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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 \_\_\_\_\_ and ending \_\_\_\_\_

Name of foundation

HOOGLAND FAMILY FOUNDATION

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

1022 E. ADAMS STREET

A Employer identification number

36-4427146

City or town, state, and ZIP code

SPRINGFIELD, IL 62703

G Check all that apply

Initial return       Initial return of a former public charity  
 Final return       Amended return  
 Address change       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 of year  
(from Part II, col. (c), line 16)J Accounting method       Cash       Accrual  
 Other (specify) \_\_\_\_\_

► \$ 12,670,418. (Part I, column (d) must be on cash basis.)

B Telephone number

217-544-2001

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

## Part I Analysis of Revenue and Expenses

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	289,263.		N/A	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	29,697.	29,697.		STATEMENT 1
4 Dividends and interest from securities	2,961.	2,961.		STATEMENT 2
5a Gross rents	2,379,455.	2,379,455.		STATEMENT 3
b Net rental income or (loss) 2,083,994.				STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10				
Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	2,701,376.	2,412,113.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans; employee benefits				
16a Legal fees				
b Accounting fees 1,894.	1,894.	1,894.		0.
c Other professional fees - STMT 5				
17 Interest OGDEN, UT				
18 Taxes STMT 6	38,816.	38,816.		0.
19 Depreciation and depletion	254,751.	274,852.		
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	295,461.	315,562.		0.
25 Contributions, gifts, grants paid	553,000.			553,000.
26 Total expenses and disbursements. Add lines 24 and 25	848,461.	315,562.		553,000.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements 1,852,915.				
b Net investment income (if negative, enter -0) 2,096,551.				
c Adjusted net income (if negative, enter -0) N/A				

123501

12-02-11 LHA For Paperwork Reduction Act Notice, see instructions

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		545,506.	2,264,156.	2,264,156.
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ► 102,261.		0.	102,261.	102,261.
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 7	100,018.	102,511.	275,051.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ► 13,055,378.				
	Less accumulated depreciation	STMT 8	3,026,428.	10,101,147.	10,028,950.
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers)		10,746,671.	12,497,878.	12,670,418.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		10,746,671.	12,497,878.	
	30 Total net assets or fund balances		10,746,671.	12,497,878.	
	31 Total liabilities and net assets/fund balances		10,746,671.	12,497,878.	

## 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 10,746,671.
2 Enter amount from Part I, line 27a	2 1,852,915.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 12,599,586.
5 Decreases not included in line 2 (itemize) ► PRIOR PERIOD ADJUSTMENT	5 101,708.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 12,497,878.

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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.)
1a					
b	NONE				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }			3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	559,500.	10,745,968.	.052066
2009	533,260.	10,041,756.	.053104
2008	411,000.	7,633,223.	.053844
2007	204,000.	7,211,120.	.028290
2006	354,193.	3,841,930.	.092191

2 Total of line 1, column (d)

2 .279495

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 .055899

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 11,671,466.

5 Multiply line 4 by line 3

5 652,423.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 20,966.

7 Add lines 5 and 6

7 673,389.

8 Enter qualifying distributions from Part XII, line 4

8 553,000.

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	41,931.
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		2	0.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	41,931.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3	Add lines 1 and 2		5	41,931.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-			
6	<b>Credits/Payments</b>			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	36,200.	
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	36,200.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	427.	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	6,158.	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11		
			Refunded ►	

**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 instructions for definition)? <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>	1a	X
1c	Did the foundation file Form 1120-POL for this year?	1b	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ 0. (2) On foundation managers ► \$ _____ 0.	1c	X
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ 0.	2	X
2	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>	3	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? <i>If "Yes," attach a conformed copy of the changes</i>	4a	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	N/A	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	6	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>IL</u>	7	X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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

11		X
12		X
13	X	
Website address ►	N/A	
14	The books are in care of ► CHARLES R. HOOGLAND	Telephone no ► 217-544-2001
	Located at ► 1022 E. ADAMS, SPRINGFIELD, ILLINOIS, SPRINGFIELD	ZIP+4 ► 62703
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	► <input type="checkbox"/> 15 N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	► <input type="checkbox"/> 16 Yes No X

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

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

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

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?

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?

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

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?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLES R. HOOGLAND 1022 E. ADAMS STREET SPRINGFIELD, IL 62703	OFFICER 0.00	0.	0.	0.
KATHLEEN HOOGLAND 1022 E. ADAMS STREET SPRINGFIELD, IL 62703	OFFICER 0.00	0.	0.	0.
CHARLES E. HOOGLAND 1022 E. ADAMS STREET SPRINGFIELD, IL 62703	OFFICER 0.00	0.	0.	0.
KEITH A. HOOGLAND 1022 E. ADAMS STREET SPRINGFIELD, IL 62703	OFFICER 0.00	0.	0.	0.

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

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

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

► 0

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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. If none, enter "NONE."**

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

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**Total number of others receiving over \$50,000 for professional services**

0

## Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

### Expenses

1	N/A
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

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

**Amount**

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

All other program-related investments See instructions

3

**Total.** Add lines 1 through 3

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	313,714.
b Average of monthly cash balances	1b	1,404,831.
c Fair market value of all other assets	1c	10,130,659.
d <b>Total</b> (add lines 1a, b, and c)	1d	11,849,204.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	11,849,204.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	177,738.
5 <b>Net value of noncharitable-use assets</b> . Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,671,466.
6 <b>Minimum investment return</b> . Enter 5% of line 5	6	583,573.

**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	583,573.
2a Tax on investment income for 2011 from Part VI, line 5	2a	41,931.
b Income tax for 2011 (This does not include the tax from Part VI )	2b	
c Add lines 2a and 2b	2c	41,931.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	541,642.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	541,642.
6 Deduction from distributable amount (see instructions)	6	0.
7 <b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	541,642.

**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	553,000.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 <b>Qualifying distributions</b> . Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	553,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 <b>Adjusted qualifying distributions</b> . Subtract line 5 from line 4	6	553,000.

**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				541,642.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011.				
a From 2006	173,710.			
b From 2007	54,074.			
c From 2008	62,895.			
d From 2009	58,365.			
e From 2010				
f Total of lines 3a through e	349,044.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 553,000.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				541,642.
e Remaining amount distributed out of corpus	11,358.			0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below	360,402.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	173,710.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	186,692.			
10 Analysis of line 9				
a Excess from 2007	54,074.			
b Excess from 2008	62,895.			
c Excess from 2009	58,365.			
d Excess from 2010	11,358.			

**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)

**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))

SEE STATEMENT 9

**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:**

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
<b>a Paid during the year</b>				
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HILLSDALE, MI 49242	NONE	PUBLIC CHARITY	EDUCATION	150,000.
HOOGLAND CENTER FOR THE ARTS 420 SO. SIXTH ST SPRINGFIELD, IL 62701	NONE	PUBLIC CHARITY	EDUCATION	150,000.
THE LEELANAU CONSERVANCY P.O. BOX 1007 LELAND, MI 49564	NONE	PUBLIC CHARITY	EDUCATION	1,000.
UNIVERSITY OF ILLINOIS SPRINGFIELD ONE UNIVERSITY PLAZA SPRINGFIELD, IL 62703	NONE	PUBLIC CHARITY	EDUCATION	100,000.
VANDERBILT UNIVERSITY 2201 WEST END AVENUE NASHVILLE, TN 37240	NONE	PUBLIC CHARITY	EDUCATION	50,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 553,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		2,116,652.	0.
13 Total Add line 12, columns (b), (d), and (e)					2,116,652.

**Relationship of Activities to the Accomplishment of Exempt Purposes**



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2011****Name of the organization****HOOGLAND FAMILY FOUNDATION****Employer identification number****36-4427146****Organization type (check one):****Filers of:**      **Section:**

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Form 990-PF

**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use **exclusively** for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use **exclusively** for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an **exclusively** religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.

► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization

HOOGLAND FAMILY FOUNDATION

Employer identification number

36-4427146

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHARLES HOOGLAND 1022 E. ADAMS SPRINGFIELD, IL 62703	\$ 284,263.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)

Name of organization

HOOGLAND FAMILY FOUNDATION

Employer identification number

36-4427146

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	BUILDING AND LAND BOOK VALUE	\$ 284,263.	12/01/11
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	



**2011 DEPRECIATION AND AMORTIZATION REPORT**

Asset No	Description	Date Acquired	Method	Life	C Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	# Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	1	Ending Accumulated Depreciation	
														RENT		
1 CENTER LAND	BAY CITY #17 - SHOPPING	01/01/01	L			54,000.				54,000.					0.	
2 CENTER BUILDING	BAY CITY #17 - SHOPPING	01/01/03	\$L	39 - 00	MN117	486,000.				486,000.	124,101.				12,462.	136,564.
3 CENTER AVE	BAY CITY #45 - LAND & 2610	12/31/01	L			48,500.				48,500.					0.	
4 2610 CENTER AVE	BAY CITY #45 - BUILDING #	12/31/01	\$L	39 - 00	MN117	436,500.				436,500.	100,728.				11,192.	111,920.
5 MONTMOUTH BUILDING #36		12/31/02	SL	39.00	MN117	491,400.				491,400.	100,800.				12,600.	113,400.
6 MONTMOUTH LAND #36		12/31/02	L			54,500.				54,500.					0.	
7 STERLING HEIGHTS #38		03/01/95	SL	39.00	MN117	400,000.				400,000.	161,962.				10,256.	172,218.
8 STERLING HEIGHTS LAND # 38		03/01/95	150000	15.00	MN117	80,000.				80,000.	80,000.				0.	80,000.
9 COLUMBIA BUILDING #113		01/01/05	SL	39.00	MN117	306,000.				306,000.	46,749.				7,846.	54,595.
10 IMPROVEMENTS #113	COLUMBIA LEASEHOLD	01/01/05	150000	15.00	MN117	49,500.				49,500.	21,732.				2,923.	24,655.
11 COLUMBIA LAND #113		01/01/05	L			94,500.				94,500.					0.	
12 NORTH MUSKEGAN #33		12/31/05	\$L	39 - 00	MN117	378,628.				378,628.	48,945.				9,708.	58,653.
13 NORTH MUSKEGAN #33		12/31/05	L			66,817.				66,817.					0.	
14 GRAND RAPIDS BUILDING # 9		12/31/06	\$L	39 - 00	MN117	400,000.				400,000.	248,758.				10,256.	230,014.
15 GRAND RAPIDS BUILDING # 9		12/31/06	L			113,400.				113,400.					0.	
16 #136 LAND		11/27/98	L			441,300.				441,300.					0.	
17 #136 BUILDING		11/27/98	SL	39.00	MN117	648,478.				648,478.	223,777.				16,628.	240,405.
18 # 55 TONA BUILDING		01/01/07	\$L	39 - 00	MN117	600,000.				600,000.	60,899.				15,385.	76,284.

## 2011 DEPRECIATION AND AMORTIZATION REPORT

Asset No	Description	REAL ESTATE				1				Current Year Deduction	Ending Accumulated Depreciation
		Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	
21	#55 IONA LAND	01/01/07	L			170,000.			170,000.		0.
22	#444 BUILDING (FORMERLY 436)	01/01/07	\$L	39.00	MN117	500,652.			500,652.	50,813.	12,837.
23	#444 LAND (FORMERLY 436)	01/01/07	L			160,000.			160,000.		0.
24	#235 IMPROVEMENTS ( FORMERLY 276)	01/16/03	150DB	15.00	MN117	119,377.			119,277.	85,980.	4,440.
25											90,420.
26	#235 BUILDING (FORMERLY 276)	01/16/03	SL	39.00	MN117	350,116.			350,116.	80,420.	8,977.
27	#235 LAND (FORMERLY 276)	01/16/03	L			366,836.			366,836.		0.
28	#279 LAND	12/12/02	L			347,893.			347,893.		0.
29	#279 LANDSCAPING	12/12/02	150DB	15.00	MN117	94,331.			94,331.	70,254.	3,704.
30	#279 BUILDING	12/12/02	SL	39.00	MN117	293,825.			293,825.	73,760.	7,534.
31	MARION IN #211 LAND	01/01/09	L			147,269.			147,269.		0.
32	MARION IN #211 SITE WORK	01/01/09	150DB	15.00	MN117	90,183.			45,092.	45,091.	3,479.
33	MARION IN #211 BUILDING	01/01/09	\$L	39.00	MN117	341,765.			341,765.	83,990.	8,763.
34	DANVILLE IL 705 GILBERT LAND	01/01/09	L			20,000.			20,000.		0.
35	DANVILLE IL 705 GILBERT BUILDING	01/01/09	\$L	39.00	MN117	400,000.			400,000.	142,735.	10,256.
36	TULSA #562 LAND	04/05/08	L			476,673.			476,673.		0.
37	TULSA #562 LAND IMPROVEMENTS	04/05/08	150DB	15.00	MN117	154,045.			77,023.	77,022.	5,927.
38	TULSA #562 BUILDING	04/05/08	SL	39.00	MN117	753,510.			753,510.	52,328.	19,321.
39	HIGHSHALE	12/31/09	\$L	39.00	MN117	395,322.			395,322.	95,451.	10,136.

## 2011 DEPRECIATION AND AMORTIZATION REPORT

REAL ESTATE										1	1	1	1	1	1
Asset No	Description			Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Year Deduction	Ending Accumulated Depreciation
40	LAND IMPROVEMENTS			12/31/09	150DB	15.00	MQ17	89,799.		44,900.	44,899.	14,384.		3,052.	17,436.
41	FLINT - LAND			12/31/10	L			127,540.			127,540.			0.	
42	FLINT - BUILDING			12/31/10	SL	39.00	MM17	876,916.			876,916.	181,754.		22,485.	204,239.
43	FLINT - LAND IMPROVEMENTS			12/31/10	150DB	15.00	MQ17	85,027.			85,027.	63,245.		2,178.	65,424.
44	HOBART, IN - #477 LAND			10/01/10	L			353,863.			353,863.			0.	
45	HOBART, IN - #477 LAND IMPROVEMENTS			10/01/10	150DB	15.00	MQ17	153,235.			153,235.	54,334.		9,890.	64,224.
46	HOBART, IN - #477 BUILDING			10/01/10	SL	39.00	MM17	467,678.			467,678.	51,972.		11,992.	63,964.
47	WESTLAND - BUILDING			12/01/11	SL	39.00	MM19E	490,000.			490,000.	205,737.		524.	306,261.
48	WESTLAND - LAND IMPROVEMENTS			12/01/11	150DB	15.00	MQ19E	80,000.			80,000.	80,000.		0.	80,000.
	* TOTAL \$50--PF RENTAL DEPR										167,015.	12888363.	2,604,662.		
	13055378.														
	#54,751-2,859,413.														

128111  
05-01-11

(D) - Asset disposed

\*ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

## HOOGLAND FAMILY FOUNDATION

36-4427146

**Part XV** **Supplementary Information**

### 3 Grants and Contributions Paid During the Year (Continuation)

HOOGLAND FAMILY FOUNDATION

36-4427146

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

SOURCE	AMOUNT
BANK	29,697.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	29,697.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	2,961.	0.	2,961.
TOTAL TO FM 990-PF, PART I, LN 4	2,961.	0.	2,961.

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
REAL ESTATE	1	2,379,455.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,379,455.

## FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		254,751.	
TAXES		38,816.	
FEES		1,894.	
- SUBTOTAL -	1		295,461.
TOTAL RENTAL EXPENSES			295,461.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			2,083,994.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEES	1,894.	1,894.		0.
TO FORM 990-PF, PG 1, LN 16C	1,894.	1,894.		0.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	38,816.	38,816.		0.
TO FORM 990-PF, PG 1, LN 18	38,816.	38,816.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH	102,511.	275,051.
TOTAL TO FORM 990-PF, PART II, LINE 10B	102,511.	275,051.

FORM 990-PF

DEPRECIATION OF ASSETS HELD FOR INVESTMENT

STATEMENT

8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BAY CITY #17 - SHOPPING CENTER LAND	54,000.	0.	54,000.
BAY CITY #17 - SHOPPING CENTER BUILDING	486,000.	136,563.	349,437.
BAY CITY #45 - LAND @ 2610 CENTER AVE	48,500.	0.	48,500.
BAY CITY #45 - BUILDING @ 2610 CENTER AVE	436,500.	111,920.	324,580.
MONMOUTH BUILDING #36	491,400.	113,400.	378,000.

## HOOGLAND FAMILY FOUNDATION

36-4427146

MONMOUTH LAND #36	54,600.	0.	54,600.
STERLING HEIGHTS #38	400,000.	172,218.	227,782.
STERLING HEIGHTS LAND # 38	80,000.	80,000.	0.
COLUMBIA BUILDING #113	306,000.	54,595.	251,405.
COLUMBIA LEASEHOLD			
IMPROVEMENTS #113	49,500.	24,655.	24,845.
COLUMBIA LAND #113	94,500.	0.	94,500.
NORTH MUSKEGAN #33	378,628.	58,653.	319,975.
NORTH MUSKEGAN #33	66,817.	0.	66,817.
GRAND RAPIDS BUILDING # 9	400,000.	230,014.	169,986.
GRAND RAPIDS BUILDING # 9	113,400.	0.	113,400.
#136 LAND	441,300.	0.	441,300.
#136 BUILDING	648,478.	240,405.	408,073.
# 55 IONA BUILDING	600,000.	76,284.	523,716.
#55 IONA LAND	170,000.	0.	170,000.
#444 BUILDING(FORMERLY 436)	500,652.	63,650.	437,002.
#444 LAND(FORMERLY 436)	160,000.	0.	160,000.
#235 IMPROVEMENTS( FORMERLY 276)	119,277.	90,420.	28,857.
#235 BUILDING(FORMERLY 276)	350,116.	89,397.	260,719.
#235 LAND (FORMERLY 276)	366,836.	0.	366,836.
#279 LAND	347,893.	0.	347,893.
#279 LANDSCAPING	94,331.	73,958.	20,373.
#279 BUILDING	293,825.	81,294.	212,531.
MARION IN #211 LAND	147,269.	0.	147,269.
MARION IN #211 SITE WORK	90,183.	58,871.	31,312.
MARION IN #211 BUILDING	341,765.	92,753.	249,012.
DANVILLE IL 705 GILBERT LAND	20,000.	0.	20,000.
DANVILLE IL 705 GILBERT BUILDING	400,000.	152,991.	247,009.
TULSA #562 LAND	476,673.	0.	476,673.
TULSA #562 LAND IMPROVEMENTS	154,045.	100,703.	53,342.
TULSA #562 BUILDING	753,510.	71,649.	681,861.
HILSDALE	395,322.	105,587.	289,735.
LAND IMPROVEMENTS	89,799.	62,336.	27,463.
FLINT - LAND	127,540.	0.	127,540.
FLINT - BUILDING	876,916.	204,239.	672,677.
FLINT - LAND IMPROVEMENTS	85,027.	65,424.	19,603.
HOBART, IN - #477 LAND	353,863.	0.	353,863.
HOBART, IN - #477 LAND IMPROVEMENTS	153,235.	64,224.	89,011.
HOBART, IN - #477 BUILDING	467,678.	63,964.	403,714.
WESTLAND - BUILDING	490,000.	206,261.	283,739.
WESTLAND - LAND IMPROVEMENTS	80,000.	80,000.	0.
TOTAL TO FM 990-PF, PART II, LN 11	13,055,378.	3,026,428.	10,028,950.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 9

## NAME OF MANAGER

CHARLES R. HOOGLAND  
KATHLEEN HOOGLAND  
CHARLES E. HOOGLAND  
KEITH A. HOOGLAND

Form 4562

Department of the Treasury  
Internal Revenue Service (99)

## Depreciation and Amortization RENT

1

OMB No 1545-0172

2011

Attachment  
Sequence No 179

Name(s) shown on return

Business or activity to which this form relates

Identifying number

HOOGLAND FAMILY FOUNDATION

REAL ESTATE

36-4427146

## Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000.
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	

7 Listed property. Enter the amount from line 29	7	
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12 Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

## Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

## Part III MACRS Depreciation (Do not include listed property.) (See instructions)

## Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	254,227.
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		<input type="checkbox"/>

## Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		27.5 yrs.	MM	S/L	
	12/11	490,000.	39 yrs.	MM	S/L	524.

## Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

## Part IV Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr.	22	254,751.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

**Part V**

**Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)**

**24a** Do you have evidence to support the business/investment use claimed?  Yes  No **24b** If "Yes," is the evidence written?  Yes  No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

**25** Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

**26** Property used more than 50% in a qualified business use:

	%							
	%							
	%							

**27** Property used 50% or less in a qualified business use:

	%				S/L -			
	%				S/L -			
	%				S/L -			

**28** Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

**29** Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle						
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners	<input type="checkbox"/> Yes	<input type="checkbox"/> No
39 Do you treat all use of vehicles by employees as personal use?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
41 Do you meet the requirements concerning qualified automobile demonstration use?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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**42** Amortization of costs that begins during your 2011 tax year:


**43** Amortization of costs that began before your 2011 tax year

43

**44** Total. Add amounts in column (f). See the instructions for where to report

44

## 2011 DEPRECIATION AND AMORTIZATION REPORT

## - CURRENT YEAR FEDERAL - HOOGLAND FAMILY FOUNDATION

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	BAY CITY #17 - SHOPPING CENTER LAND	10/10/11			54,000.			54,000.				0.
2	BAY CITY #17 - SHOPPING CENTER BUILDING	10/10/10/11			39.0017	486,000.		486,000.	124,101.			12,462.
3@	BAY CITY #45 - LAND	12/31/01				48,500.		48,500.				0.
4	BAY CITY #45 - BUILDING @ 2610 CEMI	12/31/01			39.0017	436,500.		436,500.	100,728.			11,192.
5#36	MONMOUTH BUILDING	12/31/02			39.0017	491,400.		491,400.	100,800.			12,600.
6	MONMOUTH LAND #36	12/31/02				54,600.		54,600.				0.
7#38	STERLING HEIGHTS	03/01/95			39.0017	400,000.		400,000.	161,962.			10,256.
8	LAND # 38	03/01/95	15.00	17		80,000.		80,000.				0.
9#113	COLUMBIA BUILDING	01/01/05			39.0017	306,000.		306,000.	46,749.			7,846.
10	COLUMBIA LEASEHOLD IMPROVEMENTS #113	01/01/05	15.00	17		49,500.		49,500.	21,732.			2,923.
11	COLUMBIA LAND #113	01/01/05				94,500.		94,500.				0.
12	NORTH MUSKEGAN #33	12/31/05			39.0017	378,628.		378,628.	48,945.			9,708.
13	NORTH MUSKEGAN #33	12/31/05				66,817.		66,817.				0.
14	GRAND RAPIDS BUILDING # 9	12/31/06			39.0017	400,000.		400,000.	219,758.			10,256.
15	GRAND RAPIDS BUILDING # 9	12/31/06				113,400.		113,400.				0.
18#136	LAND	11/27/98				441,300.		441,300.				0.
19#136	BUILDING	11/27/98			39.0017	648,478.		648,478.	223,777.			16,628.
20# 55	TONA BUILDING	01/01/07			39.0017	600,000.		600,000.	60,899.			15,385.

## 2011 DEPRECIATION AND AMORTIZATION REPORT

- CURRENT YEAR FEDERAL - HOOGLAND FAMILY FOUNDATION

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction	
21#55 IONA LAND	010107L				170,000.			170,000.			0.		
#444	39.0017				500,652.			500,652.	50,813.		12,837.		
22 BUILDING (FORMERLY 4010107SL)	010107L				160,000.			160,000.			0.		
#444 LAND (FORMERLY 23436)	010107L							119,277.	85,980.		4,440.		
#235 IMPROVEMENTS (FORMERLY 276)	011603150DB15.0017				350,116.			350,116.	80,420.		8,977.		
#235 BUILDING (FORMERLY 2011603SL)	011603L				366,836.			366,836.			0.		
#235 LAND (FORMERLY 27276)	121202L				347,893.			347,893.			0.		
28#279 LAND	121202150DB15.0017				94,331.			94,331.	70,254.		3,704.		
29#279 LANDSCAPING	121202SL				293,825.			293,825.	73,760.		7,534.		
30#279 BUILDING	010109150DB15.0017				147,269.			147,269.			0.		
MARION IN #211 LAND	010109L				90,183.			45,092.	45,091.	10,300.	3,479.		
MARION IN #211 SITE	010109150DB15.0017								341,765.	83,990.		8,763.	
32 WORK	010109SL				341,765.				20,000.		0.		
MARION IN #211 BUILDING	010109SL				20,000.				400,000.	142,735.		10,256.	
33 BUILDING DANVILLE IL 705	010109L								476,673.		0.		
34 GILBERT LAND DANVILLE IL 705	010109SL				400,000.								
35 GILBERT BUILDING	010109SL												
36 TULSA #562 LAND	040508L												
TULSA #562 LAND	040508150DB15.0017				154,045.			77,023.	77,022.	17,753.	5,927.		
37 IMPROVEMENTS	39.0017				753,510.				753,510.	52,328.	19,321.		
38 TULSA #562 BUILDING	040508SL									395,322.	95,451.	10,136.	
39 HILLSDALE	123109SL				395,322.								

## 2011 DEPRECIATION AND AMORTIZATION REPORT

- CURRENT YEAR FEDERAL - HOOGLAND FAMILY FOUNDATION

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
40	LAND IMPROVEMENTS	123109150DB15.0017			89,799.	44,900.	44,899.	14,384.				3,052.
41	FLINT - LAND	123110L			127,540.				127,540.			0.
42	FLINT - BUILDING	123110SL		39.0017	876,916.		876,916.		181,754.			22,485.
43	FLINT - LAND	123110150DB15.0017			85,027.		85,027.		63,246.			2,178.
44	IMPROVEMENTS HOBART, IN - #477 LAND	100110L			353,863.		353,863.		153,235.	54,334.		0.
45	HOBART, IN - #477 LAND IMPROVEMENTS	100110150DB15.0017			153,235.				467,678.	51,972.		9,890.
46	HOBART, IN - #477 BUILDING	100110SL		39.0017	467,678.				490,000.	205,737.		11,992.
47	WESTLAND - BUILDING	20111SL		39.00191	490,000.				80,000.	80,000.		524.
48	WESTLAND - LAND	120111150DB15.0019E			80,000.							0.
	* TOTAL IMPROVEMENTS RENTAL DEPR				13055378.		167,015.	12888363.	2604662.			254,751.

## 2012 DEPRECIATION AND AMORTIZATION REPORT

- NEXT YEAR FEDERAL -

HOOGLAND FAMILY FOUNDATION

Asset No	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	Reduction In Basis	" Basis For Depreciation	Accumulated Depreciation	Amount Of Depreciation
1	BAY CITY #17 - SHOPPING CENTER LAND	010101L			54,000.		54,000.		0.
2	BAY CITY #17 - SHOPPING CENTER BUILDING	010101SL		39.00	486,000.		486,000.	136,563.	12,462.
3	BAY CITY #45 - LAND @ 2610 CENTER AVE	123101L			48,500.		48,500.		0.
4	BAY CITY #45 - BUILDING @ 2610 CENTER AVE	123101SL		39.00	436,500.		436,500.	111,920.	11,192.
5	MONMOUTH BUILDING #36	123102L		39.00	491,400.		491,400.	113,400.	12,600.
6	MONMOUTH LAND #36	123102SL			54,600.		54,600.		0.
7	STERLING HEIGHTS #38	030195SL		39.00	400,000.		400,000.	172,218.	10,256.
8	STERLING HEIGHTS LAND # 38	030195150DB15			80,000.		80,000.	80,000.	0.
9	COLUMBIA BUILDING #113	010105SL		39.00	306,000.		306,000.	54,595.	7,846.
10	COLUMBIA LEASEHOLD IMPROVEMENTS #113	010105150DB15			49,500.		49,500.	24,655.	2,923.
11	COLUMBIA LAND #113	010105L			94,500.		94,500.		0.
12	NORTH MUSKEGAN #33	123105L		39.00	378,628.		378,628.	58,653.	9,708.
13	NORTH MUSKEGAN #33	123105SL			66,817.		66,817.		0.
14	GRAND RAPIDS BUILDING # 9	123106L		39.00	400,000.		400,000.	230,014.	10,256.
15	GRAND RAPIDS BUILDING # 9	123106SL			113,400.		113,400.		0.
18	#136 LAND	112798L			441,300.		441,300.		0.
19	#136 BUILDING	112798SL		39.00	648,478.		648,478.	240,405.	16,628.
20	# 55 IONA BUILDING	010107L		39.00	600,000.		600,000.	76,284.	15,385.
21	#55 IONA LAND	010107SL			170,000.		170,000.		0.
22	#44 BUILDING (FORMERLY 436)	010107SL		39.00	500,652.		500,652.	63,650.	12,837.
23	#44 LAND (FORMERLY 436)	010107L			160,000.		160,000.		0.
25	#235 IMPROVEMENTS ( FORMERLY 276 )	011603150DB15			119,277.		119,277.	90,420.	4,440.
26	#235 BUILDING (FORMERLY 276 )	011603SL		39.00	350,116.		350,116.	89,397.	8,977.
27	#235 LAND (FORMERLY 276 )	011603L			366,836.		366,836.		0.
28	#279 LAND	121202L			347,893.		347,893.		0.
29	#279 LANDSCAPING	121202150DB15			94,331.		94,331.	73,958.	3,704.
30	#279 BUILDING	121202SL		39.00	293,825.		293,825.	81,294.	7,534.
31	MARION IN #211 LAND	010109L			147,269.		147,269.		0.
32	MARION IN #211 SITE WORK	010109150DB15			90,183.		90,183.	45,091.	3,131.
33	MARION IN #211 BUILDING	010109SL		39.00	341,765.		341,765.	92,753.	8,763.
34	DANVILLE IL 705 GILBERT LAND	010109L			20,000.		20,000.		0.

(D) Asset disposed

\* ITC, Section 179, Salvage, HR 3090, Commercial Revitalization Deduction, GO Zone

## 2012 DEPRECIATION AND AMORTIZATION REPORT

## - NEXT YEAR FEDERAL - HOOGLAND FAMILY FOUNDATION

Asset No	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Amount Of Depreciation
35	DANVILLE IL 705 GILBERT BUILDING	010109SL	39.00	400,000	476,673	400,000	152,991	10,256	0
36	TULSA #562 LAND	040508L			476,673	476,673	77,022	23,680	5,334
37	TULSA #562 LAND IMPROVEMENTS	040508150DB15.00		154,045	77,023	753,510	71,649	19,321	10,136
38	TULSA #562 BUILDING	040508SL	39.00	753,510		395,322	105,587		
39	HILLSDALE	123109SL	39.00	395,322					
40	LAND IMPROVEMENTS	123109150DB15.00		89,799	44,900	44,899	17,436	2,746	0
41	FLINT - LAND	123110L		127,540		127,540			
42	FLINT - BUILDING	123110SL	39.00	876,916		876,916	204,239	22,485	
43	FLINT - LAND IMPROVEMENTS	123110150DB15.00		85,027		85,027	65,424	1,960	
44	HOBART, IN - #477 LAND	100110L		353,863		353,863			0
45	HOBART, IN - #477 LAND IMPROVEMENTS	100110150DB15.00		153,235		153,235	64,224	8,901	
46	HOBART, IN - #477 BUILDING	100110SL	39.00	467,678		467,678	63,964	11,992	
47	WESTLAND - BUILDING	120111SL	39.00	490,000		490,000	206,261	12,564	
48	WESTLAND - LAND IMPROVEMENTS	120111150DB15.00		80,000		80,000	80,000	8,000	
	* TOTAL 990-PF RENTAL DEPR			13055378.167015	12888363.	2859413.	272,337		

(D) • Asset disposed

\* ITC, Section 179, Salvage, HR 3090, Commercial Revitalization Deduction, GO Zone



JUL 02 2012

OFFICE OF THE ATTORNEY GENERAL  
STATE OF ILLINOIS

Wednesday, June 27, 2012

HOOGLAND FAMILY FOUNDATION  
1022 E ADAMS STREET  
SPRINGFIELD, IL 62703

36-442-7146

**Lisa Madigan**  
ATTORNEY GENERAL

Re Annual Report of Charitable Organization #01039094 Period Ending 12/31/2011

Dear Registrant

Our office has received documents tendered as the financial report of your organization for the period above

Your documents do not constitute a properly filed report as required by state law because the following item(s) are missing:

- 1. \$15 Annual Filing Fee Make Check or Money Order payable to "Illinois Charity Bureau Fund" Include your CO# and filing year on the front of your check or money order
- 2. Signatures of two officers or trustees on the Form AG990IL as required by law
- 3. A detailed explanation must be attached for question(s) on page 2 of the Form AG990IL.
- 4. Supply a completed AG990IL. The Form AG990IL you submitted was incomplete or not included
- 5. A "Report of Individual Fundraising Campaign" (Form IFC) for each professional fund raiser used for the above period
- 6. Federal tax return filed with the IRS for the above period.
- 7. Financial Statements audited by a certified public accountant for the above period
- 8. \$100 Late Report Filing Fee: Make Check or Money Order payable to "Illinois Charity Bureau Fund." Include your CO# and filing year on the front of your check or money order
- 9. Other: WE ARE IN RECEIPT OF YOUR EXTENSION REQUEST FOR THE FYE 12/2011. HOWEVER, WE CANNOT GRANT THIS REQUEST BECAUSE REGISTRATION HAS BEEN CANCELLED FOR FYE 2001 PLEASE SUBMIT A COMPLETED CO-1 FORM WITH ALL OF THE REQUIRED ATTACHMENTS AND THE \$200 RE-REGISTRATION FEE

If you have any questions, please contact our office at (312) 814-2595. Please submit the missing documents with a copy of this letter to:

Office of the Attorney General  
Debra Epting, Office Assistant  
Charitable Trusts Bureau  
100 West Randolph Street, 11th Floor  
Chicago, IL 60601-3175

Prepared by:	Initials	Date
Debra Epting	DE	6/27/2012
Reviewed by:	JE	6/27/2012

**COPY**

**TO REGISTER OR RE-REGISTER WITH THE ILLINOIS ATTORNEY GENERAL'S  
OFFICE, ALL ORGANIZATIONS AND TRUSTS MUST SUBMIT:**

1. All fees, including the required registration fee (\$15.00) or re-registration fee (\$200.00), as well as any late registration fee (\$200.00), annual report filing fee(s) (\$15.00 each report), and/or late report filing fee(s) (\$100.00 each late report) due
2. "Charitable Organization Registration Statement" (Form CO-1).
3. A list of all Officers, Directors and/or Trustees including names, mailing addresses, and day time phone numbers.
4. A copy of the IRS Determination Letter or, if pending, a copy of IRS Form 1023 or 1024. If not available, provide written explanation.
5. If applicable, copies of all contracts with Professional Fund Raisers.
6. If applicable, the "Religious Organization Exemption Form" (Form CO-3).
7. **IF A CORPORATION:** Articles of Incorporation and all amendments to the Articles. If incorporated in a state other than Illinois, include a Certificate of Authority to do business from the Illinois Secretary of State. Also submit the By-Laws of the Corporation.
8. **IF AN UNINCORPORATED ASSOCIATION:** Constitution and all amendments and By-Laws of the Association.
9. **IF A REPRESENTATIVE OF A PROBATE ESTATE (Containing Charitable Gifts):** Will and Letters of Office. Inventory; Declarations of Trust for any trusts into which the Will pours over and all Amendments thereto.
10. **IF A CHARITABLE TRUST OR A LIVING INTER VIVOS TRUST:** Declaration of Trust, and all Amendments thereto; Inventory and recent accounting.
11. A completed Form AG990-IL with all required attachments for each year during the past 3 years in which the organization has held and/or solicited charitable funds in Illinois. (See instructions for AG990-IL.) If the registrant has held and/or solicited charitable funds in Illinois for more than three years prior to registration, attach complete AG990-ILs, with all required attachments, for the most recent 3 years subject to further requests. If the organization has been in existence for less than 1 year, submit the Form CO-2.

**FEES**

The Solicitation for Charity Act and Charitable Trust Act require a \$15.00 registration fee for all initial registrations.

The Solicitation for Charity Act requires a \$200.00 late registration fee for any organization that solicits contributions prior to registration.

The Solicitation for Charity Act and Charitable Trust Act require a \$200.00 re-registration fee for all re-registrations after cancellation.

The Solicitation for Charity Act and Charitable Trust Act require a \$15.00 filing fee for each annual report due. There is an additional \$100.00 late report fee for each late report due. (See instructions for AG990-IL.)

Charitable Trust Act	760 ILCS 55/1 et seq.
Solicitation for Charity Act	225 ILCS 460/1 et seq.

Submit the above registration materials, along with a check or money order for all required fees payable to the "Illinois Charity Bureau Fund" to:

Office of the Illinois Attorney General  
Charitable Trust Bureau  
100 West Randolph Street, 11<sup>th</sup> Floor  
Chicago, Illinois 60601-3175  
(312) 814-2595

**CHARITABLE ORGANIZATION  
- REGISTRATION STATEMENT -**

**LISA MADIGAN  
ATTORNEY GENERAL**

**PLEASE TYPE OR PRINT IN INK.** This registration statement is required by the Illinois Charitable Trust Act and the Illinois Solicitation for Charity Act. Please answer all items which are applicable to your organization. If you are unable to answer any question fully in the space provided, please attach a sheet containing the remainder of your answer. No further registration statement is required, provided that every registered organization shall notify the Attorney General within 10 days of any change in the information submitted herein. One copy of this Registration Statement and attachments are to be filed with the Office of the Attorney General, Charitable Trust and Solicitations Bureau, 100 West Randolph Street, 11th Floor, Chicago, Illinois 60601

1. This is a registration under:

Illinois Charitable Trust Act;  
 Illinois Solicitation for Charity Act;  
 Both Acts

2. Name of Organization Telephone Number      Federal Employer ID#

<u>HOOGLAND FAMILY FOUNDATION</u>		217-544-2001	36-4427146	
Street and Number	City	County	State	Zip Code
<u>1022 E. ADAMS STREET, SPRINGFIELD, SANGAMON, IL 62703</u>				

3. Type of legal entity (Corporation, Trust, Unincorporated Association or other) and date, method and place organization legally established.

CORPORATION

If a foreign corporation, when was it authorized to do business in Illinois?

If a corporation, Illinois Secretary of State's File No. 61390014

**\*A copy of the Articles of Incorporation or Certificate of Authority issued by the Secretary of State must be attached.**

4. Name, address and telephone number of Illinois registered agent ALBERT L. GRASSO 30 S. WACKER DR  
26TH FLOOR, CHICAGO, IL 60606

5. Address of all offices in the State of Illinois. 1022 E. ADAMS STREET, SPRINGFIELD, IL 62703

6. Date on which the annual accounting period of the organization ends. Month DECEMBER Day 31

7. State the purposes of the organization and purposes for which contributions are to be used. (Be specific)  
CONTRIBUTIONS TO 501 (C) (3) ORGANIZATIONS

8. If the name under which the organization intends to solicit funds differs from the name listed in No. 2 provide name(s) under which contributions will be solicited, and the reason for the use of such other name(s).

9. If the organization has previously been registered with the Attorney General under either Act, give the name under which registered (if different than shown in No. 2), last registration number, and date registered.

10. Has the organization been registered with any other governmental authority to solicit contributions?  Yes  No  
Name of authority and date of authorization. \_\_\_\_\_  
Is such registration current?  Yes  No

11. Has the organization or any of its officers, directors or trustees ever been enjoined or prohibited by any court or other governmental agency from soliciting contributions, or is such action pending?  Yes  No  
If "Yes", attach an explanation.

12. Do you intend to use the services of a professional fund raiser as defined by "An Act to Regulate Solicitation and Collection of Funds for Charitable Purposes"?  Yes  No  
If "Yes", answer a, b, and comply with c below.

a. Name and address of professional fund raiser(s): \_\_\_\_\_

b. Has the professional fund raiser registered and filed a bond with the Office of the Attorney General as required?  Yes  No  
c. Attach copies of all contracts with professional fund raiser(s).

13. Have any of organization's officers, directors, executive personnel, or have any of the organization's employees who have access to funds, ever been charged with or convicted of a misdemeanor involving misapplication or misuse of money of another, or any felony?  Yes  No If "Yes", give the following information: (IRS 1981 ch. 23, sec. 5109)

NAME AND ADDRESS OF COURT

NATURE OF OFFENSE

DATE OF CONVICTION(Mo./Yr.)

14. State the board, group or individual having final discretion as to the distribution and use of contributions received.  
BOARD OF DIRECTORS - SEE ATTACHED

15. Will you use any of the following methods of solicitation?  Unordered Merchandise  Distribution or Sale of Seals  
 Telephone Appeals  Coin Collection Containers  Special Events  Ad Books  Direct Mail  
 Other --- If other, attach an explanation.

16. List name, mailing address and title of the chief executive or staff officer of the organization. CHARLES R. HOOGLAND, OFCR  
1022 E. ADAMS STREET, SPRINGFIELD, IL 62703

17. Attach a list of names, mailing addresses, and daytime phone numbers of all officers and directors, or trustees of the organization.

18. Has the United States Internal Revenue Service determined that this organization is tax exempt?  Yes  No  
If "Yes", attach a copy of the determination letter. Is application pending?  Yes  No

\*All organizations with tax exempt status or an application pending must attach a copy of Federal Form 1023 "Application for Recognition of Exemption" or an exemption letter.

19. Has organization's tax exempt status ever been questioned, audited, denied or cancelled at any time by any governmental agency?  
 Yes  No If "Yes", attach the facts.

20. Organizations which have been in operation for over one (1) year must attach a copy of the form AG990-IL and Federal return, or AG990IL if no Federal return was filed for each year the organization was in existence, completed in detail. Organizations which have been in operation less than one (1) year must attach a completed Financial Information Form CO-2, notarized. Please note charitable organization's are required to maintain accurate and detailed accounting records.

21. Approximate amount of contributions solicited or income received from persons in this State during the organization's last annual accounting period \$ 289,263

22. **EVERY REGISTERING ORGANIZATION MUST ATTACH THE FOLLOWING APPLICABLE DOCUMENTS:**

Corporation..... The Articles of Incorporation and/or Certificate of Authority, Amendments and By-Laws

Unincorporated Association .. Constitution and By-Laws

Testamentary Trust..... Will, Probate number and Decree of Distribution

Inter Vivos Trust..... Instrument Creating Trust

*Note* The President and the Chief Financial Officer or other authorized officer are both required to sign This must be two different individuals If entity is a Trust, all Trustees must sign

**UNDER PENALTY OF PERJURY, THE UNDERSIGNED DECLARE AND CERTIFY THAT THE INFORMATION CONTAINED IN THIS STATEMENT AND ALL ATTACHED SHEETS IS TRUE AND CORRECT TO THE BEST OF OUR KNOWLEDGE.**

Signature

Title

Date

Signature

Title

Date

NFP-102.10  
(Rev. Jan. 1999)

<http://www.sos.state.il.us>

## ARTICLES OF INCORPORATION

(Do Not Write in This Space)

### SUBMIT IN DUPLICATE

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

**DO NOT SEND CASH!**

Date

Filing Fee \$50

Approved

TO: JESSE WHITE, Secretary of State

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

Article 1 The name of the corporation is: Hoogland Family Foundation

Article 2: The name and address of the initial registered agent and registered office are:

Registered Agent	Albert	L.	Grasso
First Name		Middle Name	Last Name
Registered Office	225 W. Washington Str., #1300		
Number	Street	(Do not use P.O. Box)	
Chicago	IL 60606	Cook	
City	ZIP Code	County	

Article 3: The first Board of Directors shall be 4 in number, their names and residential addresses being as follows: (Not less than three)

Director's Names	Number	Street	Address	City	State
Charles R. Hoogland	1022 E. Adams Street		Springfield	IL	62703
Kathleen Hoogland	1022 E. Adams Street		Springfield	IL	62703
Charles E. Hoogland	1022 E. Adams Street		Springfield	IL	62703
Keith A. Hoogland	1022 E. Adams Street		Springfield	IL	62703

Article 4. The purposes for which the corporation is organized are:

Exclusively for charitable, religious, literary, scientific and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or other corresponding provision of any future United States Internal Revenue Law).

Is this corporation a Condominium Association as established under the Condominium Property Act?  
 Yes  No (Check one)

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954?  Yes  No (Check one)

Is this a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure?  Yes  No

Article 5. Other provisions (please use separate page):

Article 6.

**NAMES & ADDRESSES OF INCORPORATORS**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated \_\_\_\_\_

(Month & Day)

(Year)

**SIGNATURES AND NAMES**

1. Signature  
Albert L. Grasso  
Name (please print)
2. Signature  
  
Name (please print)
3. Signature  
  
Name (please print)
4. Signature  
  
Name (please print)
5. Signature  
  
Name (please print)

**POST OFFICE ADDRESS**

1. 225 W. Washington St., #1300  
Street  
Chicago IL 60606  
City/Town State ZIP
2. Street  
  
City/Town State ZIP
3. Street  
  
City/Town State ZIP
4. Street  
  
City/Town State ZIP
5. Street  
  
City/Town State ZIP

(Signatures must be in **BLACK INK** on original document. Carbon copied, photocopied or rubber stamped signatures may only be used on the true copy.)

- If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.
- The registered agent cannot be the corporation itself.
- The registered agent may be an individual, resident in this State, or a domestic or foreign corporation, authorized to act as a registered agent.
- The registered office may be, but need not be, the same as its principal office.
- A corporation which is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that it will comply with the State and local laws and ordinances relating to alcoholic liquors.

**FOR INSERTS - USE WHITE PAPER - SIZE 8 1/2 x 11**

File No. \_\_\_\_\_

FORM NFP-102.10

**ARTICLES OF INCORPORATION**

under the  
**GENERAL NOT FOR PROFIT**  
**CORPORATION ACT**  
of \_\_\_\_\_

SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
SPRINGFIELD, ILLINOIS 62756  
TELEPHONE (217) 782-8522  
782-8523  
(These Articles Must Be Executed and Filed  
in Duplicate)

Filing Fee \$50  
C-157.11

ATTACHMENT TO ARTICLES OF INCORPORATION  
OF  
HOOGLAND FAMILY FOUNDATION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, literary, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court or the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Further, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

C. R. Hoogland

BY-LAWS  
OF  
HOOGLAND FAMILY FOUNDATION

ARTICLE I

NAME AND PURPOSES

SECTION 1. NAME. The name of the Corporation shall be HOOGLAND FAMILY FOUNDATION.

SECTION 2. OFFICES. The corporation shall maintain a registered office in the State of Illinois and a registered agent at such office and may have other offices within or without the state.

SECTION 3. PURPOSES. The purposes for which the corporation is organized are exclusively charitable, religious, literary, scientific and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the corporation shall inure to the benefit of any private individual. The corporation shall not carry on propaganda or otherwise attempt to influence legislation. The corporation shall not engage in any transaction or do or permit any act or omission which shall operate to deprive it of its tax exempt status as an organization that qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court or the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court

shall determine, which are organized and operated exclusively for such purposes.

The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Further, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## ARTICLE II

### MEMBERS

The corporation shall have no members.

## ARTICLE III

### BOARD OF DIRECTORS

SECTION 1. GENERAL POWERS. The affairs of the corporation shall be managed by its board of directors.

SECTION 2. NUMBER, TENURE, AND QUALIFICATIONS. The number of directors shall be four (4) Directors shall be elected annually by the board of directors at the regular annual meeting of the board of directors. If the election of directors shall not be held at such meeting, such election shall be held as soon thereafter as conveniently possible. Each director shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign. Directors need not be residents of Illinois. The number of directors may be decreased to not fewer than three (3) or increased to any number from time to time by amendment of this section.

SECTION 3. REGULAR MEETINGS. A regular annual meeting of the board of directors shall be held during the month of November, at such time and place as may be fixed by the president, or if the president is for any reason unable to act, by any two (2) directors. The board of directors may provide by resolution the

time and place for the holding of additional regular meetings of the board without other notice than such resolution.

SECTION 4. SPECIAL MEETINGS. Special meetings of the board of directors may be called by or at the request of the president or any two (2) directors. The person or persons authorized to call special meetings of the board may fix any place as the place for holding any special meeting of the board called by them.

SECTION 5. NOTICE. Notice of the regular annual meeting and any special meeting of the board of directors shall be given at least ten (10) days previously thereto by written notice to each director at this address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Notice of the regular annual meeting or any special meeting of the board of directors may be waived in writing signed by the person or persons entitled to the notice either before or after the time of the meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these by-laws.

SECTION 6. QUORUM. A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board, provided that if less than a majority of the directors is present at said meeting, a majority of the directors present may adjourn the meeting to another time without further notice.

SECTION 7. MANNER OF ACTING. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the act of a greater number is required by statute, these by-laws, or the articles of incorporation.

SECTION 8. REMOVAL. A director may be removed for cause by vote of two-thirds (2/3) of all directors then in office. Such action shall be taken at a regular meeting of the board of directors or at a special meeting called for such purpose, and the proposed removal shall be set forth in the notice of any such regular or special meeting, sent at least ten (10) days prior thereto.

SECTION 9. INFORMAL ACTION BY DIRECTORS. Any action required to be taken at a meeting of the directors of the corporation, or any other action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the directors entitled to vote with respect to the subject matter thereof.

SECTION 10. VACANCIES. Any vacancy occurring in the board of directors or any directorship to be filled by reason of an increase in the number of directors shall be filled by the board of directors.

SECTION 11. COMPENSATION. Directors shall not receive any stated salaries for their services, but by resolution of the board of directors a fixed sum and expenses of attendance, if any, may be allowed for each regular or special meeting of the board, provided that nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving reasonable compensation therefor.

#### ARTICLE IV

##### OFFICERS

SECTION 1. OFFICERS. The officers of the corporation shall be a president, one or more vice-presidents, (the number thereof to be determined by the board of directors), a secretary, a treasurer and such assistant secretaries or other officers as may be elected by the board of directors. Officers whose authority and duties are not prescribed in these by-laws shall have the authority and perform the duties prescribed, from time to time, by the board of directors. Any two or more offices may be held by the same person, except the offices of president and secretary.

SECTION 2. ELECTION AND TERM OF OFFICE. The officers of the corporation shall be elected annually by the board of directors at the regular annual meeting of the board of directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices created and filled at any meeting of the board of directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Election of an officer shall not of itself create contract rights.

SECTION 3. REMOVAL. Any officer elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 4. PRESIDENT. The president shall be the principal executive officer of the corporation. Subject to the direction and control of the board of directors, he shall be in charge of the business and affairs of the corporation; he shall see that the resolutions and directives of the board of directors are carried into effect except in those instances in which that responsibility is assigned to some other person by the board of directors; and, in general, he shall discharge all duties incident to the office of president and such other duties as may be prescribed by the board of directors. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the board of directors, he may execute for the corporation any contracts, deeds, mortgages, bonds, or other instruments which the board of directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the board of directors, according to the requirements of the form of the instrument. He may vote all securities which the corporation is entitled to vote except as and to the extent such authority shall be vested in a different office or agent of the corporation by the board of directors.

SECTION 5. VICE PRESIDENT. The vice president shall perform such duties as shall be assigned to him by the president or the board of directors. Further, in the absence of the president or in the event of his inability or refusal to act, the vice president (or in the event there be more than one vice president, the vice presidents, in the order designated by the board of directors, or by the president if the board of directors has not made such a designation, or in the absence of any designation, then in the order of their seniority of tenure) shall perform the duties of the president and when so acting shall have all the powers of and be subject to all the restrictions upon the president. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the board of directors or these by-laws, the vice president (or any of them if there are more than one) may execute for the corporation any contracts, deeds, mortgages, bonds or other instruments which the board of directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the board of directors, according to the requirement of the form of the instrument.

SECTION 6. SECRETARY. The secretary shall record the minutes of the meetings of the board of directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as

required by law; be custodian of the corporate records and of the seal of the corporation; and perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him by the president or by the board of directors.

SECTION 7. TREASURER. The treasurer shall be the principal accounting and financial officer of the corporation. He shall (a) have charge of and be responsible for the maintenance of adequate books of account for the corporation; (b) have charge and custody of all funds and securities of the corporation, and be responsible therefor, and for the receipt and disbursement thereof; and (c) perform all the duties customarily incident to the office of a treasurer. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the board of directors shall determine.

SECTION 8. ASSISTANT TREASURERS AND ASSISTANT SECRETARIES. The assistant treasurers and assistant secretaries shall perform such duties as shall be assigned to them by the treasurer or the secretary, respectively, or by the president or the board of directors. If required by the board of directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the board of directors shall determine.

## ARTICLE V

### COMMITTEES

SECTION 1. COMMITTEES OF DIRECTORS. The board of directors, by resolution adopted by a majority of the directors in office, may designate one (1) or more committees, each of which shall consist of two (2) or more directors, which committees, to the extent provided in said resolution and not restricted by law, shall have and exercise the authority and act on behalf of the board of directors in the management of the corporation; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the board of directors, or any individual director, of any responsibility imposed upon it or him by law.

SECTION 2. TERM OF OFFICE. Each member of a committee shall continue as such until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

SECTION 3. CHAIRMAN. One (1) member of each committee shall be appointed chairman.

SECTION 4. VACANCIES. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

SECTION 5. QUORUM. Unless otherwise provided in the resolution of the board of directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

SECTION 6. RULES. Each committee may adopt rules for its own government not inconsistent with these by-laws or with rules adopted by the board of directors.

## ARTICLE VI

### CONTRACTS. CHECKS. DEPOSITS AND FUNDS

SECTION 1. CONTRACTS. The board of directors may authorize any officer or officers or agent or agents of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS, ETC. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers or agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors. In the absence of such determination by the board of directors, such instruments shall be signed by the secretary or assistant secretary and countersigned by the president of the corporation.

SECTION 3. DEPOSITS. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

SECTION 4. GIFTS. The board of directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

## ARTICLE VII

### BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its board of directors and committees having any of the authority of the board of directors.

## ARTICLE VIII

### FISCAL YEAR

The fiscal year of the corporation shall be fixed by resolution of the board of directors.

## ARTICLE IX

### WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the General Not For Profit Corporation Act of Illinois or under the provisions of the articles of incorporation or the by-laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## ARTICLE X

### AMENDMENTS

The power to alter, amend, or repeal the by-laws or adopt new by-laws shall be vested in the board of directors. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law or the articles of incorporation.

## ARTICLE XI

### INDEMNIFICATION AND INSURANCE

SECTION 1. The corporation may indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or who is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or

upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

SECTION 2. The corporation may indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit, if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to the best interests of the corporation, and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation, unless, and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

SECTION 3. To the extent that a director, officer, employee or agent of the corporation has been successful, on the merits or otherwise, in the defense of any action, suit or proceeding referred to in Sections (1) and (2) of this Article XI, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

SECTION 4. Any indemnification under Sections (1) and (2) of this Article XI (unless ordered by a court) shall be made by the corporation only as authorized in the specific case, upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Sections (1) and (2) of this Article XI. Such determination shall be made (i) by the board of directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (ii) if such quorum is not obtainable, or even if obtainable, a quorum of disinterested directors so directs, by independent legal counsel in a written opinion.

SECTION 5. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the board of directors in the specific case, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he is entitled to be indemnified by the corporation as authorized in this Article XI.

SECTION 6. The indemnification provided by this Article XI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any agreement, vote of disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person.

SECTION 7. The corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or who is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this Article XI.

## ARTICLE XII

### MISCELLANEOUS

As used in these by-law, the masculine shall include the feminine.

PREORGANIZATION AGREEMENT

The undersigned propose to organize a corporation under The General Not For Profit Corporation Act of Illinois to be known as the Hoogland Family Foundation, or by such other name as the incorporators may select.

The corporation shall be organized for the following purposes and for such other purposes as the incorporators may determine:

Exclusively for charitable, religious, literary, scientific and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or other corresponding provision of any future United States Internal Revenue Law).

The undersigned may act as incorporators of the corporation and may execute and file articles of incorporation containing such provisions not inconsistent with this Agreement as shall be deemed advisable by them.

Dated: 31<sup>st</sup>, DECEMBER 2001

C. R. Hoogland  
Charles R. Hoogland

Kathleen Hoogland  
Kathleen Hoogland

CE Hoogland  
Charles E. Hoogland

KA Hoogland  
Keith A. Hoogland

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF  
HOOGLAND FAMILY FOUNDATION

We, the undersigned, comprising all of the directors of the Hoogland Family Foundation, an Illinois not-for-profit corporation, hereby consent in writing to the following resolutions:

I. Articles of Incorporation.

RESOLVED, that the Articles of Incorporation of this corporation as filed in the office of the Secretary of State be and the same are hereby approved.

II. Preorganization Agreement.

RESOLVED, that the Preorganization Agreement be and the same is hereby approved and incorporated by reference as if fully set forth herein.

III. Corporate Documents.

RESOLVED, that the Secretary be and hereby is authorized and directed to procure the necessary corporate books and records for recording official business of the corporation.

IV. Organizational Expenses.

RESOLVED, that the corporation shall assume and pay the legal and other expenses incurred in connection with its organization and incorporation, and in connection with the Application for Recognition of Exemption, and that the officers of this corporation be and they are hereby authorized and directed to pay such expenses of this corporation out of the funds of this corporation.

V. Officers.

RESOLVED, that the following people be and hereby are unanimously elected to the positions set opposite their names, to hold office until their respective successors have been duly elected and qualified:

President	Charles R. Hoogland
Secretary	Kathleen Hoogland

VI. Bank Accounts.

RESOLVED, that the resolutions, if any, attached to this consent relating to the establishment of bank accounts are hereby unanimously adopted.

VII. By-Laws.

RESOLVED, that the By-laws attached to this consent are hereby adopted and approved as the By-laws of this corporation.

VIII. Application for Exemption.

RESOLVED, that the appropriate officers of the corporation are hereby authorized and directed to apply for exemption from income taxes on behalf of the corporation.

Dated: 31<sup>st</sup> DECEMBER 2001

C. R. Hoogland  
Charles R. Hoogland

Kathleen Hoogland  
Kathleen Hoogland

CE Hoogland  
Charles E. Hoogland

KA Hoogland  
Keith A. Hoogland

Form 8868

(Rev. January 2012)

Department of the Treasury  
Internal Revenue ServiceApplication for Extension of Time To File an  
Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

►  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.

Type or print	Name of exempt organization or other filer, see instructions <b>HOOGLAND FAMILY FOUNDATION</b>	Employer identification number (EIN) or <b><input checked="" type="checkbox"/> 36-4427146</b>
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions <b>1022 E. ADAMS STREET</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <b>SPRINGFIELD, IL 62703</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
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

**CHARLES R. HOOGLAND - 1022 E. ADAMS, SPRINGFIELD,**• The books are in the care of ► **ILLINOIS - SPRINGFIELD, IL 62703**Telephone No ► **217-544-2001** FAX No. ► **217-793-3016**► 

• 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

**AUGUST 15, 2012**, 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 \_\_\_\_\_, and ending \_\_\_\_\_

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	\$	0.
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	\$	0.
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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)