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

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

2011

For calendar year 2011 or tax year beginning SEP 1, 2011, and ending AUG 31, 2012

Name of foundation AHLSTRAND FAMILY FOUNDATION  
C/O JENNIFER STILESNumber and street (or P.O. box number if mail is not delivered to street address)  
2717 COUNTRY CLUB TERRACE

Room/suite

A Employer identification number

61-1431979

City or town, state, and ZIP code  
ROCKFORD, IL 61103-3105C If exemption application is pending, check here ► G Check all that apply  
Initial return      Initial return of a former public charity  
Final return      Amended return  
Address change      Name changeD 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test,  
check here and attach computation ► H Check type of organization  
X Section 501(c)(3) exempt private foundation  
Section 4947(a)(1) nonexempt charitable trust      Other taxable private foundationE If private foundation status was terminated  
under section 507(b)(1)(A), check here ► I Fair market value of all assets at end of year  
(from Part II, col. (c), line 16)  
► \$ 854,524. (Part I, column (d) must be on cash basis)F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses  
(The total of amounts in columns (b), (c), and (d) may not  
necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	Interest on savings and temporary cash investments	10,167.	10,167.		STATEMENT 1
	4 Dividends and interest from securities	18,997.	18,997.		
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	33,858.			
	b Gross sales price for all assets on line 6a	436,006.			
	7 Capital gain net income (from Part IV, line 2)		33,858.		
	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				
Operating and Administrative Expenses	12 Total. Add lines 1 through 11	63,022.	63,022.		
	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 2	40.	0.	40.
	b Accounting fees	STMT 3	1,205.	0.	1,205.
	c Other professional fees	STMT 4	9,685.	9,685.	0.
	17 Interest				
	18 Taxes	STMT 5	533.	0.	0.
	19 Depreciation and depletion		61.	0.	
	20 Occupancy				
	21 Travel, conferences, and meetings				
SCANNED	22 Printing and publications				
	23 Other expenses	STMT 6	42.	0.	42.
	24 Total operating and administrative expenses. Add lines 13 through 23		11,566.	9,685.	1,287.
	25 Contributions, gifts, grants paid		41,398.		41,398.
	26 Total expenses and disbursements. Add lines 24 and 25		52,964.	9,685.	42,685.
	27 Subtract line 26 from line 12		10,058.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		53,337.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash - non-interest-bearing	29,073.	28,278.	28,278.
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations	STMT 7	177,038.	149,257.
	b	Investments - corporate stock	STMT 8	571,017.	608,593.
	c	Investments - corporate bonds			
<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►	531.		
		Less accumulated depreciation	STMT 9 ►	500.	92.
	15	Other assets (describe ► PREPAID 990PF TAX )		31.	0.
				0.	517.
	16	<b>Total assets (to be completed by all filers)</b>		777,220.	786,676.
					854,524.
<b>Net Assets or Fund Balances</b>	17	Accounts payable and accrued expenses		602.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► )			
	23	<b>Total liabilities (add lines 17 through 22)</b>		602.	0.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
<b>Net Assets or Fund Balances</b>	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		0.	0.
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		776,618.	786,676.
	30	<b>Total net assets or fund balances</b>		776,618.	786,676.
	31	<b>Total liabilities and net assets/fund balances</b>		777,220.	786,676.

**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	776,618.
2	Enter amount from Part I, line 27a	2	10,058.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	786,676.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	786,676.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a					
b	<b>SEE ATTACHED STATEMENTS</b>				
c					
d					
e	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	436,006.		402,148.		33,858.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(I) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					33,858.
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	33,858.	
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	39,072.	878,744.	.044463
2009	35,059.	791,696.	.044283
2008	35,419.	712,296.	.049725
2007	39,444.	1,000,056.	.039442
2006	31,889.	1,034,170.	.030835
<b>2 Total of line 1, column (d)</b>			<b>.208748</b>
<b>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</b>			<b>.041750</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>846,271.</b>
<b>5 Multiply line 4 by line 3</b>			<b>35,332.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>533.</b>
<b>7 Add lines 5 and 6</b>			<b>35,865.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>42,685.</b>

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate  
See the Part VI instructions

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	533.
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-)			
3	Add lines 1 and 2		2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	533.
5	<b>Tax based on Investment Income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		4	0.
6	<b>Credits/Payments</b>		5	533.
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a		1,050.
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	1,050.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" 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	517.
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> ►	517.	Refunded ►	0.

**Part VII-A Statements Regarding Activities**

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

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11  X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12  X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A** 13  X

14 The books are in care of ► **JENNIFER STILES** Telephone no ► **815-961-0816**  
 Located at ► **2717 COUNTRY CLUB TERRACE, ROCKFORD, IL** ZIP+4 ► **61103**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15** ► **N/A** ►

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ► **16** Yes  No  X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
(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)? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
(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) <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
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)? <span style="float: right;">N/A ► <input type="checkbox"/></span>		
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? <span style="float: right;">1c <input type="checkbox"/> X</span>		
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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
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) <span style="float: right;">N/A 2b <input type="checkbox"/></span>		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <span style="float: right;">► _____, _____, _____, _____</span>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No</span>		
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.) <span style="float: right;">N/A 3b <input type="checkbox"/></span>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <span style="float: right;">4a <input type="checkbox"/> X</span>		
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? <span style="float: right;">4b <input type="checkbox"/> X</span>		

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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  
 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

6b

X

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

Yes  No

N/A

7b

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIFER STILES 2717 COUNTRY CLUB TERRACE ROCKFORD, IL 61103	PRESIDENT 1.00	0.	0.	0.
DOUGLAS STILES 2717 COUNTRY CLUB TERRACE ROCKFORD, IL 61103	TREASURER 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		
3		
Total. Add lines 1 through 3 ► 0.		

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.		
a Average monthly fair market value of securities	1a	808,886.
b Average of monthly cash balances	1b	50,272.
c Fair market value of all other assets	1c	0.
d Total (add lines 1a, b, and c)	1d	859,158.
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	859,158.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,887.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	846,271.
6 Minimum investment return. Enter 5% of line 5	6	42,314.

**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	42,314.
2a Tax on investment income for 2011 from Part VI, line 5	2a	533.
b Income tax for 2011 (This does not include the tax from Part VI )	2b	
c Add lines 2a and 2b	2c	533.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	41,781.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	41,781.
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	41,781.

**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	42,685.
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	42,685.
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	533.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	42,152.

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

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				41,781.
2 Undistributed income, if any, as of the end of 2011			41,398.	
a Enter amount for 2010 only				
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				
e From 2010				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$	42,685.			
a Applied to 2010, but not more than line 2a			41,398.	
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				1,287.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr				0.
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				40,494.
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		0.		
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling  
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

## 1 Information Regarding Foundation Managers:

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

**NONE**

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

**NONE**

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

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

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

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

### c Any submission deadlines

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

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**Part XV Supplementary Information (continued)**

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

Recipient 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
<b>a Paid during the year</b>				
BOYLAN CATHOLIC HIGH SCHOOL 4000 SAINT FRANIS DRIVE ROCKFORD, IL 61103	N/A	PUBLIC	GENERAL SUPPORT	100.
CHRIST UNITED METHODIST CHURCH 4509 HIGHCREST ROAD ROCKFORD, IL 61107	N/A	PUBLIC	GENERAL SUPPORT	16,856.
HOPE WELL RANCH 650 N. SCHOOL ROAD WEIDMAN, MI 48893	N/A	PUBLIC	GENERAL SUPPORT	5,000.
PALM SPRINGS FILM FESTIVAL 1700 EAST TAHOQUITZ CANYON PALM SPRINGS, CA 92262	N/A	PUBLIC	GENERAL SUPPORT	3,642.
RED SHOE RUN- ROCK RIVE VALLEY BLOOD CENTER 419 NORTH SIXTH STREET ROCKFORD, IL 61107	N/A	PUBLIC	GENERAL SUPPORT	500.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 41,398.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	10,167.	
4 Dividends and interest from securities			14	18,997.	
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			18	33,858.	
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.		63,022.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		63,022.
(See worksheet in line 13 instructions to verify calculations )					

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

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

Yes  No

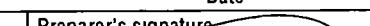
**b** If "Yes," complete the following schedule

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

**Sign  
Here**

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

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

Signature of officer or trustee		Date	Title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>KIMBERLY K. BLASCOE CPA</b>	Preparer's signature 	Date <b>1-8-13</b>	Check <input type="checkbox"/> if self-employed
	Firm's name ► <b>WIPFLI LLP</b>		Firm's EIN ► <b>39-0758449</b>	
	Firm's address ► <b>PO BOX 5407 ROCKFORD, IL 61125-0407</b>		Phone no <b>(815) 399-7700</b>	

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**Part XV | Supplementary Information**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<u>ROCKFORD MELD 3703 N. MAIN STREET #107 ROCKFORD, IL 61103</u>	N/A	PUBLIC	GENERAL SUPPORT	10,000.
<u>THE CARPENTERS PLACE 1149 RAILROAD AVE ROCKFORD, IL 61104</u>	N/A	PUBLIC	GENERAL SUPPORT	5,000.
<u>ASIAN YOUTH SERVICES 4809 N. CALIFORNIA CHICAGO, IL 60625</u>	N/A	PUBLIC	GENERAL SUPPORT	300.
<b>Total from continuation sheets</b>				<b>15,300.</b>

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	200 SH SANDISK CROP	P	VARIOUS	09/12/11
b	25000 SH FREDDIE MAR	P	VARIOUS	09/15/11
c	100 SH NORFOLK SOUTN CORP	P	VARIOUS	09/20/11
d	100 SH ISHARES RUSSELL 2000 INDEX FUND	P	VARIOUS	09/22/11
e	100 SH SPDR S&P MIDCAP ETF	P	VARIOUS	09/22/11
f	700 SH MARVELL TECHNOLOGY GROUP	P	VARIOUS	09/27/11
g	15 SH ALLIANT CORP	P	VARIOUS	10/03/11
h	125 SH ANHEUSER BUSCH	P	VARIOUS	10/03/11
i	10 SH COCA COLA CO	P	VARIOUS	10/03/11
j	20 SH MEDRONIC INC	P	VARIOUS	10/03/11
k	30 SH ORACLE CORP	P	VARIOUS	10/03/11
l	25 SH PFIZER INC	P	VARIOUS	10/03/11
m	10 SH PHILIP MORRIS INTL	P	VARIOUS	10/03/11
n	10 SH STARBUCKS CORP	P	VARIOUS	10/03/11
o	30 SH STATE STREET CROP	P	VARIOUS	10/03/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 87.		87.	0.
b 25,000.		25,714.	-714.
c 61.		61.	0.
d 6,968.		5,058.	1,910.
e 15,336.		8,347.	6,989.
f 63.		63.	0.
g 582.		600.	-18.
h 6,747.		7,033.	-286.
i 690.		633.	57.
j 685.		791.	-106.
k 903.		290.	613.
l 445.		441.	4.
m 642.		593.	49.
n 399.		293.	106.
o 990.		1,334.	-344.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			-714.
c			0.
d			1,910.
e			6,989.
f			0.
g			-18.
h			-286.
i			57.
j			-106.
k			613.
l			4.
m			49.
n			106.
o			-344.

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

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

2

3

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	150 SH TUPPERWARE BRANDS CORP	P	VARIOUS	10/03/11
b	200 SH STARBUCKS CORP	P	VARIOUS	10/06/11
c	300 SH ORACLE CORP	P	VARIOUS	10/07/11
d	100 SH ILLINOIS TOOL WKS	P	VARIOUS	10/11/11
e	300 SH MEDRONIC INC	P	VARIOUS	10/11/11
f	185 SH STATE STREET CROP	P	VARIOUS	10/12/11
g	295.95 SH PIMCO COMMODIY REAL RETURN STRAT	P	VARIOUS	10/14/11
h	2821.67 SH PIMCO COMMODIY REAL RETURN STRAT	P	VARIOUS	10/14/11
i	50 SH SPDR S&P MIDCAP 400	P	VARIOUS	10/18/11
j	100 SH ILLINOIS TOOL WKS	P	VARIOUS	10/26/11
k	200 SH SANDISK CORP	P	VARIOUS	10/26/11
l	200 SH STARBUCKS CORP	P	VARIOUS	10/26/11
m	40 SH SANDISK CORP	P	VARIOUS	10/27/11
n	25 SH ILLINOIS TOOL WKS	P	VARIOUS	10/28/11
o	30 SH STARBUCKS CORP	P	VARIOUS	10/31/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,597.		7,061.	1,536.
b 115.		115.	0.
c 177.		177.	0.
d 56.		56.	0.
e 117.		117.	0.
f 5,964.		8,229.	-2,265.
g 2,261.		2,685.	-424.
h 21,558.		25,000.	-3,442.
i 7,623.		4,174.	3,449.
j 4,551.		5,354.	-803.
k 9,730.		8,998.	732.
l 7,905.		5,854.	2,051.
m 2,023.		1,800.	223.
n 1,158.		1,339.	-181.
o 1,242.		878.	364.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,536.
b			0.
c			0.
d			0.
e			0.
f			-2,265.
g			-424.
h			-3,442.
i			3,449.
j			-803.
k			732.
l			2,051.
m			223.
n			-181.
o			364.

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

2

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

3

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
a 100 SH CAPITAL ONE FINL CORP		P	VARIOUS	12/02/11
b 100 SH CAPITAL ONE FINL CORP		P	VARIOUS	01/04/12
c 100 SH NORFOLK SOUTHN CORP		P	VARIOUS	01/04/12
d 100 SH SCHLUMBERGER LTD		P	VARIOUS	01/12/12
e 100 SH NORFOLK SOUTHN CORP		P	VARIOUS	01/25/12
f 700 SH MARVELL TECHNOLOGY GROUP		P	VARIOUS	01/27/12
g 25 SH ABBOTT LABS		P	VARIOUS	02/06/12
h 40 SH ALLIANT CORP		P	VARIOUS	02/06/12
i 50 SH AUTOMATIC DATA PROCESSING INC		P	VARIOUS	02/06/12
j 55 SH CENTURYLINK INC COM		P	VARIOUS	02/06/12
k 50 SH MICROSOFT CORP		P	VARIOUS	02/06/12
l 202 SH ORACLE CORP		P	VARIOUS	02/06/12
m 138 SH ORACLE CORP		P	VARIOUS	02/06/12
n 10 SH PNC FINANCIAL		P	VARIOUS	02/06/12
o 135 SH PFIZER INC		P	VARIOUS	02/06/12

(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 50.		50.	0.
b 36.		36.	0.
c 54.		54.	0.
d 52.		52.	0.
e 7,550.		6,391.	1,159.
f 161.		161.	0.
g 1,355.		1,322.	33.
h 1,708.		1,601.	107.
i 2,762.		2,486.	276.
j 2,068.		1,874.	194.
k 1,498.		1,368.	130.
l 5,743.		6,320.	-577.
m 3,971.			3,971.
n 601.		600.	1.
o 2,867.		2,839.	28.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			1,159.
f			0.
g			33.
h			107.
i			276.
j			194.
k			130.
l			-577.
m			3,971.
n			1.
o			28.

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

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

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

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
a 15 SH PFIZER INC		P	VARIOUS	02/06/12
b 20 SH PHILIP MORRIS INTL		P	VARIOUS	02/06/12
c 85 SH SPECTRA ENERGY		P	VARIOUS	02/06/12
d 200 SH JP MORGAN CHASE		P	VARIOUS	02/15/12
e 100 SH KELLOGG CO		P	VARIOUS	02/17/12
f 100 SH SCHLUMBERGER LTD		P	VARIOUS	02/21/12
g 100 SH CAPITAL ONE FINL CORP		P	VARIOUS	02/23/12
h 100 SH YUM! BRANDS INC		P	VARIOUS	02/23/12
i 300 SH SANDISK CORP		P	VARIOUS	02/27/12
j 193 SH JP MORGAN CHASE		P	VARIOUS	03/21/12
k 7 SH JP MORGAN CHASE		P	VARIOUS	03/21/12
l 100 SH KELLOGG CO		P	VARIOUS	03/21/12
m 282.25 SH HARBOR INTL		P	VARIOUS	03/22/12
n 3687 SH OPPENHEIMER INTL		P	VARIOUS	03/22/12
o 0.459 SH OPPENHEIMER INTL		P	VARIOUS	03/22/12

(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 331.			331.
b 1,517.		1,185.	332.
c 2,691.		2,043.	648.
d 49.		49.	0.
e 101.		101.	0.
f 11.		11.	0.
g 4,832.		4,282.	550.
h 36.		36.	0.
i 183.		183.	0.
j 7,923.		7,906.	17.
k 318.			318.
l 5,347.		5,375.	-28.
m 17,000.		16,955.	45.
n 23,268.		23,560.	-292.
o		1,440.	-1,440.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			331.
b			332.
c			648.
d			0.
e			0.
f			0.
g			550.
h			0.
i			0.
j			17.
k			318.
l			-28.
m			45.
n			-292.
o			-1,440.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

2

3

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

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	910 SH ASG MANAGED FUTURES	P	VARIOUS	03/23/12
b	125 SH MARVELL TECHNOLOGY GROUP	P	VARIOUS	03/26/12
c	40 SH ABBOTT LABS	P	VARIOUS	03/26/12
d	190 SH ALLIANT CORP	P	VARIOUS	03/26/12
e	20 SH AUTOMATIC DATA PROCESSING INC	P	VARIOUS	03/26/12
f	50 SH CAPITAL ONE FINL CORP	P	VARIOUS	03/26/12
g	29 SH CENTURYLINK INC COM	P	VARIOUS	03/26/12
h	1 SH CENTURYLINK INC COM	P	VARIOUS	03/26/12
i	25 SH CHEVRON CORP	P	VARIOUS	03/26/12
j	15 SH CHUBB CORP	P	VARIOUS	03/26/12
k	5 SH COCA COLA CO	P	VARIOUS	03/26/12
l	100 SH COMCAST	P	VARIOUS	03/26/12
m	24 SH DU PONT E I	P	VARIOUS	03/26/12
n	1 SH DU PONT E I	P	VARIOUS	03/26/12
o	15 SH HONEYWELL INTL	P	VARIOUS	03/26/12

(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 9,061.		10,000.	-939.
b 1,963.		2,515.	-552.
c 2,414.		2,116.	298.
d 8,105.		7,604.	501.
e 1,102.		994.	108.
f 2,773.		2,472.	301.
g 1,156.		1,021.	135.
h 27.			27.
i 2,697.		2,409.	288.
j 1,038.		986.	52.
k 355.		316.	39.
l 2,967.		2,684.	283.
m 1,272.		1,263.	9.
n 44.			44.
o 888.		887.	1.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-939.
b			-552.
c			298.
d			501.
e			108.
f			301.
g			135.
h			27.
i			288.
j			52.
k			39.
l			283.
m			9.
n			44.
o			1.

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

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

## 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	130 SH ISHARES BARCLAYS TIPS	P	VARIOUS	03/26/12
b	40 SH MEDTRONIC INC	P	VARIOUS	03/26/12
c	60 SH MICROSOFT CORP	P	VARIOUS	03/26/12
d	30 SH PNC FINANCIAL	P	VARIOUS	03/26/12
e	25 SH PFIZER INC	P	VARIOUS	03/26/12
f	25 SH PHILIP MORRIS INTL	P	VARIOUS	03/26/12
g	10 SH SCHLUMBERGER LTD	P	VARIOUS	03/26/12
h	25 SH SPECTRA ENERGY	P	VARIOUS	03/26/12
i	50 SH UNILEVER N V-NY	P	VARIOUS	03/26/12
j	40 SH YUM! BRANDS INC	P	VARIOUS	03/26/12
k	100 SH YUM! BRANDS INC	P	VARIOUS	04/25/12
l	50 SH YUM! BRANDS INC	P	VARIOUS	04/30/12
m	100 SH KELLOGG CO	P	VARIOUS	05/10/12
n	366 SH DODGE AND COX	P	VARIOUS	06/11/12
o	100 SH JOY GLOBAL	P	VARIOUS	06/11/12

(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 15,237.		13,649.	1,588.
b 1,561.		1,544.	17.
c 1,918.		1,641.	277.
d 1,905.		1,799.	106.
e 544.		441.	103.
f 2,153.		1,481.	672.
g 741.		917.	-176.
h 795.		601.	194.
i 1,682.		1,595.	87.
j 2,798.		2,357.	441.
k 7,032.		4,959.	2,073.
l 3,623.		2,479.	1,144.
m 96.		96.	0.
n 5,000.		5,007.	-7.
o 41.		41.	0.

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

(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,588.
b			17.
c			277.
d			106.
e			103.
f			672.
g			-176.
h			194.
i			87.
j			441.
k			2,073.
l			1,144.
m			0.
n			-7.
o			0.

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

2

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

3

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	80 SH ISHARES BARCLAYS TIPS	P	VARIOUS	06/13/12
b	300 SH ISHARES RUSSELL 2000	P	VARIOUS	06/13/12
c	25000 SH AT&T	P	VARIOUS	06/29/12
d	200 SH JP MORGAN CHASE	P	VARIOUS	07/25/12
e	100 SH JOY GLOBAL	P	VARIOUS	07/27/12
f	300 SH SANDISK CORP	P	VARIOUS	07/27/12
g	100 SH CENTURYLINK INC COM	P	VARIOUS	07/30/12
h	125 SH KELLOGG CO	P	VARIOUS	07/30/12
i	70 SH PHILIP MORRIS INTL	P	VARIOUS	07/30/12
j	776 SH TCW FDS INC	P	VARIOUS	08/01/12
k	25 SH ABBOTT LABS	P	VARIOUS	08/03/12
l	25 SH AUTOMATIC DATA PROCESSING INC	P	VARIOUS	08/03/12
m	20 SH CAPITAL ONE FINL CORP	P	VARIOUS	08/03/12
n	35 SH CENTURYLINK INC COM	P	VARIOUS	08/03/12
o	5 SH CHEVRON CORP	P	VARIOUS	08/03/12

(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 9,640.		8,375.	1,265.
b 22,641.		12,518.	10,123.
c 25,615.		25,503.	112.
d 63.		63.	0.
e 38.		38.	0.
f 192.		192.	0.
g 31.		31.	0.
h 5,822.		6,696.	-874.
i 6,095.		4,148.	1,947.
j 7,000.		6,581.	419.
k 1,663.		1,323.	340.
l 1,419.		1,243.	176.
m 1,122.		989.	133.
n 1,451.		1,191.	260.
o 550.		414.	136.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,265.
b			10,123.
c			112.
d			0.
e			0.
f			0.
g			0.
h			-874.
i			1,947.
j			419.
k			340.
l			176.
m			133.
n			260.
o			136.

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

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

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

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
a 20	SH CHUBB CORP	P	VARIOUS	08/03/12
b 30	SH COCA COLA CO	P	VARIOUS	08/03/12
c 70	SH COMCAST	P	VARIOUS	08/03/12
d 10	SH DU PONT E I	P	VARIOUS	08/03/12
e 10	SH HONEYWELL INTL	P	VARIOUS	08/03/12
f 40	SH JP MORGAN CHASE	P	VARIOUS	08/03/12
g 25	SH MEDTRONIC INC	P	VARIOUS	08/03/12
h 10	SH MICROSOFT CORP	P	VARIOUS	08/03/12
i 25	SH NORFOLK SOUTHN CORP	P	VARIOUS	08/03/12
j 25	SH NORFOLK SOUTHN CORP	P	VARIOUS	08/03/12
k 70	SH NORTHEAST	P	VARIOUS	08/03/12
l 5	SH PNC FINANCIAL	P	VARIOUS	08/03/12
m 40	SH PFIZER INC	P	VARIOUS	08/03/12
n 15	SH SANDISK CORP	P	VARIOUS	08/03/12
o 10	SH SCHLUMBERGER LTD	P	VARIOUS	08/14/12

(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 1,450.		1,294.	156.
b 2,423.		1,899.	524.
c 2,274.		1,803.	471.
d 496.		534.	-38.
e 581.		513.	68.
f 1,439.		1,908.	-469.
g 986.		965.	21.
h 294.		274.	20.
i 16.			16.
j 1,841.		1,737.	104.
k 2,783.		2,552.	231.
l 297.		247.	50.
m 975.		706.	269.
n 616.		703.	-87.
o 713.		917.	-204.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			156.
b			524.
c			471.
d			-38.
e			68.
f			-469.
g			21.
h			20.
i			16.
j			104.
k			231.
l			50.
m			269.
n			-87.
o			-204.

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

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

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	15 SH SPECTRA ENERGY	P	VARIOUS	08/21/12
b	10 SH UNILEVER N V-NY	P	VARIOUS	08/23/12
c	100 SH SCHLUMBERGER LTD	P	VARIOUS	08/27/12
d	100 SH WALGREEN CO	P	VARIOUS	08/28/12
e	840 SH MARVELL TECHNOLOGY GROUP	P	VARIOUS	08/28/12
f	840 SH MARVELL TECHNOLOGY GROUP	P	VARIOUS	08/28/12
g	100 SH CAPITAL ONE FINL CORP	P	VARIOUS	08/28/12
h	125 SH ABBOTT LABS	P	VARIOUS	08/28/12
i	35 SH COCA COLA CO	P	VARIOUS	08/28/12
j	5 SH DU PONT E I	P	VARIOUS	08/28/12
k	10 SH JP MORGAN CHASE	P	VARIOUS	08/28/12
l	50 SH JOY GLOBAL	P	VARIOUS	08/28/12
m	10 SH LORILLARD INC	P	VARIOUS	08/28/12
n	10 SH MEDTRONIC INC	P	VARIOUS	08/28/12
o	35 SH MICROSOFT CORP	P	VARIOUS	08/28/12

(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 460.		361.	99.
b 347.		341.	6.
c 43.		43.	0.
d 29.		29.	0.
e		320.	-320.
f 8,826.		14,459.	-5,633.
g 37.		37.	0.
h 8,150.		6,508.	1,642.
i 1,332.		1,108.	224.
j 252.		248.	4.
k 373.		457.	-84.
l 2,839.		2,598.	241.
m 1,280.		1,298.	-18.
n 403.		396.	7.
o 1,057.		958.	99.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			99.
b			6.
c			0.
d			0.
e			-320.
f			-5,633.
g			0.
h			1,642.
i			224.
j			4.
k			-84.
l			241.
m			-18.
n			7.
o			99.

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

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

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	25 SH PNC FINANCIAL	P	VARIOUS	08/28/12
b	5 SH SCHLUMBERGER LTD	P	VARIOUS	08/28/12
c	10 SH SPECTRA ENERGY	P	VARIOUS	08/28/12
d	100 SH NORFOLK SOUTHN CORP	P	VARIOUS	08/30/12
e	100 SH HONEYWELL INTL	P	VARIOUS	08/31/12
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,544.		1,499.	45.
b 370.		458.	-88.
c 288.		240.	48.
d 54.		54.	0.
e 50.		50.	0.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			45.
b			-88.
c			48.
d			0.
e			0.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	33,858.
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

## 2011 DEPRECIATION AND AMORTIZATION REPORT

## FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
4	COMPUTER	10/02/07	200DB	5.00	HY17	531.				531.	439.	439.	61.	500.
	* TOTAL	\$500.00	PPG 1 DPPR			531.				531.	439.	439.	61.	500.

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

SOURCE	AMOUNT
CORPORATE INTEREST	4,854.
INCOME FROM EXPIRED OPTIONS	1,146.
MUNICIPLE INTEREST	49.
ROCKFORD BANK AND TRUST	6.
U.S. GOVERNMENT INTEREST	4,112.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,167.

## FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INDIRECT LEGAL FEE	40.	0.		40.
TO FM 990-PF, PG 1, LN 16A	40.	0.		40.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INDIRECT ACCOUNTING FEES	1,205.	0.		1,205.
TO FORM 990-PF, PG 1, LN 16B	1,205.	0.		1,205.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INDIRECT PROFESSIONAL FEES	9,685.	9,685.		0.
TO FORM 990-PF, PG 1, LN 16C	9,685.	9,685.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES AND PERMITS	533.	0.		0.
TO FORM 990-PF, PG 1, LN 18	533.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IL CHARITY BUREAU	15.	0.		15.
SECRETARY OF STATE	10.	0.		10.
CHECK REPLACEMENT FEE	17.	0.		17.
TO FORM 990-PF, PG 1, LN 23	42.	0.		42.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
25,000 SH AT & T INC	X		0.	0.
2,194.0510 SH DODGE AND COX INCOME	X		29,993.	30,410.
1,648.352 SH EATON VANCE MUT FDS TR	X		15,000.	14,901.
3,609.169 SH FIFTH THIRD HIGH YIELD	X			
BOND FUND			34,690.	36,453.
25,000 SH FREDDIE MAC	X		0.	0.
600 SH GABELLI EQUITY	X		14,738.	15,390.
500 SH GENERAL ELEC CAP CORP	X		12,791.	13,315.
210 SH ISHARES BARCLAYS TIPS BOND	X			
FUND			0.	0.
1,148.997 SH OPPENHEIMER INTL BOND	X		0.	0.
FD				
180 SH ISHARES S & P	X		7,047.	7,160.
992.8150 SH TCW FDS	X		8,419.	9,025.

AHLSTRAND FAMILY FOUNDATION C/O JENNIFER

61-1431979

25,000 SH TOTAL CAPITAL SA	X	26,579.	26,743.
TOTAL U.S. GOVERNMENT OBLIGATIONS		149,257.	153,397.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			
TOTAL TO FORM 990-PF, PART II, LINE 10A		149,257.	153,397.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
215 SH ABBOTT LABS	0.	0.
245 SH ALLIANT CORP	0.	0.
125 SH ANHEUSER BUSCH	0.	0.
145 SH AUTOMATIC DATA PROCESSING INC	7,168.	8,422.
295 SH BRISTOL MYERS SQUIBB	9,511.	9,738.
2,326.898 SH BLACKROCK GLOBAL ALLOCATION	45,000.	44,839.
120 SH CAPITAL ONE FINL CORP	5,055.	6,739.
160 SH CENTURYTEL INC	5,620.	6,712.
100 SH CHEVRON CORPORATION	8,418.	11,216.
100 SH CHUBB CORP	6,555.	7,389.
125 SH COCA COLA CO	3,956.	4,675.
345 SH COMCAST	8,650.	11,568.
150 SH DU PONT E I DE NEMOURS AND CO	7,582.	7,463.
600 SH GABELLI EQUITY	0.	12.
1,318.105 SH HARBOR INTERNATIONAL INST	77,045.	75,369.
100 SH HONEYWELL INTL	5,085.	5,793.
295 SH INTEL	7,413.	7,325.
125 SH ILLINOIS TOOL WKS INC	0.	0.
400 SH ISHARES RUSELL 2000 INDEX FD	0.	0.
130 SH JOY GLOBAL INC	11,553.	6,939.
200 SH JP MORGAN CHASE	8,840.	7,292.
415 JPM ALERIAN MLP INDEX	15,063.	16,451.
40 SH LORILLARD	5,193.	5,020.
725 SH MARVELL TECHNOLOGY GROUP	0.	0.
240 SH MEDTRONIC INC	9,468.	9,758.
270 SH MICROSOFT	7,387.	8,321.
100 SH NORFOLK SOUTHN	7,438.	7,246.
195 SH NORTHEAST UTILS	7,163.	7,346.
2,228.499 SH OPPENHEIMER DVLPING MKTS Y	69,000.	71,178.
370 SH ORACLE CORPORATION	0.	0.
185 SH PFIZER INC	3,263.	4,414.
125 SH PHILIP MORRIS INTL INC	0.	0.
4,216.137 SH PIMCO ALL ASSET ALL AUTH FUND	45,164.	46,420.
2,821.67 SH PIMCO COMMODITY REALRETURN STRAT	0.	0.
295.95 SH PIMCO COMMODITY REALRETURN STRAT	0.	0.
100 SH PNC FINANCIAL SERVICES GROUP	5,517.	6,216.
300 SH SANDISK CORP	13,866.	12,117.
100 SH SCHLUMBERGER LTD	9,126.	7,201.

250 SH SPDR S&P MIDCAP	20,782.	44,333.
165 SH SPDR GOLD TRUST	17,766.	27,096.
200 SH SPECTRA ENERGY CORP	4,808.	5,652.
240 SH STARBUCKS CORP	0.	0.
215 SH STATE STREET CORP	0.	0.
195 SH TUPPERWARE BRANDS CORPORATION	11,656.	10,429.
295 UBS E-TRACS ALERIAN MLP	9,543.	9,850.
195 SH UNILEVER N V-NY	6,264.	6,782.
670 SH VANGUARD SMALL CAP	49,941.	52,233.
1,045 SH VANGUARD REIT ETF	48,922.	69,733.
170 WALGREENS	5,848.	6,048.
380 WISDOM TREE TRUST	17,964.	16,997.
150 SH YUM BRANDS INC	0.	0.
 TOTAL TO FORM 990-PF, PART II, LINE 10B	 608,593.	 672,332.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	531.	500.	31.
 TOTAL TO FM 990-PF, PART II, LN 14	 531.	 500.	 31.