Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , **and ending**

Name of foundation
THE ZABROWSKI FAMILY FOUNDATION, INC

Number and street (or P O box number if mail is not delivered to street address)
4541 NORTH EVERGREEN DRIVE

Room/suite

City or town, state, and ZIP code
SHEBOYGAN, WI 53081

A Employer identification number
37-1554846

B Telephone number
920-457-0211

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 ▶☐

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)* ▶$ 331,291.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	15,400.		N/A	
	2	Check ▶☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	12,170.	12,170.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	10,098.			
	b	Gross sales price for all assets on line 6a 195,754.				
	7	Capital gain net income (from Part IV, line 2)		10,098.		
	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	37,668.	22,268.		
Operating and Administrative Expenses	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				
	17	Interest				
	18	Taxes STMT 2	144.	144.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 3	5,941.	5,116.		825.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	6,085.	5,260.		825.
	25	Contributions, gifts, grants paid	17,170.			17,170.
	26	**Total expenses and disbursements.** Add lines 24 and 25	23,255.	5,260.		17,995.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	14,413.			
	b	**Net investment income** (if negative, enter -0-)		17,008.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

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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			
	2	Savings and temporary cash investments	21,143.	2,621.	2,621.
	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 ▶ 723.			
		Less: allowance for doubtful accounts ▶ 0.	0.	723.	0.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ INVESTMENTS)	271,215.	301,613.	328,670.
	16	**Total assets** (to be completed by all filers)	292,358.	304,957.	331,291.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons		637.	
	21	Mortgages and other notes payable	261.		
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	261.	637.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	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	292,097.	304,320.	
	30	**Total net assets or fund balances**	292,097.	304,320.	
	31	**Total liabilities and net assets/fund balances**	292,358.	304,957.	

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	292,097.
2	Enter amount from Part I, line 27a	2	14,413.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	306,510.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	5	2,190.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	304,320.

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	SEE ATTACHED STATEMENT			
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	195,754.		185,656.	10,098.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				10,098.

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	10,098.
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	2,800.	309,305.	.009053
2009	30,725.	278,292.	.110406
2008	24,680.	374,833.	.065843
2007	3,000.	50,333.	.059603
2006			

2	Total of line 1, column (d)	2	.244905
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	.061226
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	338,248.
5	Multiply line 4 by line 3	5	20,710.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	170.
7	Add lines 5 and 6	7	20,880.
8	Enter qualifying distributions from Part XII, line 4	8	17,995.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ 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).			1	340.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	340.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	340.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	320.		
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	320.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	20.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶			11	

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?	1a		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*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WI			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RANDAL ZABROWSKI Telephone no.▶ 920-457-0911

Located at ▶ 4541 NORTH EVERGREEEN DRIVE, SHEBOYGAN, WI ZIP+4 ▶ 53081

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ 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? ☐ Yes ☒ 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))? ☐ 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
RANDAL ZABROWSKI 4541 NORTH EVERGREEN DRIVE SHEBOYGAN, WI 53081	PRESIDENT 1.00	0.	0.	0.
DANIEL ZABROWSKI 4541 NORTH EVERGREEN DRIVE SHEBOYGAN, WI 53081	VICE PRESIDENT / TREASURE 1.00	0.	0.	0.
SHARON ZABROWSKI 4541 NORTH EVERGREEN DRIVE SHEBOYGAN, WI 53081	SECRETARY 1.00	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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12-02-11

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	343,399.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	343,399.
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	343,399.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,151.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	338,248.
6	**Minimum investment return.** Enter 5% of line 5	6	16,912.

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	16,912.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 340.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	340.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,572.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	16,572.
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	16,572.

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	17,995.
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	17,995.
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	17,995.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					16,572.
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					
b From 2007					
c From 2008					
d From 2009	13,490.				
e From 2010					
f **Total** of lines 3a through e		13,490.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 17,995.					
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					16,572.
e Remaining amount distributed out of corpus		1,423.			
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		14,913.			
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		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		14,913.			
10 Analysis of line 9:					
a Excess from 2007					
b Excess from 2008					
c Excess from 2009	13,490.				
d Excess from 2010					
e Excess from 2011	1,423.				

123581
12-02-11

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

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 ▶ 10/31/07

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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).)

RANDAL ZABROWSKI

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.

RANDAL ZABROWSKI

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:

RANDAL ZABROWSKI
4541 NORTH EVERGREEN DRIVE, SHEBOYGAN, WI 53081

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ST PETER CLAVER PARISH 1444 S. 11TH STREET SHEBOYGAN, WI 53081	NONE		GENERAL CONTRIBUTION	2,000.
THE CARDINAL NEWMAN SOCIETY 9415 WEST STREET MANASSES, VA 20110	NONE		GENERAL CONTRIBUTION	50.
RAWHIDE BOYS RANCH E7475 RAWHIDE ROAD NEW LONDON, WI 54961	NONE		GENERAL CONTRIBUTION	200.
BLACK RIVER ADVANCEMENT ASSOCIATION, INC. 435 INDIAN MOUND RD SHEBOYGAN, WI 53081	NONE		GENERAL CONTRIBUTION	50.
AMERICANS FOR PROSPERITY FOUNDATION 2111 WILSON BLVD, SUITE 350 ARLINGTON, VA 22201	NONE		GENERAL CONTRIBUTION	100.
Total SEE CONTINUATION SHEET(S)			▶ 3a	17,170.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	12,170.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			01	10,098.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		22,268.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 22,268.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Randall J. Zabrowski | 5-9-12 | PRESIDENT

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 ☐ if self-employed	PTIN
LAWRENCE J. SEXAUER	Lawrence J. Sexauer	5.9.12		P00357844

Firm's name ▶ WEISS & COMPANY LLP

Firm's EIN ▶ 36-2663249

Firm's address ▶ 2700 PATRIOT BOULEVARD - SUITE 400
GLENVIEW, IL 60026

Phone no. 847-441-8800

Form 990-PF (2011)

123622
12-02-11

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
THE ZABROWSKI FAMILY FOUNDATION, INC

Employer identification number
37-1554846

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
THE ZABROWSKI FAMILY FOUNDATION, INC	37-1554846

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	RANDAL J. ZABROWSKI 4541 N. EVERGREEN DRIVE SHEBOYGAN, WI 53081	$ 15,400.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

THE ZABROWSKI FAMILY FOUNDATION, INC

Employer identification number

37-1554846

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

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

(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
THE ZABROWSKI FAMILY FOUNDATION, INC	37-1554846

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

(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

(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

(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

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
ST PETER CLAVER PARISH 1444 S. 11TH STREET SHEBOYGAN, WI 53081	NONE		GENERAL CONTRIBUTION	2,000.
ST. PAUL UNIVERSITY CATHOLIC FOUNDATION 723 STATE STREET MADISON, WI 53703	NONE		GENERAL CONTRIBUTION	100.
RAWHIDE BOYS RANCH E7475 RAWHIDE ROAD NEW LONDON, WI 54961	NONE		GENERAL CONTRIBUTION	200.
FOUNDATION FOR RELIGIOUS RETIREMENT 3221 S. LAKE DRIVE ST FRANCIS, WI 53235	NONE		GENERAL CONTRIBUTION	100.
ST. JOSEPHAT BASILICA FOUNDATION 620 W. LINCOLN AVENUE MILWAUKEE, WI 53215	NONE		GENERAL CONTRIBUTION	200.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVENUE NE WASHINGTON, DC 20002	NONE		GENERAL CONTRIBUTION	100.
CATHOLIC STEWARDSHIP APPEAL C/O THE ARCHDIOCESE OF MILWAUKEE 3501 S. LAKE DRIVE, P.O. BOX 070912 MILWAUKEE, WI 53207	NONE		GENERAL CONTRIBUTION	500.
THE ARCHDIOCESE OF MILWAUKEE 3501 S. LAKE DRIVE, P.O. BOX 070912 MILWAUKEE, WI 53207	NONE		GENERAL CONTRIBUTION	500.
WOUNDED EOD WARRIOR FOUNDATION 33735 SNICKERVILLE TURNPIKE, SUITE 201, P.O. BOX 309 BLUEMONT, VA 20135	NONE		GENERAL CONTRIBUTION	2,000.
ARMY EMERGENCY RELIEF 200 STOVALL STREET ALEXANDRIA, VA 22332	NONE		GENERAL CONTRIBUTION	2,000.
Total from continuation sheets				14,770.

123631 08-03-11

THE ZABROWSKI FAMILY FOUNDATION, INC 37-1554846

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
UNIVERSITY OF NOTRE DAME 18449 VANESS STREET SOUTH BEND, IN 46637	NONE		GENERAL CONTRIBUTION	2,000.
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HINSDALE, MI 49242	NONE		GENERAL CONTRIBUTION	100.
ST. VINCENT DEPAUL 36455 N. WILSON ROAD INGLESIDE, IL 60041	NONE		GENERAL CONTRIBUTION	500.
SALVATION ARMY 11315 W. WATERTOWN PLANK RD. WAUWATOSA, WI 53226	NONE		GENERAL CONTRIBUTION	350.
THE CARDINAL NEWMAN SOCIETY 9415 WEST STREET MANASSES, VA 20110	NONE		GENERAL CONTRIBUTION	100.
CATHOLIC CHARITIES C/O THE ARCHDIOCESE OF MILWAUKEE 3501 SOUTH LAKE DRIVE MILWAUKEE, WI 53207	NONE		GENERAL CONTRIBUTION	1,000.
RAWHIDE BOYS RANCH E7475 RAWHIDE ROAD NEW LONDON, WI 54961	NONE		GENERAL CONTRIBUTION	1,000.
ST. JOSEPHAT BASILICA FOUNDATION 620 W. LINCOLN AVENUE MILWAUKEE, WI 53215	NONE		GENERAL CONTRIBUTION	2,020.
Total from continuation sheets				

THE ZABROWSKI FAMILY FOUNDATION, INC CONTINUATION FOR 990-PF, PART IV
37-1554846 PAGE 1 OF 1

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	SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
b	SCHEDULE ATTACHED	D	VARIOUS	VARIOUS
c	SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
d	SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
e	SCHEDULE ATTACHED	D	10/31/03	08/15/11
f	SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
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	9,048.		10,012.	-964.
b	2,370.		1,935.	435.
c	21,117.		19,565.	1,552.
d	37,358.		43,206.	-5,848.
e	8,996.		7,344.	1,652.
f	116,387.		103,594.	12,793.
g	478.			478.
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				-964.
b				435.
c				1,552.
d				-5,848.
e				1,652.
f				12,793.
g				478.
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 10,098.

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 DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RBC A/C 1235	752.	4.	748.
RBC A/C 1236	4,183.	5.	4,178.
TD AMERITRADE A/C 1524	1,135.	54.	1,081.
TD AMERITRADE A/C 1539	6,578.	415.	6,163.
TOTAL TO FM 990-PF, PART I, LN 4	12,648.	478.	12,170.

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - INVESTMENTS	144.	144.		0.
TO FORM 990-PF, PG 1, LN 18	144.	144.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	4,281.	4,281.		0.
TAX PREPARATION FEES	1,650.	825.		825.
LICENSES AND FEES	10.	10.		0.
TO FORM 990-PF, PG 1, LN 23	5,941.	5,116.		825.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 4

DESCRIPTION	AMOUNT
EXCESS OF TAX GAIN OVER BOOK GAIN	1,553.
FEDERAL TAX EXPENSE	637.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,190.

Coyle Asset Management Company

REALIZED GAINS AND LOSSES

Zabrowski Family Foundation

964021524 /79001235

Coyle Total Return

From 01-01-11 Through 12-31-11

						Gain Or Loss	
Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
Federated Index Tr Max-Cap Inst							
05-28-10	08-15-11	213 556	Federated Index Tr Max-Cap Inst	2,524	2,663		139
Hussman Invt Tr Strat Total Ret Fd							
05-20-10	08-15-11	500.634	Hussman Invt Tr Strat Total Ret Fd	6,108	6,313		205
Intrepid Cap Mgmt Fds Sml Cap Instl							
11-22-10	08-15-11	99 834	Intrepid Cap Mgmt Fds Sml Cap Instl	1,661	1,567	-94	
Ishares Barclays Tips Bond Fund							
11-21-07	08-15-11	9.000	Ishares Barclays Tips Bond Fund	962	1,042		80
Ishares Msci Emerging Mkts Indexetf							
12-17-04	08-15-11	27 000	Ishares Msci Emerging Mkts Indexetf	645	1,137		493
Ishares Tr Msci Eafe Idx							
11-21-07	08-15-11	43.000	Ishares Tr Msci Eafe Idx	1,891	2,316		425
07-16-08	08-15-11	1 000	Ishares Tr Msci Eafe Idx	44	54		10
12-30-09	08-15-11	12.000	Ishares Tr Msci Eafe Idx	667	646		-20
				2,602	3,016		415
Merger Fd Sh Ben Int							
08-15-11	12-19-11	103.104	Merger Fd Sh Ben Int	1,628	1,645	16	
Mfo Pimco Fds Pac Invt Mgmt Ser Co							
08-15-11	12-22-11	181 698	Mfo Pimco Fds Pac Invt Mgmt Ser Co	1,628	1,345	-283	
09-16-11	12-22-11	9.142	Mfo Pimco Fds Pac Invt Mgmt Ser Co	77	68	-10	
12-07-11	12-22-11	0.872	Mfo Pimco Fds Pac Invt Mgmt Ser Co	7	6	0	
12-07-11	12-22-11	3 664	Mfo Pimco Fds Pac Invt Mgmt Ser Co	28	27	-1	
				1,740	1,446	-294	
Pimco Fds All Asset All Auth Fd Instl							
11-19-10	08-15-11	198.760	Pimco Fds All Asset All Auth Fd Instl	2,202	2,172	-29	
Pimco Total Ret Fd Instl							
02-05-09	08-15-11	6 388	Pimco Total Ret Fd Instl	65	71		6
Spdr S&p Midcap 400 Etf Trust							
11-21-07	08-15-11	3.000	Spdr S&p Midcap 400 Etf Trust	453	468		15
Spdr Tr S&p 500 Etf Trust							
02-05-09	08-15-11	1 000	Spdr Tr S&p 500 Etf Trust	85	120		36

Coyle Asset Management Company

REALIZED GAINS AND LOSSES

Zabrowski Family Foundation

964021524

Coyle Total Return

From 01-01-11 Through 12-31-11

						Gain Or Loss	
Open Date	**Close Date**	**Quantity**	**Security**	**Cost Basis**	**Proceeds**	**Short Term**	**Long Term**
Tortoise Energy Etf							
07-18-08	06-27-11	0 785	Tortoise Energy Etf	20	30		10
07-18-08	08-15-11	10.215	Tortoise Energy Etf	261	395		134
07-22-08	08-15-11	26.785	Tortoise Energy Etf	731	1,036		306
				1,012	1,461		449
Vanguard Msci Eafe Etf							
08-15-11	09-26-11	129.000	Vanguard Msci Eafe Etf	4,409	3,862	-547	
Vanguard Short Term Bond Fund							
12-30-09	08-15-11	68.000	Vanguard Short Term Bond Fund	5,418	5,550		132
TOTAL GAINS						16	1,990
TOTAL LOSSES						-963	-20
				31,512	32,535	-947	1,970
TOTAL REALIZED GAIN/LOSS		-530					

Coyle Asset Management Company

REALIZED GAINS AND LOSSES

Zabrowski Family Foundation

964021539 /179002236

Coyle Strategic Total Return: Aggressive Growth

From 01-01-11 Through 12-31-11

						Gain Or Loss	
Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
Federated High Income Bd Fd Cl A							
12-30-09	08-15-11	708 750	Federated High Income Bd Fd Cl A	5,103	5,181		78
07-12-11	08-15-11	4 666	Federated High Income Bd Fd Cl A	36	34	-1	
08-11-11	08-15-11	4.364	Federated High Income Bd Fd Cl A	32	32	0	
				5,170	5,247	-1	78
Federated Index Tr Max-Cap Inst							
05-28-10	08-15-11	330.800	Federated Index Tr Max-Cap Inst	3,910	4,125		215
Hussman Invt Tr Strat Total Ret Fd							
05-20-10	08-15-11	2,501.557	Hussman Invt Tr Strat Total Ret Fd	30,519	31,545		1,026
Ishares Barclays Tips Bond Fund							
11-21-07	08-15-11	65 000	Ishares Barclays Tips Bond Fund	6,947	7,527		580
02-14-08	08-15-11	21.000	Ishares Barclays Tips Bond Fund	2,248	2,432		184
12-30-09	08-15-11	12 000	Ishares Barclays Tips Bond Fund	1,248	1,390		142
				10,443	11,348		905
Ishares Msci Emerging Mkts Indexetf							
12-17-04	08-15-11	375.000	Ishares Msci Emerging Mkts Indexetf	8,488	15,793		7,304
07-16-08	08-15-11	21.000	Ishares Msci Emerging Mkts Indexetf	896	884		-11
12-30-09	08-15-11	38 000	Ishares Msci Emerging Mkts Indexetf	1,569	1,600		31
				10,953	18,277		7,324
Ishares Russell 2000 Idx Fund							
11-21-07	08-15-11	44.000	Ishares Russell 2000 Idx Fund	3,272	3,135		-137
Ishares Tr Msci Eafe Idx							
10-31-03	08-15-11	167 000	Ishares Tr Msci Eafe Idx	7,344	8,995		1,652
02-14-08	08-15-11	143.000	Ishares Tr Msci Eafe Idx	10,094	7,703		-2,391
				17,438	16,698		-740
Kayne Anderson Mlp Invt Co Closed End Fund							
07-18-08	06-27-11	0 545	Kayne Anderson Mlp Invt Co Closed End Fund	15	16		1
07-18-08	08-15-11	27.455	Kayne Anderson Mlp Invt Co Closed End Fund	750	775		25
07-22-08	08-15-11	219.000	Kayne Anderson Mlp Invt Co Closed End Fund	6,086	6,181		95
10-16-08	08-15-11	9.280	Kayne Anderson Mlp Invt Co Closed End Fund	167	262		94

Coyle Asset Management Company

REALIZED GAINS AND LOSSES

Zabrowski Family Foundation

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Coyle Strategic Total Return: Aggressive Growth

From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-21-09	08-15-11	10.477	Kayne Anderson Mlp Invt Co Closed End Fund	172	296		124
02-05-09	08-15-11	7.000	Kayne Anderson Mlp Invt Co Closed End Fund	128	198		70
04-24-09	08-15-11	9 722	Kayne Anderson Mlp Invt Co Closed End Fund	174	274		101
07-15-09	08-15-11	9 429	Kayne Anderson Mlp Invt Co Closed End Fund	178	266		88
10-16-09	08-15-11	9 034	Kayne Anderson Mlp Invt Co Closed End Fund	183	255		72
01-26-10	08-15-11	6 424	Kayne Anderson Mlp Invt Co Closed End Fund	145	181		36
04-21-10	08-15-11	5.673	Kayne Anderson Mlp Invt Co Closed End Fund	148	160		12
07-14-10	08-15-11	6.120	Kayne Anderson Mlp Invt Co Closed End Fund	151	173		22
10-20-10	08-15-11	6.140	Kayne Anderson Mlp Invt Co Closed End Fund	154	173	20	
01-19-11	08-15-11	5 526	Kayne Anderson Mlp Invt Co Closed End Fund	158	156	-2	
04-19-11	08-15-11	5.719	Kayne Anderson Mlp Invt Co Closed End Fund	163	161	-1	
				8,771	9,527	16	740
Mfo Pimco Fds Pac Invt Mgmt Ser Co							
08-15-11	12-22-11	1,532.413	Mfo Pimco Fds Pac Invt Mgmt Ser Co	13,730	11,340	-2,391	
09-16-11	12-22-11	77 107	Mfo Pimco Fds Pac Invt Mgmt Ser Co	652	571	-81	
12-07-11	12-22-11	7 352	Mfo Pimco Fds Pac Invt Mgmt Ser Co	56	54	-1	
12-07-11	12-22-11	30.899	Mfo Pimco Fds Pac Invt Mgmt Ser Co	235	229	-6	
				14,672	12,194	-2,479	
Pimco High Yield Fd Instl							
02-05-09	08-15-11	1,507 357	Pimco High Yield Fd Instl	10,280	13,521		3,241
Spdr S&p Midcap 400 Etf Trust							
02-05-09	08-15-11	6.000	Spdr S&p Midcap 400 Etf Trust	559	936		377
Spdr Tr S&p 500 Etf Trust							
02-05-09	08-15-11	17.000	Spdr Tr S&p 500 Etf Trust	1,442	2,046		604
Tortoise Energy Etf							
07-18-08	06-27-11	0.163	Tortoise Energy Etf	4	6		2
07-18-08	08-15-11	48.000	Tortoise Energy Etf	1,229	1,857		629
				1,233	1,863		631
Vanguard Msci Eafe Etf							
08-15-11	09-26-11	819 000	Vanguard Msci Eafe Etf	27,991	24,606	-3,385	

Coyle Asset Management Company

REALIZED GAINS AND LOSSES

Zabrowski Family Foundation

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Coyle Strategic Total Return: Aggressive Growth

From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
Vanguard Short Term Bond Fund							
12-30-09	08-15-11	94.000	Vanguard Short Term Bond Fund	7,490	7,672		182
TOTAL GAINS						20	16,985
TOTAL LOSSES						-5,868	-2,539
				154,144	162,741	-5,848	14,446
TOTAL REALIZED GAIN/LOSS			8,597				