND	49,340.	49,340.
NEW VERNON AEGIR FUND	2,820.	2,820.
FEDERAL EXCISE TAX REFUND	11,628.	
NEW VERNON CAPITAL HOLDINGS, LLC	-179,645.	-179,645.
TOTALS	<u>-115,857.</u>	<u>-125,033.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FRIEDMAN & HUEY	13,450.	6,725.		6,725.
TOTALS	<u><u>13,450.</u></u>	<u><u>6,725.</u></u>		<u><u>6,725.</u></u>

FORM 990PF, PART I - INTEREST EXPENSEATTACHMENT 5

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NEW VERNON AEGIR FUND	18,993.	18,993.
NEW VERNON GLOBAL FIXED INC FD	1,889.	1,889.
NV CAPITAL HOLDINGS, LLC	187.	187.
		-18,993.
TOTALS	<u>21,069.</u>	<u>2,076.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
EXCISE TAXES PAID	130,623.	
UBTI TAXES PAID (FEDERAL)	9,000.	
UBTI TAXES PAID (ILLINOIS)	3,700.	
FOREIGN TAX PAID - NV AEGIR	26.	26.
FOREIGN TAX PAID - NV GLOBAL	2,120.	2,120.
FOREIGN TAX PAID - NV CAPITAL	1,172.	1,172.
TOTALS	<u>146,641.</u>	<u>3,318.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
OTHER PARTNERSHIP EXPENSES CHARITABLE BUREAU	611,397. 15.	611,397. 15.	15.
TOTALS	<u>611,412.</u>	<u>609,955.</u>	<u>15.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. TREASURY BILLS (NORTHERN)	999,747.		
US OBLIGATIONS TOTAL	<u>999,747.</u>		

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>

U.S. TREASURY BILLS (NORTHERN)

US OBLIGATIONS TOTAL	<u>999,747.</u>
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FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NORTHERN - SEE STMT ATTACHED 1000 SHS KLS DIVERSIFIED	2,414,921. 1,000,000.	2,414,923. 1,000,000.	5,333,826. 1,000,000.
TOTALS	<u><u>3,414,921.</u></u>	<u><u>3,414,923.</u></u>	<u><u>6,333,826.</u></u>

ATTACHMENT 9

**BUCKEYE FOUNDATION**  
**FORM 990-PF**  
**YEAR ENDED DECEMBER 31, 2011**  
**PART II, LINE 10b - INVESTMENTS**  
**CORPORATE STOCKS**

<b>Beginning of Year</b>	<b>End of Year</b>	<b>Description</b>	<b>Beginning</b>	<b>End of Year</b>	
			<b>of Year</b>	<b>Book Value</b>	<b>Market Value</b>
<b>NORTHERN TRUST A/C</b>					
1,405	70	American Intl Group Inc	53,814.80	53,814.80	1,624.00
236,862	236,862	Baldwin Lyons Inc.	2,184,114.00	2,184,114.00	5,163,591.60
1,356	1,356	Bank of America Corp	46,613.00	46,613.00	7,539.36
4,000	4,000	Northern Trust Corp	130,375.00	130,375.00	158,640.00
	37	American Intl Group Inc WT	-	-	203.87
	37,531	American Intl Group Inc WTS/Pro	-	-	-
		Comdisco Contingent Distribution	-	-	2,227.40
		<b>TOTAL NT COMMON STK:</b>	<b>2,414,916.80</b>	<b>2,414,916.80</b>	<b>5,333,826.23</b>
			<b>2,414,916.80</b>	<b>2,414,916.80</b>	<b>5,333,826.23</b>

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BRL BANK OF AMER CRP (ML)	<u>2,748,434.</u>	<u>2,748,434.</u>	<u>2,519,765.</u>
TOTALS	<u><u>2,748,434.</u></u>	<u><u>2,748,434.</u></u>	<u><u>2,519,765.</u></u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NEW VERNON AEGIR FUND	2,198,860.	1,906,860.	1,882,779.
NEW VERNON GLOBAL FIXED INC FD	3,039,600.	3,205,192.	2,976,071.
GLOBOSPORT INDIA PVT LTD	600,000.	600,000.	600,000.
NV CAPITAL HOLDINGS, LLC	10,252,166.	10,955,913.	14,547,483.
TOTALS	<u><u>16,090,626.</u></u>	<u><u>16,667,965.</u></u>	<u><u>20,006,333.</u></u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 12

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
FMV OF DONATED STOCK OVER COST BALDWIN & LYONS	4,412,492. 99,539.	4,412,492.
ACCRUED INTEREST PAID		
FMV OF DONATED PSHP INTEREST OVER COST - NV CAP HLDGS LLC	10,858,316.	10,858,316.
TOTALS	<u>15,370,347.</u>	<u>15,270,808.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESNAME AND ADDRESSTITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

MARY KAREN PATRICK PHILIP  
1124 WEST DRUMMOND  
CHICAGO, IL 60614

TREASURER -- PART-TIME

MARILYN M. PATRICK  
122 BRINKER ROAD  
BARRINGTON HILLS, IL 60010

SECRETARY -- PART-TIME

THOMAS H. PATRICK  
9723 NIBLICK LANE  
NAPLES, FL 34108

PRESIDENT -- PART-TIME

GRAND TOTALS

0

0

0

0

ATTACHMENT 13

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

## FOUNDATION STATUS OF RECIPIENT

## RECIPIENT NAME AND ADDRESS

NONE

PUBLIC CHARITY

## SEE STATEMENTS ATTACHED

## PURPOSE OF GRANT OR CONTRIBUTION

## AMOUNT

1,784,919.

## TOTAL CONTRIBUTIONS PAID

1,784,919.

BUCKEYE FOUNDATION

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ABRAHAM LINCOLN PRESIDENTIAL LIBRARY 500 E. MADISON ST, SUITE 200 SPRINGFIELD, IL 62701	NONE PUBLIC	GENERAL	25,000
BARRINGTON AREA COMMUNITY FOUNDATION 107 FOX HUNT TRAIL BARRINGTON, ILLINOIS 60010	NONE PUBLIC	GENERAL	190
CENTER FOR STRATEGIC AND INTERNATIONAL STUDIES 1800 K STREET, NW WASHINGTON, DC 20006	NONE PUBLIC	GENERAL	50,000
CHILDREN'S MEMORIAL HOSPITAL 2300 CHILDREN'S PLAZA, BOX 4 CHICAGO, IL 60614	NONE PUBLIC	GENERAL	300,000
HARLEM EDUCATIONAL ACTIVITIES FUND, INC. 162 WEST 56TH STREET, STE 405 NEW YORK, NY 10019	NONE PUBLIC	GENERAL	24,815
HARVARD UNIVERSITY 124 MOUNT AUBURN STREET CAMBRIDGE, MASSACHUSETTS 02138	NONE PUBLIC	GENERAL	200,000
HILLSDALE COLLEGE 39 EAST COLLEGE STREET HILLSDALE, MI 49242	NONE PUBLIC	GENERAL	99,665

HOME OF THE SPARROW P.O.BOX 343 MC HENRY, ILLINOIS 60051	NONE PUBLIC	GENERAL	20,000
HOSPICE FOUNDATION 410 SOUTH HAGER AVENUE BARRINGTON, ILLINOIS 60010	NONE PUBLIC	GENERAL	1,000
HOUSE OF THE GOOD SHEPHERD WOMEN'S BOARD 1114 W. GRACE STREET CHICAGO, IL 60613	NONE PUBLIC	GENERAL	1,000
IMPACT 100 CHICAGO P.O. BOX 607 PALATINE, ILLINOIS 60078	NONE PUBLIC	GENERAL	1,000
INSEAD MANAGEMENT EDUCATION FOUNDATION P.O. BOX 7555 NEW YORK, NEW YORK 10150	NONE PUBLIC	GENERAL	5,000
KING'S COLLEGE 350 FIFTH AVENUE, STE 1500 NEW YORK, NY 10118	NONE PUBLIC	GENERAL	500,000
NEW CANAAN MOUNTED TROUP, INC. 22 CARTER STREET NEW CANAAN, CT 06840	NONE PUBLIC	GENERAL	5,000
MOUNT SINAI MEDICAL CENTER MOUNT SINAI SCHOOL OF MEDICINE ONE GUSTAVE L. LEVY PLACE, BOX 1049 NEW YORK, NY 10029	NONE PUBLIC	GENERAL	90,000
NATIONAL UREA CYCLE DISORDERS FOUNDATION 75 S. GRAND AVENUE PASADENA, CA 91105	NONE PUBLIC	GENERAL	1,000

OHIO STATE UNIVERSITY 2400 OLENTANGY RIVER ROAD COLUMBUS, OHIO 43210-1027	NONE PUBLIC	GENERAL	409,749
OHIO WESLEYAN UNIVERSITY 61 S. SANDUSKY ST. DELEWARE, OH 43015	NONE PUBLIC	GENERAL	5,000
SACRED HEART SCHOOLS 6250 N. SHERIDAN RD CHICAGO, IL 60660	NONE PUBLIC	GENERAL	30,000
SUSAN G. KOMEN FOR THE CURE 5005 LBJ FREEWAY, SUITE 250 DALLAS TEXAS 75244	NONE PUBLIC	GENERAL	500
USO 2111 WILSON BOULEVARD, STE 1200 ARLINGTON, VA 22201	NONE PUBLIC	GENERAL	15,000
ZACHARIAS SEXUAL ABUSE CENTER 4275 OLD GRAND AVENUE GURNEE, IL 60031	NONE PUBLIC	GENERAL	1,000
			<u><u>1,784,919</u></u>

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box . . . . . ►
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

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

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

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

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

Part I only . . . . . ► 

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

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	BUCKEYE FOUNDATION	X 36-3999865
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	C/O F & H ASSOC., LLP	<input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
HOMEWOOD, IL 60430		

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

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

- The books are in the care of ► MARY KAREN PATRICK PHILIP

Telephone No. ► 773 348-8180

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box . . . . . ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box . . . . . ►  . If it is for part of the group, check this box . . . . . ►  and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

►  calendar year 2011 or  
►  tax year beginning \_\_\_\_\_, 20 \_\_\_, and ending \_\_\_\_\_, 20 \_\_\_.

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$ 23,937.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$ 130,000.
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box. . . . .
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

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

<b>Type or print</b>  <b>File by the due date for filing your return. See instructions</b>	<b>Enter filer's identifying number, see instructions</b>	
	Name of exempt organization or other filer, see instructions. <b>BUCKEYE FOUNDATION</b>	
	<input checked="" type="checkbox"/>	Employer identification number (EIN) or <b>36-3999865</b>
	<input type="checkbox"/>	Social security number (SSN) <b>C/O F &amp; H ASSOC., LLP</b>
Number, street, and room or suite no. If a P O box, see instructions <b>C/O F &amp; H ASSOC., LLP</b>		
City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>HOMEWOOD, IL 60430</b>		

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

Application Is For	Return Code	Application Is For	Return Code
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Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06		

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

4 I request an additional 3-month extension of time until 11/15, 2012 .  
5 For calendar year 2011 , or other tax year beginning                    , 20            , and ending                    , 20             
6 If the tax year entered in line 5 is for less than 12 months, check reason  Initial return  Final return  
 Change in accounting period  
7 State in detail why you need the extension. INFORMATION FROM THIRD PARTIES NECESSARY TO  
COMPLETE THE RETURN HAS NOT YET BEEN RECEIVED.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$ 23,937.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	b \$ 130,000.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	c \$ 0

**Signature and Verification must be completed for Part II only.**

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

Signalum ▶

Tulsa CPA

Date ► 08/14/2012

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Form 8868 (Rev. 1-2012)

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