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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

ALSDORF FOUNDATION  
C/O MARILYN ALSDORF

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

209 EAST LAKE SHORE DRIVE

Room/suite

15W

A Employer identification number

36-6065388

B Telephone number

312-640-9900

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

City or town, state, and ZIP code

CHICAGO, IL 60611

G Check all that apply:

Initial return       Initial return of a former public charity  
 Final return       Amended return  
 Address change       Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust       Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

► \$ 6,087,563. (Part I, column (d) must be on cash basis)

J Accounting method:  Cash       Accrual 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			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	53.	53.		STATEMENT 1
4	Dividends and interest from securities	130,405.	130,405.		STATEMENT 2
5a	Gross rents	2,361.	2,361.		STATEMENT 3
b	Net rental income or (loss)	2,361.			
6a	Net gain or (loss) from sale of assets not on line 10	109,332.			
b	Gross sales price for all assets on line 6a	1,033,521.			
7	Capital gain net income (from Part IV, line 2)		109,332.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	242,151.	242,151.		RECEIVED 162 MAY 24 2012 IRS-OSC OGDEN, UT
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages	42,808.	0.		0.
15	Pension plans, employee benefits	4,213.	0.		0.
16a	Legal fees	STMT 4	27,905.	0.	0.
b	Accounting fees	STMT 5	14,791.	7,396.	0.
c	Other professional fees	STMT 6	42,639.	42,639.	0.
17	Interest				
18	Taxes	STMT 7	3,952.	23.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		269.	0.	0.
22	Printing and publications				
23	Other expenses	STMT 8	25.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23		136,602.	50,058.	0.
25	Contributions, gifts, grants paid		703,310.		703,310.
26	Total expenses and disbursements Add lines 24 and 25		839,912.	50,058.	703,310.
27	Subtract line 26 from line 12:		-597,761.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		192,093.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing				
2	Savings and temporary cash investments		1,008,216.	346,225.	346,225.
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations	STMT 9	466,469.	482,752.	568,701.
b	Investments - corporate stock	STMT 10	2,054,127.	2,255,089.	3,284,202.
c	Investments - corporate bonds	STMT 11	938,652.	804,026.	844,234.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other	STMT 12	802,423.	784,034.	1,044,201.
14	Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ► )				
16	<b>Total assets (to be completed by all filers)</b>		5,269,887.	4,672,126.	6,087,563.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► )			
Net Assets or Fund Balances	23	<b>Total liabilities (add lines 17 through 22)</b>	0.	0.	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	5,269,887.	4,672,126.	
	30	<b>Total net assets or fund balances</b>	5,269,887.	4,672,126.	
	31	<b>Total liabilities and net assets/fund balances</b>	5,269,887.	4,672,126.	

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	5,269,887.
2	Enter amount from Part I, line 27a	2	-597,761.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	4,672,126.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,672,126.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	<b>SEE ATTACHED STATEMENTS</b>				
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	1,033,521.		924,189.	109,332.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e				109,332.	
2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	109,332.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

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

Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	918,016.	6,042,212.	.151934
2009	436,664.	5,521,761.	.079081
2008	328,793.	6,578,615.	.049979
2007	591,015.	7,257,404.	.081436
2006	631,723.	7,282,821.	.086742

2 Total of line 1, column (d)

2 .449172

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 .089834

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

4 6,640,315.

5 Multiply line 4 by line 3

5 596,526.

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

6 1,921.

7 Add lines 5 and 6

7 598,447.

8 Enter qualifying distributions from Part XII, line 4

8 703,310.

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.

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**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.	1	1,921.	
	• Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2,000.		
3	Add lines 1 and 2	3,921.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4,000.		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5,921.		
6	<b>Credits/Payments:</b>			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,000.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,000.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	79.	
11	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> ►	11	0.	

**Part VII-A Statements Regarding Activities**

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

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

11		X
12		X
13	X	
Website address ► <b>N/A</b>		
14 The books are in care of ► <b>LAURA MURAOKA</b> Telephone no. ► <b>(312) 640-9900</b>		
Located at ► <b>209 EAST LAKE SHORE DRIVE, CHICAGO, IL</b> ZIP+4 ► <b>60611</b>		
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 ► <b>15</b> ► <b>N/A</b>		
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 ► <b>16</b> Yes No X		

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

	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 ► <b>1b</b>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c X	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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 X	
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b X	

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes  No  
 Yes  No  
 Yes  No  
 Yes  No  
 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

6b

X

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

If "Yes" to 6b, file Form 8870

Yes  No

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
SEE STATEMENT 13		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		
3	All other program-related investments. See instructions.	
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	5,980,190.
b	Average of monthly cash balances	1b	761,247.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,741,437.
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	6,741,437.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	101,122.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,640,315.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	332,016.

**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	332,016.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,921.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,921.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	330,095.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	330,095.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	330,095.

**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	703,310.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	703,310.
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	1,921.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	701,389.

**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.

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**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				330,095.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	270,803.			
b From 2007	231,977.			
c From 2008	2,304.			
d From 2009	163,722.			
e From 2010	619,855.			
f Total of lines 3a through e	1,288,661.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 703,310.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2011 distributable amount				330,095.
e Remaining amount distributed out of corpus	373,215.			
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:	1,661,876.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	270,803.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,391,073.			
10 Analysis of line 9:				
a Excess from 2007	231,977.			
b Excess from 2008	2,304.			
c Excess from 2009	163,722.			
d Excess from 2010	619,855.			
e Excess from 2011	373,215.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

4942(j)(3) or  4942(j)(5)

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

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

**1 Information Regarding Foundation Managers:**

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

**NONE**

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

**NONE**

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

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

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

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

c Any submission deadlines:

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

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**Part XV** **Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
THE ALLIANCE FRANCAISE FRENCH HOUSE OF CHICAGO 810 NORTH DEARBORN STREET <u>CHICAGO, IL 60610</u>	NONE	PUBLIC	EDUCATIONAL	1,000.
ALZHEIMER'S ASSOCIATION 225 NORTH MICHIGAN AVENUE <u>CHICAGO, IL 60601</u>	NONE	PUBLIC	HEALTHCARE	100.
AMERICAN ANTIQUARIAN SOCIETY 185 SALISBURY STREET <u>WORCESTER, MA 01609</u>	NONE	PUBLIC	EDUCATIONAL	500.
AMERICAN ASSOCIATION OF MUSEUMS 1575 EYE STREET NW <u>WASHINGTON, DC 20005</u>	NONE	PUBLIC	EDUCATIONAL	110.
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET <u>ATLANTA, GA 30303</u>	NONE	PUBLIC	HEALTHCARE	100.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 703,310.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income		(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income
	(a) Business code	(b) Amount			
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14 53.	
4 Dividends and interest from securities				14 130,405.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property	532000	2,361.			
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18 109,332.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		2,361.		239,790.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	242,151.
(See worksheet in line 13 instructions to verify calculations.)					

## **Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

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

1 • Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of:**

**(1) Cash**

## (2) Other assets

**b Other transactions:**

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

(6) Performance of services or membership or fundraising solicitations

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

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.

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<b>FRED M. BRODY</b>	<i>Fred M. Brody</i>	<i>4/24/12</i>	<b>P01045120</b>	
	Firm's name ► MORRISON & MORRISON, LTD.			Firm's EIN ► 36-3143186	
Firm's address ► 19 SOUTH LASALLE ST., SUITE 1100 CHICAGO, IL 60603			Phone no. 312-346-2141		

ALSDORF FOUNDATION  
C/O MARILYN ALSDORF

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**Part XV | Supplementary Information**

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

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
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021	NONE	PUBLIC	CIVIC	1,000.
ASPCA 424 EAST 92ND STREET NEW YORK, NY 10128	NONE	PUBLIC	CIVIC	25.
ART RESOURCES IN TEACHING 11 E. ADAMS STREET, STE 1600 CHICAGO, IL 60603	NONE	PUBLIC	EDUCATIONAL	1,000.
ASSOCIATION OF SMALL FOUNDATIONS 1720 NORTH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC	CIVIC	695.
FRIENDS OF BENJAMIN MARSHALL SOCIETY 1243 RIDGEWOOD DRIVE NORTHBROOK, IL 60062	NONE	PUBLIC	EDUCATIONAL	500.
CHICAGO COUNCIL ON FOREIGN RELATIONS 332 SOUTH MICHIGAN AVENUE CHICAGO, IL 60604	NONE	PUBLIC	CIVIC	80.
CHICAGO HUMANITIES FESTIVAL 500 NORTH DEARBORN CHICAGO, IL 60654	NONE	PUBLIC	EDUCATIONAL	2,500.
CHICAGO PUBLIC LIBRARY 400 SOUTH STATE STREET CHICAGO, IL 60605	NONE	PUBLIC	EDUCATIONAL	1,000.
DOMINICAN UNIVERSITY 7900 WEST DIVISION STREET RIVER FOREST, IL 60305	NONE	PUBLIC	SCHOOL	1,000.
HADLEY SCHOOL FOR THE BLIND 700 ELM STREET WINNETKA, IL 60093	NONE	PUBLIC	HEALTHCARE	50.
<b>Total from continuation sheets</b>				<b>701,500.</b>

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**Part XV Supplementary Information**

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

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
HULL HOUSE 1030 WEST VAN BUREN CHICAGO, IL 60607	NONE	PUBLIC	CIVIC	100.
ILLINOIS STATE CRIME COMMISSION/POLICE ATHLETIC LEAGUE OF ILLINOIS 1550 SPRING ROAD, SUITE 310 OAK BROOK, IL 60523	NONE	PUBLIC	CIVIC	45.
ILLINOIS LEGAL AID 17 NORTH STATE STREET CHICAGO, IL 60602	NONE	PUBLIC	CIVIC	1,000.
INTERNATIONAL FOUNDATION FOR ART RESEARCH 500 FIFTH AVENUE NEW YORK, NY 10110	NONE	PUBLIC	EDUCATIONAL	1,000.
JAPANESE AMERICAN SERVICE COMMITTEE 4427 NORTH CLARK STREET CHICAGO, IL 60640	NONE	PUBLIC	EDUCATIONAL	700.
LAMBS FARM 14245 WEST ROCKLAND ROAD LIBERTYVILLE, IL 60048	NONE	PUBLIC	HEALTHCARE	500.
LINCOLN PARK CONSERVANCY 2391 NORTH STOCKTON DRIVE CHICAGO, IL 60614	NONE	PUBLIC	EDUCATIONAL	500.
LINCOLN PARK ZOO 2001 NORTH CLARK STREET CHICAGO, IL 60614	NONE	PUBLIC	EDUCATIONAL	1,000.
LOYOLA UNIVERSITY OF CHICAGO 820 NORTH MICHIGAN AVENUE CHICAGO, IL 60611	NONE	PUBLIC	SCHOOL	250.
MARINE CORPS SCHOLARSHIP FOUNDATION 121 SOUTH ST. ASAPH STREET ALEXANDRIA, VA 22314	NONE	PUBLIC	EDUCATIONAL	1,000.
<b>Total from continuation sheets</b>				

ALSDORF FOUNDATION  
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**Part XV | Supplementary Information**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<u>MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>HEALTHCARE</u>	<u>2,500.</u>
<u>MERIT SCHOOL OF MUSIC 38 SOUTH PEORIA STREET CHICAGO, IL 60607</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>EDUCATIONAL</u>	<u>1,000.</u>
<u>METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>EDUCATIONAL</u>	<u>60.</u>
<u>MUSEUM OF CONTEMPORARY ART 220 EAST CHICAGO AVENUE CHICAGO, IL 60611</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>EDUCATIONAL</u>	<u>50,100.</u>
<u>MUSIC INSTITUTE OF CHICAGO 1490 CHICAGO AVENUE EVANSTON, IL 60201</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>EDUCATIONAL</u>	<u>500.</u>
<u>NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE ARLINGTON, VA 22203</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>EDUCATIONAL</u>	<u>15.</u>
<u>NEW WORLD SYMPHONY INC 500 17TH STREET MIAMI BEACH, FL 33139</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>SCHOOL</u>	<u>10,000.</u>
<u>NORTH LAWNDALE COLLEGE PREP 1615 SOUTH CHRISTIANA AVENUE CHICAGO, IL 60623</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>SCHOOL</u>	<u>1,000.</u>
<u>NORTHWESTERN UNIVERSITY - BLOCK MUSEUM OF ART 40 ARTS CIRCLE DRIVE EVANSTON, IL 60208</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>EDUCATIONAL</u>	<u>25,000.</u>
<u>PAWS 1997 NORTH CLYBOURN AVENUE CHICAGO, IL 60614</u>	<u>NONE</u>	<u>PUBLIC</u>	<u>CIVIC</u>	<u>1,000.</u>
<u>Total from continuation sheets</u>				

ALSDORF FOUNDATION  
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Récipient 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
PHILANTROPY ROUNDTABLE 1150 17TH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC	CIVIC	500.
PLANNED PARENTHOOD CHICAGO 18 SOUTH MICHIGAN AVENUE CHICAGO, IL 60603	NONE	PUBLIC	HEALTHCARE	3,000.
RAVINIA FESTIVAL ASSOCIATION PO BOX 896 HIGHLAND PARK, IL 60035	NONE	PUBLIC	EDUCATIONAL	500.
REHABILITATION INSTITUTE OF CHICAGO 345 EAST SUPERIOR STREET CHICAGO, IL 60611	NONE	PUBLIC	HEALTHCARE	1,000.
RUSH PRESBYTERIAN ST. LUKES 1653 WEST CONGRESS PARKWAY CHICAGO, IL 60612	NONE	PUBLIC	HEALTHCARE	2,000.
SCHOOL OF THE ART INSTITUTE 37 SOUTH WABASH AVENUE CHICAGO, IL 60603	NONE	PUBLIC	SCHOOL	500.
SMITHSONIAN INSTITUTE PO BOX 37012 WASHINGTON, DC 20013	NONE	PUBLIC	EDUCATIONAL	3,000.
ST. SCHOLASTICA ACADEMY 7416 NORTH RIDGE BOULEVARD CHICAGO, IL 60645	NONE	PUBLIC	SCHOOL	1,000.
THE ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVENUE CHICAGO, IL 60603	NONE	PUBLIC	EDUCATIONAL	506,880.
THE ARTS CLUB OF CHICAGO 201 EAST ONTARIO STREET CHICAGO, IL 60611	NONE	PUBLIC	EDUCATIONAL	100.
<b>Total from continuation sheets</b>				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Récipient 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
THE CASINO'S ENDOWMENT FUND 195 EAST DELAWARE PLACE <u>CHICAGO, IL 60611</u>	NONE	PUBLIC	CIVIC	400.
THE FAMILY INSTITUTE 618 LIBRARY PLACE <u>EVANSTON, IL 60201</u>	NONE	PUBLIC	CIVIC	500.
UNIVERSITY OF CHICAGO - SMART MUSEUM 5550 SOUTH GREENWOOD AVENUE <u>CHICAGO, IL 60637</u>	NONE	PUBLIC	EDUCATIONAL	70,500.
UNIVERSITY OF NOTRE DAME- SNITE MUSEUM UNIVERSITY OF NOTRE DAME <u>NOTRE DAME, IN 46556</u>	NONE	PUBLIC	EDUCATIONAL	1,000.
UNIVERSITY OF ILLINOIS 901 WEST ILLINOIS <u>URBANA, IL 61801</u>	NONE	PUBLIC	SCHOOL	1,000.
WRITER'S THEATER 376 PARK AVENUE <u>GLENCOE, IL 60022</u>	NONE	PUBLIC	EDUCATIONAL	2,500.
WTTW 5400 NORTH ST. LOUIS AVENUE <u>CHICAGO, IL 60625</u>	NONE	PUBLIC	EDUCATIONAL	500.
YALE UNIVERSITY PO BOX 208241 <u>NEW HAVEN, CT 06520</u>	NONE	PUBLIC	SCHOOL	1,000.
YOUNG WOMENS LEADERSHIP CHARTER SCHOOL OF CHICAGO 2641 SOUTH CALUMET AVENUE <u>CHICAGO, IL 60616</u>	NONE	PUBLIC	SCHOOL	500.
<b>Total from continuation sheets</b>				

**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 (mb., day, yr:)	(d) Date sold (mo., day, yr.)
1a	CARDINAL HEALTH - LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
b	25,000 GOLDMAN SACHS GROUP NT 6.875% DUE 01/15/11	P	03/29/01	01/18/11
c	50,000 MORGAN STANLEY DEAN WITTER 6.75% DUE 04/23	P	05/24/01	04/15/11
d	1,600 SH ROBERT HALF INTL INC	P	01/05/11	05/27/11
e	2,400 SH EASTMAN CHEM CO	P	VARIOUS	10/27/11
f	1,900 SH NEWFIELD EXPL CO	P	VARIOUS	12/16/11
g	2,000 SH HASBRO INC	P	03/08/11	12/23/11
h	3,050 SH ANNALY MTG MGMT INC	P	VARIOUS	01/06/11
i	400 SH APACHE CORP	P	03/05/04	01/27/11
j	600 SH APACHE CORP	P	03/05/04	02/04/11
k	103.61 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	02/25/11
l	319.04 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	02/25/11
m	143.81 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	03/25/11
n	254.50 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	03/25/11
o	1,650 SH ASSURANT INC	P	12/05/08	03/29/11

(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 312.			312.
b 25,000.		25,000.	0.
c 50,000.		50,000.	0.
d 44,156.		50,344.	-6,188.
e 93,518.		106,226.	-12,708.
f 70,393.		122,982.	-52,589.
g 64,526.		94,712.	-30,186.
h 53,752.		44,547.	9,205.
i 46,557.		16,912.	29,645.
j 70,158.		25,368.	44,790.
k 104.		107.	-3.
l 319.		320.	-1.
m 139.		144.	-5.
n 254.		255.	-1.
o 63,478.		35,073.	28,405.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			312.
b			0.
c			0.
d			-6,188.
e			-12,708.
f			-52,589.
g			-30,186.
h			9,205.
i			29,645.
j			44,790.
k			-3.
l			-1.
m			-5.
n			-1.
o			28,405.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8 }

**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 (mb., day, yr.)	(d) Date sold (mo., day, yr.)
1a	159.28 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	04/25/11
b	247.55 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	04/25/11
c	800 SH CEPHALON INC	P	06/09/09	05/02/11
d	14,000 SH CHIMERA INVT CORP	P	05/04/10	05/09/11
e	20,000 MELLON FDG CORP 6.4% DUE 05/14/2011	P	12/09/03	05/16/11
f	111.14 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	05/25/11
g	200.15 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	05/25/11
h	1,400 SH ROBERT HALF INCT INC	P	01/08/10	05/27/11
i	157.90 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	06/27/11
j	181.62 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	06/27/11
k	138.01 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	07/25/11
l	195.85 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	07/25/11
m	600 SH VARIAN MED SYS	P	10/27/04	07/29/11
n	4,500 SH RITCHIE BROS AUCTIONEERS INC	P	VARIOUS	08/15/11
o	103.52 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	08/25/11

(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 159.		165.	-6.
b 247.		248.	-1.
c 64,493.		47,350.	17,143.
d 54,319.		55,017.	-698.
e 20,000.		20,264.	-264.
f 111.		115.	-4.
g 200.		201.	-1.
h 38,637.		40,719.	-2,082.
i 158.		163.	-5.
j 182.		182.	0.
k 138.		143.	-5.
l 196.		197.	-1.
m 37,400.		21,930.	15,470.
n 104,905.		29,455.	75,450.
o 103.		107.	-4.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-6.
b			-1.
c			17,143.
d			-698.
e			-264.
f			-4.
g			-1.
h			-2,082.
i			-5.
j			0.
k			-5.
l			-1.
m			15,470.
n			75,450.
o			-4.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8 }

**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.)
a	178.62 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	08/25/11
b	106.74 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	09/26/11
c	214.57 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	09/26/11
d	124.04 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	10/25/11
e	199.76 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	10/25/11
f	814 SH REDWOOD TR INC	P	VARIOUS	11/07/11
g	3,186 SH REDWOOD TR INC	P	VARIOUS	11/08/11
h	926 SH MFC WISDOMTREE TR DREYFUS CHINESE YUAN FD	P	VARIOUS	11/16/11
i	824 SH MFC WISDOMTREE TR DREYFUS CHINESE YUAN FD	P	VARIOUS	11/17/11
j	94.99 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	11/25/11
k	246.84 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	11/25/11
l	25,000 VERIZON GLOBAL FDG 7.375% DUE 09/01/2012	P	VARIOUS	11/28/11
m	13,000 UNION PAC CORP 6.50% DUE 04/15/12	P	12/09/03	12/19/11
n	102.14 SH FNMA POOL #545296 6% DUE 11/01/2016	P	12/10/03	12/27/11
o	242.49 SH FNMA POOL #555424 5.5% DUE 05/01/2033	P	12/03/03	12/27/11

(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 179.		179.	0.
b 107.		110.	-3.
c 214.		215.	-1.
d 124.		128.	-4.
e 200.		200.	0.
f 8,769.		11,392.	-2,623.
g 34,316.		38,425.	-4,109.
h 23,763.		23,765.	-2.
i 21,162.		20,974.	188.
j 95.		98.	-3.
k 247.		248.	-1.
l 26,311.		26,006.	305.
m 13,261.		13,334.	-73.
n 102.		106.	-4.
o 242.		243.	-1.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			-3.
c			-1.
d			-4.
e			0.
f			-2,623.
g			-4,109.
h			-2.
i			188.
j			-3.
k			-1.
l			305.
m			-73.
n			-4.
o			-1.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8 } 3

**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. 108.15 SH FNMA POOL #545296 6% DUE 11/01/2016			P	12/10/03	01/25/11
b 406.95 SH FNMA POOL #555424 5.5% DUE 05/01/2033			P	12/03/03	01/25/11
c					
d					
e					
f					
g					
h					
i					
j					
k					
l					
m					
n					
o					
(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 108.		112.			- 4.
b 407.		408.			- 1.
c					
d					
e					
f					
g					
h					
i					
j					
k					
l					
m					
n					
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					- 4.
b					- 1.
c					
d					
e					
f					
g					
h					
i					
j					
k					
l					
m					
n					
o					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	109,332.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8			3	N/A	

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

SOURCE	AMOUNT
NORTHERN TRUST ACCT#5924863	53.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	53.

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST ACCT#03-78051	76,048.	0.	76,048.
NORTHERN TRUST ACCT#03-78051 -			
BOND AMORTIZATION/ACCRETION	20,679.	0.	20,679.
NORTHERN TRUST ACCT#23-18114	33,260.	0.	33,260.
NORTHERN TRUST ACCT#23-18114 -			
BOND AMORTIZATION/ACCRETION	-21.	0.	-21.
NORTHERN TRUST ACCT#5924863	439.	0.	439.
TOTAL TO FM 990-PF, PART I, LN 4	130,405.	0.	130,405.

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
HUGOTON REALTY TR TEX UNIT SBI	1	2,361.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,361.

## FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	27,905.	0.		0.
TO FM 990-PF, PG 1, LN 16A	27,905.	0.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	14,791.	7,396.		0.
TO FORM 990-PF, PG 1, LN 16B	14,791.	7,396.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - SEGAL				
BRYANT & HAMILL	29,587.	29,587.		0.
INVESTMENT FEES - NORTHERN				
TRUST	13,052.	13,052.		0.
TO FORM 990-PF, PG 1, LN 16C	42,639.	42,639.		0.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES PAID	775.	0.		0.
FOREIGN TAXES	23.	23.		0.
PAYROLL TAXES	3,154.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,952.	23.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS SECRETARY OF GENERAL ILLINOIS CHARITABLE BUREAU FUND	10.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	15.	0.	0.	
	25.	0.	0.	

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST ACCT #03-78051 (SEE ATTACHED)	X		359,189.	434,108.
NORTHERN TRUST ACCT #03-78051 (SEE ATTACHED)		X	123,563.	134,593.
TOTAL U.S. GOVERNMENT OBLIGATIONS			359,189.	434,108.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			123,563.	134,593.
TOTAL TO FORM 990-PF, PART II, LINE 10A			482,752.	568,701.

FORM 990-PF

CORPORATE STOCK

STATEMENT

10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST ACCT #03-78051 (SEE ATTACHED)	2,255,089.	3,284,202.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,255,089.	3,284,202.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST ACCT #03-78051 (SEE ATTACHED)	150,895.	156,896.
NORTHERN TRUST ACCT #23-18114 (SEE ATTACHED)	653,131.	687,338.
TOTAL TO FORM 990-PF, PART II, LINE 10C	804,026.	844,234.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST ACCT #03-78051 (SEE ATTACHED)	COST	784,034.	1,044,201.
TOTAL TO FORM 990-PF, PART II, LINE 13		784,034.	1,044,201.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARILYNN B. ALSDORF 209 EAST LAKE SHORE DRIVE CHICAGO, IL 60611	PRESIDENT/SECRETARY 1.00	0.	0.	0.
ROBERT N. GRANT 209 EAST LAKE SHORE DRIVE CHICAGO, IL 60611	VICE PRESIDENT/SECRETARY 1.00	0.	0.	0.
JEFFREY A. ALSDORF 209 EAST LAKE SHORE DRIVE CHICAGO, IL 60611	VICE PRESIDENT 1.00	0.	0.	0.
JULIUS LEWIS 209 EAST LAKE SHORE DRIVE CHICAGO, IL 60611	DIRECTOR 1.00	0.	0.	0.
BRIDGETTE ALSDORF 209 EAST LAKE SHORE DRIVE CHICAGO, IL 60611	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

ALSDORF FOUNDATION  
 FEIN: 36-6065388  
 YEAR ENDED: DECEMBER 31, 2011

NORTHERN TRUST ACCOUNT #23-18114

UNITS / PRINCIPAL	ASSET DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
75,000.00	PEPSICO INC NT 5.150% DUE 05/15/2012	74,852.25	76,265.55
50,000.00	VERIZON NEW JERSEY INC 5.875% DUE 01/17/2012	48,950.50	50,082.25
25,000.00	DISNEY WALT CO 4.500% DUE 12/15/2013	25,684.00	26,909.42
50,000.00	DU PONT E I DE NEMOURS & CO MEDIUM 4.125% DUE 03/06/2013	50,583.00	51,910.85
100,000.00	FEDERAL HOME LOAN BANKS NT 3.875% DUE 06/14/2013	101,726.56	105,080.70
50,000.00	MCDONALDS CORP MEDIUM TERM NT 4.300% DUE 03/01/2013	50,708.00	52,079.35
50,000.00	WACHOVIA CORP GLOBAL MEDIUM TERM NT 5.700% 08/01/2013	51,244.00	53,093.65
25,000.00	BANK AMER CORP BD 5.125% DUE 11/15/2014	24,712.00	24,888.72
25,000.00	WAL-MART STORES INC NT 3.000% DUE 02/03/2014	25,220.50	26,327.72
100,000.00	GENERAL ELEC CAP CORP MEDIUM TERM NT 4.875% DUE 03/04/2015	98,285.00	108,494.40
50,000.00	LOWES COS INC NT 5.000% DUE 10/15/2015	50,145.00	56,039.10
50,000.00	UNITED TECHNOLOGIES CORP NT 4.875% DUE 05/01/2015	51,020.00	56,166.15
TOTAL - CORPORATE BONDS		<u>653,130.81</u>	<u>687,337.86</u>

## ALSDORF FOUNDATION

FEIN: 36-6065388

YEAR ENDED: DECEMBER 31, 2011

NORTHERN TRUST ACCOUNT #03-78051

UNITS / PRINCIPAL	ASSET DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
2,150.00	ABB LTD SPONS ADR	38,313.00	40,484.50
1,700.00	ABBOTT LABS	69,601.46	95,591.00
700.00	AIR PRODUCTS AND CHEMICALS INC	48,545.07	59,633.00
800.00	AMAZON.COM INC	55,843.25	138,480.00
2,250.00	ANSYS INC	51,120.56	128,880.00
2,000.00	BERKSHIRE HATHAWAY INC	97,882.40	152,600.00
825.00	CERNER CORP	49,506.71	101,062.50
3,000.00	CHESAPEAKE ENERGY CORPORATION	65,706.17	66,870.00
1,500.00	COMCAST CL A	30,580.00	35,340.00
1,900.00	DIODES INC	52,949.67	40,470.00
2,400.00	DR. PEPPER SNAPPLE GROUP	68,323.92	94,752.00
2,600.00	DRESSER-RAND GROUP INC	75,884.66	129,766.00
2,400.00	EASTMAN CHEMICAL CO	82,730.64	93,744.00
2,200.00	GENERAL MILLS INC	78,344.20	88,902.00
5,050.00	HOLOGIC INC	83,389.10	88,425.50
1,500.00	HUGOTON ROYALTY TR	31,183.93	28,290.00
700.00	IHS INC	36,383.41	60,312.00
850.00	ILLINOIS TOOL WORKS CO	24,647.38	39,703.50
1,600.00	JARDEN CORP	54,562.88	47,808.00
4,300.00	LKQ CORP	52,566.21	129,344.00
850.00	METTLER-TOLEDO INTERNATIONAL	71,509.96	125,553.50
2400.00	MICROCHIP TECHNOLOGY INC	60,421.16	87,912.00
1,600.00	NESTLE SA	43,200.00	92,336.00
2,400.00	NETAPP INC	72,683.52	87,048.00
2,600.00	NEWMONT MINING CORP	88,318.72	156,026.00
500.00	NEXTERA ENERGY INC	31,941.05	30,440.00
2,300.00	NII HLDGS INC	72,189.64	48,990.00
8,700.00	ON SEMICONDUCTOR CORP	69,437.47	67,164.00
1,500.00	PALL CORP	67,227.90	85,725.00
1,500.00	PEPSICO INC	59,972.32	99,525.00
1,550.00	QUALCOMM INC	57,955.74	84,785.00
2,000.00	ROPER INDUSTRIES INC	45,550.80	173,740.00
2,500.00	ROVI CORP	73,617.00	61,450.00
1,300.00	SMUCKER J M CO	80,319.07	101,621.00
1,900.00	TREEHOUSE FOODS INC	51,858.41	124,222.00
850.00	VARIAN MEDICAL SYSTEMS INC	30,563.78	57,060.50
1,700.00	VERIFONE SYSTEMS INC	62,896.60	60,384.00
1,900.00	WORLD FUEL SERVICE	67,361.08	79,762.00
TOTAL - CORPORATE STOCKS		<u>2,255,088.84</u>	<u>3,284,202.00</u>

ALSDORF FOUNDATION  
FEIN: 36-6065388  
YEAR ENDED: DECEMBER 31, 2011

NORTHERN TRUST ACCOUNT #03-78051

UNITS / PRINCIPAL	ASSET DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
100,000.00	UNITED STATES TREASURY NT INFLATION INDEX DTD 07/15/02 3.000% DUE 07/15/12	120,534.91	128,651.82
100,000.00	FEDERAL HOME LOAN BANKS CONS BD DTD 05/03/06 5.375% DUE 05/18/16	100,141.69	118,599.30
3,638.01	FNMA POOL#545296 DTD 10/01/01 6.000% DUE 11/01/16	3,763.96	3,934.61
75,000.00	UNITED STATES TREASURY BD DTD 02/15/96 6.000% DUE 02/15/26	80,970.81	108,093.75
7,137.37	FNMA POOL#555424 DTD 04/01/2003 5.500% DUE 05/1/2033	7,161.58	7,802.28
150,000.00	UNITED STATES TREASURY SEC STRIPPED INT PMT DTD 02/15/08 ZR CPN DUE 02/15/38	46,615.61	67,026.30
TOTAL - U.S. GOVERNMENT OBLIGATIONS		<u>359,188.56</u>	<u>434,108.06</u>

ALSDORF FOUNDATION  
FEIN: 36-6065388  
YEAR ENDED: DECEMBER 31, 2011

NORTHERN TRUST ACCOUNT #03-78051

UNITS / PRINCIPAL	ASSET DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
100,000.00	SOUTH SAN ANTONIO TEX INDPT SCH DISTR 4.607% DUE 08/15/2024	100,000.00	108,798.00
25,000.00	MUNICIPAL ELEC AUTH GA 7.055% DUE 04/01/2057	23,562.74	25,794.75
TOTAL - MUNICIPAL BONDS		<u><u>123,562.74</u></u>	<u><u>134,592.75</u></u>

ALSDORF FOUNDATION  
FEIN: 36-6065388  
YEAR ENDED: DECEMBER 31, 2011

NORTHERN TRUST ACCOUNT #03-78051

UNITS / PRINCIPAL	ASSET DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
100,000.00	DOW CHEMICAL CO 8.55% DUE 05/15/2019	126,366.00	130,832.80
25,000.00	CANADIAN NATL RY CO NT CANADA DTD 03/10/03 4.400% DUE 03/15/13	24,529.49	26,063.52
	<b>TOTAL - CORPORATE BONDS</b>	<b><u>150,895.49</u></b>	<b><u>156,896.32</u></b>

ALSDORF FOUNDATION  
FEIN: 36-6065388  
YEAR ENDED: DECEMBER 31, 2011

NORTHERN TRUST ACCOUNT #03-78051

UNITS / PRINCIPAL	ASSET DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
500.00	MFC CURREBCYSHARES AUSTRALIAN DLR TR	47,359.91	51,310.00
500.00	MFC CURREBCYSHARES CDN DLR TR	48,728.07	48,810.00
33,310.00	LOWER WACKER OFFSHORE FUND	600,000.00	776,892.12
1,100.00	SPDR GOLD TRUST	87,946.25	167,189.00
	TOTAL - OTHER INVESTMENTS	<u>784,034.23</u>	<u>1,044,201.12</u>