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Form 990-PF

Return of Private Foundation

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

2011

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

For calendar year 2011, or tax year beginning 08-01-2011, and ending 07-31-2012

G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation **A** Employer identification number
 FOLLETT EDUCATIONAL FOUNDATION 36-6104348

Number and street (or P O box number if mail is not delivered to street address) Room/suite
 2233 WEST STREET (708) 437-2308

City or town, state, and ZIP code
 RIVER GROVE, IL 60171

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **J** Accounting method Cash Accrual
 \$ 3,150,523 **J** Accounting method Cash Accrual
 (Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	235,141			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities.	63,351	63,351		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	16,695			
12	Total. Add lines 1 through 11	315,187	63,351		

Revenue	13 Compensation of officers, directors, trustees, etc			
Operating and Administrative Expenses	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	6,500		
	c Other professional fees (attach schedule)	473		
	17 Interest	15		
	18 Taxes (attach schedule) (see page 14 of the instructions)			
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications	1,467		
	23 Other expenses (attach schedule)	10,498		
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	18,953	0	0
	25 Contributions, gifts, grants paid	319,505		319,505
	26 Total expenses and disbursements. Add lines 24 and 25	338,458	0	319,505
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-23,271		
	b Net investment income (if negative, enter -0-)		63,351	
	c Adjusted net income (if negative, enter -0-)			

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	1,009,898	237,208	237,208
2	Savings and temporary cash investments			
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	55,498	55,944	33,519
c	Investments—corporate bonds (attach schedule)	66,942	45,953	45,811
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,990,580	2,760,542	2,833,985
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,122,918	3,099,647	3,150,523
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 (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances				
24	Unrestricted	3,122,918	3,099,647	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	3,122,918	3,099,647	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,122,918	3,099,647	

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	3,122,918
2	Enter amount from Part I, line 27a	2	-23,271
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	3,099,647
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,099,647

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.)
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1a See Additional Data Table

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)
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a See Additional Data Table

b

c

d

e

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

(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
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a See Additional Data Table

b

c

d

e

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
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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) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	
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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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	376,138	2,957,527	0 127180
2009	313,580	2,857,484	0 109740
2008	279,171	2,523,514	0 110628
2007	206,015	2,655,732	0 077574
2006	225,313	2,247,063	0 100270

2 Total of line 1, column (d).	2 0 525392
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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 0 105078
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4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4 2,925,684
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5 Multiply line 4 by line 3.	5 307,425
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6 Enter 1% of net investment income (1% of Part I, line 27b).	6 634
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7 Add lines 5 and 6.	7 308,059
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8 Enter qualifying distributions from Part XII, line 4.	8 319,505
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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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	634
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	0
3	Add lines 1 and 2.	3	634
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	634
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,348
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	1,348
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	714
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 714 Refunded <input type="checkbox"/>	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	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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>	2	No
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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
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>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> IL		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
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 on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► RON GRIFFIN	Telephone no ► (708) 437-2308		
	Located at ► 2233 WEST STREET RIVER GROVE IL	ZIP +4 ► 601711817		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
	and enter the amount of tax-exempt interest received or accrued during the year ►			
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	Yes	No
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 page 20 of the instructions)?	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	No
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?	2a	
	► If "Yes," list the years ► 20____, 20____, 20____, 20____		
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 page 20 of the instructions)	2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	
	► 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).	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> ►	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

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

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				► 0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

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

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.

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		
2		
3		
4		

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1		
2		
All other program-related investments See page 24 of the instructions		
3		

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 2,593,282
b	Average of monthly cash balances.	1b 376,956
c	Fair market value of all other assets (see page 24 of the instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 2,970,238
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e
2	Acquisition indebtedness applicable to line 1 assets.	2
3	Subtract line 2 from line 1d.	3 2,970,238
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4 44,554
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,925,684
6	Minimum investment return. Enter 5% of line 5.	6 146,284

Part XI Distributable Amount (see page 25 of the 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.	1 146,284
2a	Tax on investment income for 2011 from Part VI, line 5.	2a 634
b	Income tax for 2011 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 634
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 145,650
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 145,650
6	Deduction from distributable amount (see page 25 of the instructions).	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 145,650

Part XII Qualifying Distributions (see page 25 of the 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 319,505
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 319,505
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5 634
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 318,871

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				145,650
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.	114,854			
b From 2007.	76,322			
c From 2008.	153,530			
d From 2009.	172,080			
e From 2010.	229,310			
f Total of lines 3a through e.	746,096			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 319,505				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				145,650
e Remaining amount distributed out of corpus	173,855			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	919,951			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	114,854			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	805,097			
10 Analysis of line 9				
a Excess from 2007.	76,322			
b Excess from 2008.	153,530			
c Excess from 2009.	172,080			
d Excess from 2010.	229,310			
e Excess from 2011.	173,855			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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 page 28 of the 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

FOLLETT CORPORATION - HUMAN RESOURCE
2233 WEST STREET
RIVER GROVE, IL 601711895
(708) 437-2402

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

APPLICATION FORMS AVAILABLE UPON REQUEST

c Any submission deadlines

MAY 1ST

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

GRANTEES ARE CHILDREN OF FOLLETT EMPLOYEES WITH AT LEAST 1 YEAR OF SERVICE

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)				
a Paid during the year See Additional Data Table				
Total			► 3a	319,505
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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 or

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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	
<p>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 or fiduciary) is based on all information of which preparer has any knowledge.</p> <p>*****</p> <p>Signature of officer or trustee</p>				
		2013-03-14	*****	
		Date	Title	
<p>Sign Here</p> <p>Paid Preparer's Use Only</p>	<p>Preparer's Signature</p> <p>JEFFERY J PRUYN</p>		Date	Check if self-employed <input type="checkbox"/>
			2013-03-14	PTIN
	<p>Firm's name</p> <p>ANTHES PRUYN & ASSOCIATES LTD</p> <p>105 WEST ORCHARD STREET</p>		Firm's EIN <input type="checkbox"/>	
	<p>Firm's address</p> <p>ITASCA, IL 60143</p>		Phone no (630) 773-0960	

May the IRS discuss this return with the preparer shown above? See instructions Yes No

2011

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

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

Name of organization

FOLLETT EDUCATIONAL FOUNDATION

Employer identification number

36-6104348

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, aggregate 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 aggregate 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 in the heading of its Form 990-EZ, or on 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)

Name of organization FOLLETT EDUCATIONAL FOUNDATION	Employer identification number 36-6104348
---	---

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) Aggregate contributions	(d) Type of contribution
1	VIRGINIA FAESEN 0S458 FOREST ST WINFIELD, IL 60190	\$ <u>20,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ROBERT NANCY FOLLETT PO BOX 4848 DILLON, CO 80435	\$ <u>15,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	DOUG JEAN THOMPSON 820 N WASHINGTON HINSDALE, IL 60521	\$ <u>5,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	ARIEL O'HARA 521 WOODVALE AVE DEERFIELD, IL 60015	\$ <u>5,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	KENT JULIE FOLLETT 1060 PINELLAS BAYWAY S APT 101 TIERRA VERDE, FL 33715	\$ <u>5,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	FOLLETT CORPORATION 2233 WEST STREET RIVER GROVE, IL 60171	\$ <u>135,513</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization FOLLETT EDUCATIONAL FOUNDATION			Employer identification number 36-6104348
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 FOLLETT EDUCATIONAL FOUNDATION		Employer identification number 36-6104348	
Part III Exclusive/y religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating 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 <i>exclusive/y religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once See instructions) ► \$ 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	
—	—	—	—

TY 2011 Investments Corporate Bonds Schedule

Name: FOLLETT EDUCATIONAL FOUNDATION

EIN: 36-6104348

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Freddie Mac CMO Due 2/15/2032	2,868	2,812
GMAC Smartnotes Due 8/15/2018	40,000	40,012
GNMA Pool 508271X	3,085	2,987

TY 2011 Investments Corporate Stock Schedule

Name: FOLLETT EDUCATIONAL FOUNDATION

EIN: 36-6104348

Name of Stock	End of Year Book Value	End of Year Fair Market Value
40 Shares McGraw Hill	1,019	1,879
342.199621 Shares Pfizer, Inc	10,245	8,227
131.245700 Shares General Electric	5,071	2,493
150 Shares Pfizer, Inc	4,418	3,606
29 Shares Johnson & Johnson	1,661	2,007
1369 Shares CNO Financial Group, Inc	28,065	11,349
2 Shares Citigroup, Inc	1,027	54
100.006000 Shares Walgreens	4,438	3,904

TY 2011 Investments - Other Schedule

Name: FOLLETT EDUCATIONAL FOUNDATION**EIN:** 36-6104348

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
American Century Balanced Fund		531,429	555,112
American Century Growth Fund		193,993	220,932
American Century International Growth Fund		124,873	83,549
American Century Select Fund		497,852	515,598
Auburn Bank CD Due 3/6/19		95,000	103,073
Capital One Nat'l Assn CD Due 04/16/13		50,000	51,342
Doral Bank CD Due 10/9/13		95,000	97,512
Federated Kaufman Fund		186,481	219,601
Goldman Sachs Bank CD Due 3/4/19		95,000	103,782
Central National Bank CD Due 9/28/2021		240,000	240,727
First National Bank of America CD Due 11/29/2024		95,914	96,185
Horizon Bank CD Due 6/26/2026		55,000	54,633
MB Financial Bank CD Due 9/8/2026		150,000	150,384
Citibank NA CD Due 1/27/2027		25,000	23,500
Citibank NA CD Due 10/28/2031		150,000	144,483
Goldman Sachs Bank CD Due 6/21/2032		100,000	100,949
Citibank NA CD Due 6/29/2032		75,000	72,623

TY 2011 Other Expenses Schedule

Name: FOLLETT EDUCATIONAL FOUNDATION

EIN: 36-6104348

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
State Filing Fees	30			
Miscellaneous Adm	300			
Bank Service Charges	30			
Insurance	2,337			
Supplies				
Fund Raising Expense	7,801			

TY 2011 Other Income Schedule

Name: FOLLETT EDUCATIONAL FOUNDATION**EIN:** 36-6104348

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Golf Outing	16,695		

Form 990PF Part XV Line 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)				
a Paid during the year				
B WOJOCIECHOSKI8900 US 14 CRYSTAL LAKE, IL 60012		none	Education Grant	1,000
A WRIGLEY160 PEARL ST FITCHBURG, MA 01420		none	Education Grant	1,500
K YOUNGPO BOX 80-7810 KANSAS CITY, MO 64110		none	Education Grant	2,750
Total			► 3a	319,505

Form 990PF Part XV Line 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
a Paid during the year				
G SHAW6015 CAMPUS DELIVERY FORT COLLINS, CO 80523		none	Education Grant	2,000
M SKOOG15 JESSE HALL COLUMBIA, MO 65211		none	Education Grant	3,250
C SMITHPO BOX 14409 DES MOINES, IA 50306		none	Education Grant	750
J SMITH116 ADMIN BUILDING MARTIN, TN 38238		none	Education Grant	2,500
K SMITH712 S BROADWAY ST S MENOMONIE, WI 54751		none	Education Grant	2,500
K SMITH1 UNIVERSITY CIRCLE MACOMB, IL 61455		none	Education Grant	1,750
R SMITHSON110 21ST AVE S STE 100 NASHVILLE, TN 37203		none	Education Grant	1,750
S SMOLICEK CAMPUS BOX 1210 NORMAL, IL 61790		none	Education Grant	2,500
E STARCK5000 FORBES AVE PITTSBURGH, PA 15213		none	Education Grant	625
E SPANGLER1 UNIVERSITY CIR MACOMB, IL 61455		none	Education Grant	2,750
K STEELE1400 W STATE ST WEST LAFAYETTE, IN 47906		none	Education Grant	1,434
A TAMILYN-HAYDEN541 MAIN ST NEW LONDON, NH 03257		none	Education Grant	2,250
A TERRAGNOLI2001 MAIN ST BUFFALO, NY 14208		none	Education Grant	2,750
M THOMPSON162 HENRY ADMINISTRATION BLDG URBANA, IL 61801		none	Education Grant	3,250
C THORNTONPO BOX 86451 ORLANDO, FL 32866		none	Education Grant	1,500
W THORNTON1 FORESTRY DR SYRACUSE, NY 13210		none	Education Grant	3,000
M TORIO162 HENRY ADMIN BLDG URBANA, IL 61801		none	Education Grant	1,750
M TOWNER JRPO BOX 490129 MOUNT BERRY, GA 62901		none	Education Grant	1,250
K TYNAN CAMPUS BOX 1210 NORMAL, IL 61796		none	Education Grant	3,500
K TYNAN425 FAWELL BLVD GLEN ELLYN, IL 60137		none	Education Grant	2,100
R TYSONONE UNIVERSITY DR ORANGE, CA 92866		none	Education Grant	2,500
A VANDEHORST128 FUNKHouser BLDG LEXINGTON, KY 40506		none	Education Grant	3,750
A WALKER33700 WEST 103RD ST CHICAGO, IL 60655		none	Education Grant	2,000
N WALLA6001 DODGE ST EAB 103 OMAHA, NE 68182		none	Education Grant	1,250
E WAMBACK33701 STATE RD 52 ST LEO, FL 33574		none	Education Grant	2,532
N WAMBACK33701 STATE RD 52 ST LEO, FL 33574		none	Education Grant	1,320
J WARREN5115 HAMPTON BLVD NORFOLK, VA 23508		none	Education Grant	1,000
J WEDIG26 BRIGHAM HALL 1 UNIV PLAZA PLATTEVILLE, WI 53818		none	Education Grant	1,500
B WHITEPO BOX 3520 TUCSON, AZ 85719		none	Education Grant	2,250
M WHITING CAMPUS BOX 1210 NORMAL, IL 61761		none	Education Grant	3,625

Form 990PF Part XV Line 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
a Paid during the year				
M OZENKOSKI4601 MID RIVERS MALL DR COTTLEVILLE, MO 63376		none	Education Grant	875
E PACOSA215 WHITMORE ADMINISTRATION AMHEARST, MA 01003		none	Education Grant	2,250
N PALMA1 E JACKSON BLVD CHICAGO, IL 60604		none	Education Grant	1,125
S PALMA1 E JACKSON BLVD CHICAGO, IL 60604		none	Education Grant	3,250
H PECORARO1770 WEST STATE ST SYCAMORE, IL 60178		none	Education Grant	3,000
A PEDERA2000 5TH AVE RIVER GROVE, IL 60171		none	Education Grant	750
B PETERSBOX K-147 GALESBURG, IL 61401		none	Education Grant	2,500
R PETERS639 38TH ST ROCK ISLAND, IL 61201		none	Education Grant	1,500
L PETRAS900 WOOD ROAD KENOSHA, WI 53141		none	Education Grant	2,500
T PICHEN106 PLEASANT ST SE MINNEAPOLIS, MN 55455		none	Education Grant	1,750
Z PLATT700 E BROADWAY MONMOUTH, IL 61462		none	Education Grant	1,000
B REINDERS3303 REBECCA ST SIOUX CITY, IA 51104		none	Education Grant	3,000
M REINDERS800 UNIVERSITY DR MARYVILLE, MO 64466		none	Education Grant	2,000
M REINDERS3100 MAIN ST HOUSTON, TX 77002		none	Education Grant	1,125
E RENKOR1302 34TH ST ROCK ISLAND, IL 61201		none	Education Grant	3,000
E RENKORBOX 602538 DURHAM, NC 27708		none	Education Grant	2,500
N RICOTTA4400 MASSACHUSETTS AVE WASHINGTON, DC 20016		none	Education Grant	3,400
K ROUSH429 N CHURCH ST SPARTANBURG, SC 29303		none	Education Grant	2,750
L RUSK600 LINCOLN AVE CHARLESTON, IL 61920		none	Education Grant	3,000
K SAGE3146 SOLUTIONS CENTER CHICAGO, IL 60677		none	Education Grant	1,381
A SALAMA1250 BELLFLOWER BLVD LONG BEACH, CA 90840		none	Education Grant	2,000
E SANTOS1090 SOUTH DR INDIANA, PA 15705		none	Education Grant	1,250
K SAS14049 SCENIC HIGHWAY LOOKOUT MOUNTAIN, GA 30750		none	Education Grant	2,340
M SAS2303 COLLEGE AVE HUNTINGTON, IN 46750		none	Education Grant	1,750
R SCHaab2200 E KENWOOD BLVD MILWAUKEE, WI 53201		none	Education Grant	2,500
K SCHIEL1151 N STATE ST ELGIN, IL 60123		none	Education Grant	2,750
K SCHOBER2065 HALF DAY ROAD DEERFIELD, IL 60015		none	Education Grant	2,500
D SEELYE55 E JACKSON BLVD CHICAGO, IL 60604		none	Education Grant	2,000
B SERPAS18111 NORDHOFF ST NORTHRIDGE, CA 91330		none	Education Grant	1,000
M SHAFFER506 S WRIGHT ST URBANA, IL 61801		none	Education Grant	2,750

Form 990PF Part XV Line 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
a Paid during the year				
R LETOPO BOX 114050 GAINESVILLE, FL 32611		none	Education Grant	1,250
K LEWIS1 UNIVERSITY CIRCLE MACOMB, IL 61455		none	Education Grant	500
T MAJEWSKISWEN PARSON HALL 210 DEKALB, IL 60115		none	Education Grant	2,750
A MARSHALL525 S CENTER ST REXBURG, ID 83460		none	Education Grant	2,000
J MATHEWSPO BOX 823660 PHILADELPHIA, PA 19182		none	Education Grant	2,500
M MATHEWS1000 CHASTAIN RD KENNESAW, GA 30144		none	Education Grant	1,750
G MATTHEWS430 S MICHIGAN CHICAGO, IL 60634		none	Education Grant	2,500
C MAYPO BOX 810 GRANVILLE, OH 43023		none	Education Grant	2,000
K MCGUCKINCAMPUS BOX 1210 NORMAL, IL 61790		none	Education Grant	3,250
K MCGUCKINPO BOX 1042 EDWARDSVILLE, IL 62026		none	Education Grant	1,750
R MCKAY8900 HWY 14 MCHENRY, IL 60012		none	Education Grant	750
C MELE101 BROAD ST PLATTSBURGH, NY 12901		none	Education Grant	1,750
N MELE2900 PURCHASE ST PURCHASE, NY 10577		none	Education Grant	2,250
C MENDEZ162 HENRY ADMIN BLDG URBANA, IL 61801		none	Education Grant	2,750
M MILLS190 PROSPECT AVE ELMHURST, IL 60126		none	Education Grant	2,250
J MOOREA1500 UNIVERSITY CENTER TALLAHASSEE, FL 32306		none	Education Grant	2,500
M MORALES1972 CLARK AVE ALLIANCE, OH 44601		none	Education Grant	1,250
K MOSLEY3300 N CAMPBELL AVE CHICAGO, IL 60618		none	Education Grant	1,125
A MOULCHIN3146 SOLUTIONS CENTER CHICAGO, IL 60677		none	Education Grant	500
A MOULCHIN3146 SOLUTIONS CENTER CHICAGO, IL 60677		none	Education Grant	500
C MUSHYNISKI1111 N GLENSTONE SPRINGFIELD, MO 65802		none	Education Grant	1,500
P NEAT141 EAST COLLEGE AVE DECATUR, GA 30030		none	Education Grant	3,750
M NELLESPO BOX 14409 DES MOINES, IA 50306		none	Education Grant	1,750
E NEUMANN3111 SAUNDERS SETTLEMENT SANBORN, NY 14132		none	Education Grant	2,250
L NEUMANN400 HAWK DR NEW PLATZ, NY 12561		none	Education Grant	3,000
J NIXON800 LAKESHORE DR BIRMINGHAM, AL 35229		none	Education Grant	3,000
J NIXONDEPT 888315 KNOXVILLE, TN 37995		none	Education Grant	1,750
S OSBOURNEPO BOX 5000 ANNANDALE, NY 12504		none	Education Grant	2,250
S OSWALT2308 RENDLEMAN HALL EDWARDSVILLE, IL 62026		none	Education Grant	1,500
J JOYER201 OLD MAIN UNIVERSITY PARK, PA 16802		none	Education Grant	625

Form 990PF Part XV Line 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
a Paid during the year				
T GALLO 3835 FREEPORT BLVD SACRAMENTO, CA 95822		none	Education Grant	317
L GINESIONE UNIVERSITY PARKWAY ROMEOVILLE, IL 60446		none	Education Grant	1,750
E GULICK 1400 WEST STATE ST WEST LAFAYETTE, IN 47907		none	Education Grant	750
A GUTZMERCAMPUS BOX 1210 NORMAL, IL 61790		none	Education Grant	3,000
T HALLPO BOX 2391 NEW YORK, NY 10116		none	Education Grant	2,750
L HENRICKSON 2001 ALFORD PARK DR KENOSHA, WI 53140		none	Education Grant	3,250
L HOLMCAMPUS BOX 3 DENVER, CO 82017		none	Education Grant	3,000
K HONEYCUTT 1155 UNION CIRCLE DENTON, TX 76203		none	Education Grant	1,500
S HONEYCUTT 1155 UNION CIRCLE DENTON, TX 76203		none	Education Grant	3,000
J HORTONCAMPUS DR W TUSCALOOSA, AL 35487		none	Education Grant	750
E INGLEPO BOX 5616 GREENVILLE, SC 29606		none	Education Grant	750
R ISAACSON 1700 SPARTAN DR ELGIN, IL 60123		none	Education Grant	1,250
B JOHNSON OFFICE OF FINANCIAL AID KEARNEY, NE 68849		none	Education Grant	2,500
J JOHNSON 100 N UNIVERSITY DR EDMOND, OK 73034		none	Education Grant	1,000
J JOHNSON 106 PLEASANT ST SE MINNEAPOLIS, MN 55455		none	Education Grant	4,500
A KEENUM 113 STUDENT UNION STILLWATER, OK 74078		none	Education Grant	2,250
G KELLY 175 FOREST ST WALTHAM, MA 02452		none	Education Grant	1,250
R KENNEDY CAMPUS BOX 1210 NORMAL, IL 61761		none	Education Grant	2,750
J KEOGH 1200 WALGONQUIN PALATINE, IL 60067		none	Education Grant	1,750
J KEOGH 1425 LINCOLN HWY DEKALB, IL 60115		none	Education Grant	3,000
K KILPATRICKUC 119 MT PLEASANT, MI 48859		none	Education Grant	3,000
A KIRKEGAARDPO BOX 1042 EDWARDSVILLE, IL 62026		none	Education Grant	2,500
D KIRKEGAARDPO BOX 19455 URBANA, IL 61801		none	Education Grant	2,000
L KISLY 506 WRIGHT ST URBANA, IL 61801		none	Education Grant	3,500
A KRAUTSTRUNKCAMPUS BOX 1210 NORMAL, IL 61790		none	Education Grant	2,500
N KUCHARSKI 900 WOOD RD KENOSHA, WI 53141		none	Education Grant	2,500
S LANDAVERDE 18111 NORDHOFF ST NORTHRIDGE, CA 91330		none	Education Grant	1,181
E LAMAY 881 COMMONWEALTH AVE BOSTON, MA 02215		none	Education Grant	3,000
L LE 5500 N ST LOUIS CHICAGO, IL 60625		none	Education Grant	3,250
M LEMMON 1385 WOODROFFE AVE OTTAWA, IL 61350		none	Education Grant	750

Form 990PF Part XV Line 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)				
a Paid during the year				
KABAIR407 CULKIN HALL OSWEGO, NY 13126		none	Education Grant	2,250
TAGARTCU BOX 297077 FORT WORTH, TX 76129		none	Education Grant	2,000
T BACHMAN-JOHNSON400 E COLLEGE ST GEORGETOWN, KY 40324		none	Education Grant	3,000
L BANTZ1001 E BELTLINE AVE NE GRAND RAPIDS, MI 49525		none	Education Grant	1,250
P BEKSHAPO BOX 3500-60 BOSTON, MA 02241		none	Education Grant	3,250
K BELLCAMPUS BOX 1210 NORMAL, IL 61790		none	Education Grant	2,500
M BHATTI1032 W SHERIDAN RD CHICAGO, IL 60660		none	Education Grant	1,750
G BIANCHIONE UNIVERSITY AVE BOURBONNAIS, IL 60914		none	Education Grant	1,500
K BIESTEKPO BOX 14409 DES MOINES, IA 50305		none	Education Grant	1,750
M BIESTEKPO BOX 14409 DES MOINES, IA 50305		none	Education Grant	2,000
G BOGO610 PURDUE MALL WEST LAFAYETTE, IN 47907		none	Education Grant	2,250
H BRINNPO BOX 114025 GAINESVILLE, FL 32611		none	Education Grant	1,500
H BROWNPO BOX 4635 CLARKSVILLE, TN 37044		none	Education Grant	3,000
J BROWN101 BRAD ST PLATTSBURGH, NY 12901		none	Education Grant	2,875
M BUCKLEYPO BOX 870303 TEMPE, AZ 85287		none	Education Grant	1,750
A CASSIDY2500 BAY SHORE ROAD MANCHESTER, NH 03106		none	Education Grant	1,250
A CERNI5800 BAY SHORE RD SARASOTA, FL 34243		none	Education Grant	3,250
K CERNIA1500 UNIVERSITY CENTER TALLAHASSEE, FL 32306		none	Education Grant	1,750
ADAM CHOCOLAPO BOX 809020 CHICAGO, IL 60680		none	Education Grant	2,750
K CIRUELASPO BOX 519 MILWAUKEE, WI 53278		none	Education Grant	2,750
G CONNORSPO BOX 1042 EDWARDVILLE, IL 62026		none	Education Grant	625
T CRANEPO BOX 2273 HUNTSVILLE, TX 77341		none	Education Grant	2,500
I CROWTHERPO BOX 8500-S8790 PHILADELPHIA, PA 19178		none	Education Grant	2,000
D DAVIS2000 FIFTH AVE RIVER GROVE, IL 60171		none	Education Grant	1,750
R DEFRONZO2500 NORTH RIVER RD MANCHESTER, NH 03106		none	Education Grant	3,250
H DOUGLAS100 KIMBALL BUILDING 1610 REXBURG, ID 83460		none	Education Grant	2,000
T FARAGO3146 SOLUTIONS CENTER CHICAGO, IL 60677		None	Education Grant	1,750
D FERGUSONBURSAR OF OPERATIONS TERRE HAUTE, IN 47809		none	Education Grant	1,500
K FOX1500 PEACHTREE ST JACKSON, MS 39202		none	Education Grant	750
N GALLAGHERCAMPUS BOX 1210 NORMAL, IL 61790		none	Education Grant	2,875

Form 990PF Part VIII Line 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
BRITTEN FOLLETT	Pres/Trustee 2 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
RICHARD A WAICHLER	Trustee 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
CHRISTOPHER TRAUT	Trustee 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
RON GRIFFIN	Treasurer 8 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
MATTHEW FOLLETT	Trustee 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
KEITH O'HARA	Vice President 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
JOE SKAGGS	Secretary 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
ALAN STRATMAN	Trustee 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
ELIO DISTAOLA	Trustee 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				
ALISON O'HARA	Trustee 1 00	0	0	0
2233 WEST ST RIVER GROVE, IL 60171				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,851	0	1,851	0
58	0	58	0
1,280	0	1,280	0
58	0	58	0
95,000	0	95,000	0
1,744	0	1,744	0
59	0	59	0
1,356	0	1,356	0
59	0	59	0
1,877	0	1,877	0
59	0	59	0
2,146	0	2,146	0
60	0	60	0
25,000	0	25,000	0
1,906	0	1,906	0
60	0	60	0
1,613	0	1,613	0
60	0	60	0
1,615	0	1,615	0
61	0	61	0
1,384	0	1,384	0
61	0	61	0
1,781	0	1,781	0
61	0	61	0
25,000	0	25,000	0
1,719	0	1,719	0
62	0	62	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FHLMC CMO Due 2/15/2032	P	2003-07-31	2011-08-15
GNMA Pool #508271	P	2004-01-23	2011-08-15
FHLMC CMO Due 2/15/2032	P	2003-07-31	2011-09-15
GNMA Pool #508271	P	2004-01-23	2011-09-15
Meridan Bank CD	P	2009-03-06	2011-09-19
FHLMC CMO Due 2/15/2032	P	2003-07-31	2011-10-17
GNMA Pool #508271	P	2004-01-23	2011-10-17
FHLMC CMO Due 2/15/2032	P	2003-07-31	2011-11-15
GNMA Pool #508271	P	2004-01-23	2011-11-15
FHLMC CMO Due 2/15/2032	P	2003-07-31	2011-12-15
GNMA Pool #508271	P	2004-01-23	2011-12-15
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-01-17
GNMA Pool #508271	P	2004-01-23	2012-01-17
Marshall & Isley Bank CD	P	2008-01-30	2012-02-08
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-02-15
GNMA Pool #508271	P	2004-01-23	2012-02-15
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-03-15
GNMA Pool #508271	P	2004-01-23	2012-03-15
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-04-16
GNMA Pool #508271	P	2004-01-23	2012-04-16
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-05-15
GNMA Pool #508271	P	2004-01-23	2012-05-15
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-06-15
GNMA Pool #508271	P	2004-01-23	2012-06-15
Southwest Bank CD	P	2009-06-03	2012-06-18
FHLMC CMO Due 2/15/2032	P	2003-07-31	2012-07-16
GNMA Pool #508271	P	2004-01-23	2012-07-16