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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

and ending

| | | |
|---|--|--|
| Name of foundation HOOGLAND FAMILY FOUNDATION | | A Employer identification number 36-4427146 |
| Number and street (or P.O. box number if mail is not delivered to street address) 1022 E. ADAMS STREET | | B Telephone number 217-544-2001 |
| City or town, state, and ZIP code SPRINGFIELD, IL 62703 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 12,670,418. | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | | |

| 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 | | | | | |
| b Gross sales price for all assets on line 6a | | | 0. | | |
| 7 Capital gain net income (from Part IV, line 2) | | | | | |
| 8 Net short-term capital gain | | | | | |
| 9 Income modifications | | | | | |
| a Gross sales less returns and allowances | | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) | | | | | |
| 10 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 | | | | | |
| c Other professional fees - OGDEN, UT | | 1,894. | 1,894. | | 0. |
| 17 Interest | | | | | |
| 18 Taxes | | 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 | | 1,852,915. | | | |
| a Excess of revenue over expenses and disbursements | | | 2,096,551. | | |
| b Net investment income (if negative, enter -0-) | | | | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|---|---|---|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 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. | | | |
| | Less allowance for doubtful accounts ▶ 0. | 0. | 102,261. | 102,261. |
| | 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 | | | |
| Liabilities | 11 Investments - land, buildings, and equipment basis ▶ 13,055,378. | | | |
| | Less accumulated depreciation STMT 8 ▶ 3,026,428. | 10,101,147. | 10,028,950. | 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. |
| | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| Net Assets or Fund Balances | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| 23 Total liabilities (add lines 17 through 22) | 0. | 0. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | 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. |

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) FMV 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) | | 2 | |
| { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | | 3 | |
| { If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 } | | | |

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-) | | 6a | 36,200. |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 6b | |
| 6 Credits/Payments | | 6c | |
| a 2011 estimated tax payments and 2010 overpayment credited to 2011 | | 6d | |
| b Exempt foreign organizations - tax withheld at source | | 7 | 36,200. |
| c Tax paid with application for extension of time to file (Form 8868) | | 8 | 427. |
| d Backup withholding erroneously withheld | | 9 | 6,158. |
| 7 Total credits and payments. Add lines 6a through 6d | | 10 | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | | 11 | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | | | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | | | |
| 11 Enter the amount of line 10 to be Credited to 2012 estimated tax | | | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | X |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL | | |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation | X | |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | X |

N/A

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Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|--|----|-----|----|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A | 13 | X | |
| 14 | The books are in care of ► 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 | 15 | N/A | |
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► | 16 | Yes | No |
| | | | | X |

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

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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 | OFFICER | | | |
| 1022 E. ADAMS STREET | | | | |
| SPRINGFIELD, IL 62703 | 0.00 | 0. | 0. | 0. |
| KATHLEEN HOOGLAND | OFFICER | | | |
| 1022 E. ADAMS STREET | | | | |
| SPRINGFIELD, IL 62703 | 0.00 | 0. | 0. | 0. |
| CHARLES E. HOOGLAND | OFFICER | | | |
| 1022 E. ADAMS STREET | | | | |
| SPRINGFIELD, IL 62703 | 0.00 | 0. | 0. | 0. |
| KEITH A. HOOGLAND | OFFICER | | | |
| 1022 E. ADAMS STREET | | | | |
| SPRINGFIELD, IL 62703 | 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 | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

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 | |
| | |
| All other program-related investments See instructions | |
| 3 | |
| | |
| Total. Add lines 1 through 3 | 0. |

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

| | | | |
|----------|--|-----------|-------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 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 | Total (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 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 11,671,466. |
| 6 | Minimum investment return. 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 | Distributable amount as adjusted. 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 | Qualifying distributions. 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 | Adjusted qualifying distributions. 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.

Form 990-PF (2011)

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 | | | | |
| a Enter amount for 2010 only | | | 0. | |
| b Total for prior years | | 0. | | |
| 3 Excess distributions carryover, if any, to 2011. | | | | |
| a From 2006 | 173,710. | | | |
| b From 2007 | | | | |
| c From 2008 | 54,074. | | | |
| d From 2009 | 62,895. | | | |
| e From 2010 | 58,365. | | | |
| f Total of lines 3a through e | 349,044. | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ | 553,000. | | | |
| a Applied to 2010, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus (Election required - see instructions) | 0. | | | |
| d Applied to 2011 distributable amount | | | | 541,642. |
| e Remaining amount distributed out of corpus | 11,358. | | | |
| 5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 360,402. | | | |
| 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 | | | | |
| b Excess from 2008 | 54,074. | | | |
| c Excess from 2009 | 62,895. | | | |
| d Excess from 2010 | 58,365. | | | |
| e Excess from 2011 | 11,358. | | | |

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|-----------------|
| a Paid during the year | | | | |
| 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 LEE LANAU 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. |
| Total | SEE CONTINUATION SHEET(S) | | | 553,000. |
| b Approved for future payment | | | | |
| NONE | | | | |
| | | | | |
| | | | | |
| Total | | | | 0. |

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




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

[illegible]

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

| b If "Yes," complete the following schedule | | |
|---|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| N/A | | |
| | | |
| | | |
| | | |
| | | |

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

Sign Here   

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr.)?
☒ Yes ☐ No

| | | | | | |
|---------------------------------------|---|----------------------|---------|---|-------------------------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| | MICHELLE USHER, CPA | <i>M Usher</i> | 8/13/12 | | P00121212 |
| | Firm's name ▶ SIKICH LLP | | | | Firm's EIN ▶ 36-3168081 |
| | Firm's address ▶ 3201 WEST WHITE OAKS DRIVE, SUITE 102 SPRINGFIELD, IL 62704 | | | | Phone no (217) 793-3363 |

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

Employer identification number

HOOGLAND FAMILY FOUNDATION

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

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

Employer identification number

HOOGLAND FAMILY FOUNDATION

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. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

Employer identification number

36-4427146

| (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 |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |

| | |
|----------------------------|--------------------------------|
| Name of organization | Employer identification number |
| HOOGLAND FAMILY FOUNDATION | 36-4427146 |

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------------|---|-----------------|--|
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |

2011 DEPRECIATION AND AMORTIZATION REPORT

REAL ESTATE

RENT

1

| Asset No | Description | Date Acquired | Method | Life | C o n v | 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 | Ending Accumulated Depreciation |
|----------|---|---------------|--------|-------|---------|---------|--------------------------|------------|---------------------|----------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| 1 | BAY CITY #17 - SHOPPING CENTER LAND | 01/01/01 | L | | | | 54,000. | | | | 54,000. | | | 0. | |
| 2 | BAY CITY #17 - SHOPPING CENTER BUILDING | 01/01/01 | SL | 39.00 | MM17 | | 486,000. | | | | 486,000. | 124,101. | | 12,452. | 136,553. |
| 3 | BAY CITY #45 - LAND @ 2610 CENTER AVE | 12/31/01 | L | | | | 48,500. | | | | 48,500. | | | 0. | |
| 4 | BAY CITY #45 - BUILDING @ 2610 CENTER AVE | 12/31/01 | SL | 39.00 | MM17 | | 436,500. | | | | 436,500. | 100,728. | | 11,192. | 111,920. |
| 5 | MONMOUTH BUILDING #36 | 12/31/02 | SL | 39.00 | MM17 | | 491,400. | | | | 491,400. | 100,800. | | 12,600. | 113,400. |
| 6 | MONMOUTH LAND #36 | 12/31/02 | L | | | | 54,600. | | | | 54,600. | | | 0. | |
| 7 | STERLING HEIGHTS #38 | 03/01/95 | SL | 39.00 | MM17 | | 400,000. | | | | 400,000. | 161,962. | | 10,256. | 172,218. |
| 8 | STERLING HEIGHTS LAND # 38 | 03/01/95 | 150DB | 15.00 | MM17 | | 80,000. | | | | 80,000. | 80,000. | | 0. | 80,000. |
| 9 | COLUMBIA BUILDING #113 | 01/01/05 | SL | 39.00 | MM17 | | 306,000. | | | | 306,000. | 46,749. | | 7,846. | 54,595. |
| 10 | COLUMBIA LEASEHOLD IMPROVEMENTS #113 | 01/01/05 | 150DB | 15.00 | MM17 | | 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 MUSKOGAN #33 | 12/31/05 | SL | 39.00 | MM17 | | 378,628. | | | | 378,628. | 48,945. | | 9,708. | 58,653. |
| 13 | NORTH MUSKOGAN #33 | 12/31/05 | L | | | | 66,817. | | | | 66,817. | | | 0. | |
| 14 | GRAND RAPIDS BUILDING # 9 | 12/31/06 | SL | 39.00 | MM17 | | 400,000. | | | | 400,000. | 219,758. | | 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. | |
| 19 | #136 BUILDING | 11/27/98 | SL | 39.00 | MM17 | | 648,478. | | | | 648,478. | 223,777. | | 16,628. | 240,405. |
| 20 | # 55 TONA BUILDING | 01/01/07 | SL | 39.00 | MM17 | | 600,000. | | | | 600,000. | 60,899. | | 15,385. | 76,284. |

128111
05-01-11

(D) - Asset disposed

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

2011 DEPRECIATION AND AMORTIZATION REPORT

REAL ESTATE

RENT 1

| Asset No | Description | Date Acquired | Method | Life | C o n v | 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 | Ending Accumulated Depreciation |
|----------|----------------------------------|---------------|--------|-------|---------|---------|--------------------------|------------|---------------------|----------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| 21 | #55 IONA LAND | 01/01/07 | L | | | | 170,000. | | | | 170,000. | | | 0. | |
| 22 | #444 BUILDING(FORMERLY 436) | 01/01/07 | SL | 39.00 | MM17 | | 500,652. | | | | 500,652. | 50,813. | | 12,837. | 63,650. |
| 23 | #444 LAND(FORMERLY 436) | 01/01/07 | L | | | | 160,000. | | | | 160,000. | | | 0. | |
| 25 | #235 IMPROVEMENTS(FORMERLY 276) | 01/16/03 | 150DB | 15.00 | MM17 | | 119,277. | | | | 119,277. | 85,980. | | 4,440. | 90,420. |
| 26 | #235 BUILDING(FORMERLY 276) | 01/16/03 | SL | 39.00 | MM17 | | 350,116. | | | | 350,116. | 80,420. | | 8,977. | 89,397. |
| 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 | MM17 | | 94,331. | | | | 94,331. | 70,254. | | 3,704. | 73,958. |
| 30 | #279 BUILDING | 12/12/02 | SL | 39.00 | MM17 | | 293,825. | | | | 293,825. | 73,760. | | 7,534. | 81,294. |
| 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 | MM17 | | 90,183. | | | 45,092. | 45,091. | 10,300. | | 3,479. | 13,779. |
| 33 | MARION IN #211 BUILDING | 01/01/09 | SL | 39.00 | MM17 | | 341,765. | | | | 341,765. | 83,990. | | 8,763. | 92,753. |
| 34 | DANVILLE IL 705 GILBERT LAND | 01/01/09 | L | | | | 20,000. | | | | 20,000. | | | 0. | |
| 35 | DANVILLE IL 705 GILBERT BUILDING | 01/01/09 | SL | 39.00 | MM17 | | 400,000. | | | | 400,000. | 142,735. | | 10,256. | 152,991. |
| 36 | TULSA #562 LAND | 04/05/08 | L | | | | 476,673. | | | | 476,673. | | | 0. | |
| 37 | TULSA #562 LAND IMPROVEMENTS | 04/05/08 | 150DB | 15.00 | MM17 | | 154,045. | | | 77,023. | 77,022. | 17,753. | | 5,927. | 23,680. |
| 38 | TULSA #562 BUILDING | 04/05/08 | SL | 39.00 | MM17 | | 753,510. | | | | 753,510. | 52,328. | | 19,321. | 71,649. |
| 39 | HILLSDALE | 12/31/09 | SL | 39.00 | MM17 | | 395,322. | | | | 395,322. | 95,451. | | 10,136. | 105,587. |

128111
05-01-11

(D) - Asset disposed

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

2011 DEPRECIATION AND AMORTIZATION REPORT

REAL ESTATE

RENT

1

| Asset No | Description | Date Acquired | Method | Life | C o n v | 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 | Ending Accumulated Depreciation |
|----------|-------------------------------------|---------------|--------|-------|------------------|---------|--------------------------|------------|---------------------|--------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| 40 | LAND IMPROVEMENTS | 12/31/09 | 150DB | 15.00 | MC17 | | 89,799. | | | 44,900. | 44,899. | 14,384. | | 3,052. | 17,436. |
| 41 | FLINT ~ LAND | 12/31/10 | L | | | | 127,540. | | | | 127,540. | | | 0. | 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 | MC17 | | 85,027. | | | | 85,027. | 63,246. | | 2,178. | 65,424. |
| 44 | HOBART, IN - #477 LAND | 10/01/10 | L | | | | 353,863. | | | | 353,863. | | | 0. | 0. |
| 45 | HOBART, IN ~ #477 LAND IMPROVEMENTS | 10/01/10 | 150DB | 15.00 | MC17 | | 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 | MM19I | | 490,000. | | | | 490,000. | 205,737. | | 524. | 206,261. |
| 48 | WESTLAND - LAND IMPROVEMENTS | 12/01/11 | 150DB | 15.00 | MC19E | | 80,000. | | | | 80,000. | 80,000. | | 0. | 80,000. |
| | * TOTAL 990-PP RENTAL DEPR | | | | | | 13055378. | | | 167,015. | 12888363. | 2,604,662. | | 254,753. | 2,859,413. |

128111
05-01-11

(D) - Asset disposed

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

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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. |
| HILLSDALE | 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

Depreciation and Amortization RENT
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

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 | | |

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 | 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 |
|---|----------------|----------------|----------------|----------------|----------------|----------------|
| 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? | Yes No | Yes No | Yes No | Yes No | Yes No | Yes No |
| 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? | Yes | 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 | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 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? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? | | |

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 |
|-----------------------------|------------------------------------|------------------------------|------------------------|---|--------------------------------------|
|-----------------------------|------------------------------------|------------------------------|------------------------|---|--------------------------------------|

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 | 01/01/01 | SL | | | 54,000. | | | 54,000. | | | 0. |
| 2 | BAY CITY #17 - SHOPPING CENTER BUILDING | 01/01/01 | SL | 39.00 | 17 | 486,000. | | | 486,000. | 124,101. | | 12,462. |
| 3 | BAY CITY #45 - LAND @ 2610 CENTER AVE | 12/31/01 | SL | | | 48,500. | | | 48,500. | | | 0. |
| 4 | BAY CITY #45 - BUILDING @ 2610 CENTER AVE | 12/31/01 | SL | 39.00 | 17 | 436,500. | | | 436,500. | 100,728. | | 11,192. |
| 5 | MONMOUTH BUILDING #36 | 12/31/02 | SL | 39.00 | 17 | 491,400. | | | 491,400. | 100,800. | | 12,600. |
| 6 | MONMOUTH LAND #36 | 12/31/02 | SL | | | 54,600. | | | 54,600. | | | 0. |
| 7 | STERLING HEIGHTS #38 | 03/01/95 | SL | 39.00 | 17 | 400,000. | | | 400,000. | 161,962. | | 10,256. |
| 8 | STERLING HEIGHTS LAND #38 | 03/01/95 | SL | 15.00 | 17 | 80,000. | | | 80,000. | | | 0. |
| 9 | COLUMBIA BUILDING #113 | 01/01/05 | SL | 39.00 | 17 | 306,000. | | | 306,000. | 46,749. | | 7,846. |
| 10 | COLUMBIA LEASEHOLD IMPROVEMENTS #113 | 01/01/05 | SL | 15.00 | 17 | 49,500. | | | 49,500. | 21,732. | | 2,923. |
| 11 | COLUMBIA LAND #113 | 01/01/05 | SL | | | 94,500. | | | 94,500. | | | 0. |
| 12 | NORTH MUSKEGAN #33 | 12/31/05 | SL | 39.00 | 17 | 378,628. | | | 378,628. | 48,945. | | 9,708. |
| 13 | NORTH MUSKEGAN #33 GRAND RAPIDS | 12/31/05 | SL | | | 66,817. | | | 66,817. | | | 0. |
| 14 | BUILDING #9 GRAND RAPIDS | 12/31/06 | SL | 39.00 | 17 | 400,000. | | | 400,000. | 219,758. | | 10,256. |
| 15 | BUILDING #9 | 12/31/06 | SL | | | 113,400. | | | 113,400. | | | 0. |
| 18 | #136 LAND | 11/27/98 | SL | | | 441,300. | | | 441,300. | | | 0. |
| 19 | #136 BUILDING | 11/27/98 | SL | 39.00 | 17 | 648,478. | | | 648,478. | 223,777. | | 16,628. |
| 20 | #55 IONA BUILDING | 01/01/07 | SL | 39.00 | 17 | 600,000. | | | 600,000. | 60,899. | | 15,385. |

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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 #444 | | 010107L | | | | 170,000. | | | 170,000. | | | 0. |
| 22BUILDING(FORMERLY #444 LAND(FORMERLY 23436) | | 010107SL | | 39.00 | 17 | 500,652. | | | 500,652. | 50,813. | | 12,837. |
| 23#235 IMPROVEMENTS(FORMERLY 276) | | 010107L | | | | 160,000. | | | 160,000. | | | 0. |
| 25#235 | | 011603150DB | | 15.00 | 17 | 119,277. | | | 119,277. | 85,980. | | 4,440. |
| 26BUILDING(FORMERLY #235 LAND (FORMERLY 27276) | | 011603SL | | 39.00 | 17 | 350,116. | | | 350,116. | 80,420. | | 8,977. |
| 28#279 LAND | | 121202L | | | | 347,893. | | | 347,893. | | | 0. |
| 29#279 LANDSCAPING | | 121202150DB | | 15.00 | 17 | 94,331. | | | 94,331. | 70,254. | | 3,704. |
| 30#279 BUILDING | | 121202SL | | 39.00 | 17 | 293,825. | | | 293,825. | 73,760. | | 7,534. |
| 31MARION IN #211 LAND | | 010109L | | | | 147,269. | | | 147,269. | | | 0. |
| 32WORK | | 010109150DB | | 15.00 | 17 | 90,183. | | 45,092. | 45,091. | 10,300. | | 3,479. |
| 33BUILDING | | 010109SL | | 39.00 | 17 | 341,765. | | | 341,765. | 83,990. | | 8,763. |
| 34DANVILLE IL 705 | | 010109L | | | | 20,000. | | | 20,000. | | | 0. |
| 35GILBERT LAND | | 010109SL | | 39.00 | 17 | 400,000. | | | 400,000. | 142,735. | | 10,256. |
| 36TULSA #562 LAND | | 040508L | | | | 476,673. | | | 476,673. | | | 0. |
| 37TULSA #562 LAND IMPROVEMENTS | | 040508150DB | | 15.00 | 17 | 154,045. | | 77,023. | 77,022. | 17,753. | | 5,927. |
| 38TULSA #562 BUILDING | | 040508SL | | 39.00 | 17 | 753,510. | | | 753,510. | 52,328. | | 19,321. |
| 39HILLSDALE | | 123109SL | | 39.00 | 17 | 395,322. | | | 395,322. | 95,451. | | 10,136. |

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 | 123109150DB | 15.00 | 17 | | 89,799. | | 44,900. | 44,899. | 14,384. | | 3,052. |
| 41 | FLINT - LAND | 123110L | | | | 127,540. | | | 127,540. | | | 0. |
| 42 | FLINT - BUILDING | 123110SL | 39.00 | 17 | | 876,916. | | | 876,916. | 181,754. | | 22,485. |
| 43 | IMPROVEMENTS | 123110150DB | 15.00 | 17 | | 85,027. | | | 85,027. | 63,246. | | 2,178. |
| 44 | HOBART, IN - #477 | 100110L | | | | 353,863. | | | 353,863. | | | 0. |
| 45 | HOBART, IN - #477 | 100110150DB | 15.00 | 17 | | 153,235. | | | 153,235. | 54,334. | | 9,890. |
| 46 | BUILDING | 100110SL | 39.00 | 17 | | 467,678. | | | 467,678. | 51,972. | | 11,992. |
| 47 | WESTLAND - BUILDING | 120111SL | 39.00 | 19 | | 490,000. | | | 490,000. | 205,737. | | 524. |
| 48 | WESTLAND - LAND | 120111150DB | 15.00 | 19 | | 80,000. | | | 80,000. | 80,000. | | 0. |
| | * TOTAL 990-PF 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 | 123102SL | | 39.00 | 491,400. | | 491,400. | 113,400. | 12,600. |
| 6 | MONMOUTH LAND #36 | 123102L | | | 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 | 030195150DB | | 15.00 | 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 | 010105150DB | | 15.00 | 49,500. | | 49,500. | 24,655. | 2,923. |
| 11 | COLUMBIA LAND #113 | 010105L | | | 94,500. | | 94,500. | | 0. |
| 12 | NORTH MUSKEGAN #33 | 123105SL | | 39.00 | 378,628. | | 378,628. | 58,653. | 9,708. |
| 13 | NORTH MUSKEGAN #33 | 123105L | | | 66,817. | | 66,817. | | 0. |
| 14 | GRAND RAPIDS BUILDING # 9 | 123106SL | | 39.00 | 400,000. | | 400,000. | 230,014. | 10,256. |
| 15 | GRAND RAPIDS BUILDING # 9 | 123106L | | | 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 | 010107SL | | 39.00 | 600,000. | | 600,000. | 76,284. | 15,385. |
| 21 | #55 IONA LAND | 010107L | | | 170,000. | | 170,000. | | 0. |
| 22 | #444 BUILDING(FORMERLY 436) | 010107SL | | 39.00 | 500,652. | | 500,652. | 63,650. | 12,837. |
| 23 | #444 LAND(FORMERLY 436) | 010107L | | | 160,000. | | 160,000. | | 0. |
| 25 | #235 IMPROVEMENTS(FORMERLY 276) | 011603150DB | | 15.00 | 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 | 121202150DB | | 15.00 | 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 | 010109150DB | | 15.00 | 90,183. | 45,092. | 45,091. | 13,779. | 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. |

128103
05-01-11

(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 | 01/01/09 | SL | 39.00 | 400,000. | | 400,000. | 152,991. | 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 | 154,045. | 77,023. | 77,022. | 23,680. | 5,334. |
| 38 | TULSA #562 BUILDING | 04/05/08 | SL | 39.00 | 753,510. | | 753,510. | 71,649. | 19,321. |
| 39 | HILLSDALE | 12/31/09 | SL | 39.00 | 395,322. | | 395,322. | 105,587. | 10,136. |
| 40 | LAND IMPROVEMENTS | 12/31/09 | 150DB | 15.00 | 89,799. | 44,900. | 44,899. | 17,436. | 2,746. |
| 41 | FLINT - LAND | 12/31/10 | L | | 127,540. | | 127,540. | | 0. |
| 42 | FLINT - BUILDING | 12/31/10 | SL | 39.00 | 876,916. | | 876,916. | 204,239. | 22,485. |
| 43 | FLINT - LAND IMPROVEMENTS | 12/31/10 | 150DB | 15.00 | 85,027. | | 85,027. | 65,424. | 1,960. |
| 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 | 153,235. | | 153,235. | 64,224. | 8,901. |
| 46 | HOBART, IN - #477 BUILDING | 10/01/10 | SL | 39.00 | 467,678. | | 467,678. | 63,964. | 11,992. |
| 47 | WESTLAND - BUILDING | 12/01/11 | SL | 39.00 | 490,000. | | 490,000. | 206,261. | 12,564. |
| 48 | WESTLAND - LAND IMPROVEMENTS | 12/01/11 | 150DB | 15.00 | 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

36-4427146

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

| | Initials | Date |
|-------------|----------|-----------|
| Prepared by | 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, 11th 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#
HOOGLAND FAMILY FOUNDATION 217-544-2001 36-4427146
Street and Number City County State Zip Code
1022 E. ADAMS STREET, SPRINGFIELD, SANGAMON, IL 62703
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)

ARTICLES OF INCORPORATION

(Do Not Write in This Space)

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

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 distributons 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 62758
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: 31st, 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: 31st DECEMBER 2000

C. R. Hoogland
Charles R. Hoogland

Kathleen Hoogland
Kathleen Hoogland

Charles E. Hoogland
Charles E. Hoogland

Keith A. Hoogland
Keith A. Hoogland

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

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

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)