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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.

2012

For calendar year 2012 or tax year beginning

, and ending

Name of foundation		A Employer identification number			
LAKESHORE FOUNDATION, INC.		26-3871609			
Number and street (or P O box number if mail is not delivered to street address)		Room/suite			
P.O. BOX 375		630-887-8606			
City or town, state, and ZIP code		C If exemption application is pending, check here ► <input type="checkbox"/>			
HINSDALE, IL 60522-0375		D 1. Foreign organizations, check here ► <input type="checkbox"/>			
G Check all that apply:		2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
H Check type of organization:		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method:	<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
► \$ 258,631.	(Part I, column (d) must be on cash basis.)				
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue		49.		N/A	
1 Contributions, gifts, grants, etc., received					
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		5,294.	5,294.	STATEMENT 1	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		10,030.			
b Gross sales price for all assets on line 6a		16,484.			
7 Capital gain net income (from Part IV, line 2)			10,030.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		15,373.	15,324.		
Operating and Administrative Expenses		0.	0.	0.	
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees		1,331.	1,331.	0.	
17 Interest RECEIVED					
18 Taxes		34.	0.	0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		15.	0.	0.	
24 Total operating and administrative expenses. Add lines 13 through 23		1,380.	1,331.	0.	
25 Contributions, gifts, grants paid		13,000.		13,000.	
26 Total expenses and disbursements. Add lines 24 and 25		14,380.	1,331.	13,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		993.			
b Net investment income (if negative, enter -0-)			13,993.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		21,035.	14,407.	14,407.
	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				
	b Investments - corporate stock	STMT 5	107,591.	115,212.	171,319.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 6	65,000.	65,000.	72,905.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		193,626.	194,619.	258,631.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		193,626.	194,619.	
	30 Total net assets or fund balances		193,626.	194,619.	
	31 Total liabilities and net assets/fund balances		193,626.	194,619.	

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	193,626.
2 Enter amount from Part I, line 27a	2	993.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	194,619.
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	194,619.

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 SHS COGNIZANT TECH				VARIOUS	11/13/12
b 100 SHS QUALCOMM INC				VARIOUS	11/19/12
c CAPITAL GAINS DIVIDENDS					
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 9,789.		2,807.	6,982.		
b 6,215.		3,647.	2,568.		
c 480.			480.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			6,982.		
b			2,568.		
c			480.		
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	10,030.	
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 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))
2011	13,766.	254,046.	.054187
2010	13,445.	240,959.	.055798
2009	11,981.	234,537.	.051084
2008	0.	231,759.	.000000
2007			

2 Total of line 1, column (d)

2 .161069

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 .040267

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 254,736.

5 Multiply line 4 by line 3

5 10,257.

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

6 140.

7 Add lines 5 and 6

7 10,397.

8 Enter qualifying distributions from Part XII, line 4

8 13,000.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	
6b	
6c	140.
6d	

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ►

Refunded ►

12 Add lines 7 and 11

7	140.
8	
9	0.
10	
11	

13 Total tax due. Add lines 9 and 11

14 Total tax paid. Add lines 7 and 11

15 Total tax overpaid. Subtract line 14 from line 13

16 Total tax underpaid. Subtract line 13 from line 14

17 Total tax due. Add lines 15 and 16

18 Total tax paid. Add lines 7 and 11

19 Total tax overpaid. Subtract line 18 from line 17

20 Total tax underpaid. Subtract line 17 from line 18

21 Total tax due. Add lines 19 and 20

22 Total tax paid. Add lines 7 and 11

23 Total tax overpaid. Subtract line 22 from line 21

24 Total tax underpaid. Subtract line 21 from line 22

25 Total tax due. Add lines 23 and 24

26 Total tax paid. Add lines 7 and 11

27 Total tax overpaid. Subtract line 26 from line 25

28 Total tax underpaid. Subtract line 25 from line 26

29 Total tax due. Add lines 27 and 28

30 Total tax paid. Add lines 7 and 11

31 Total tax overpaid. Subtract line 30 from line 29

32 Total tax underpaid. Subtract line 29 from line 30

33 Total tax due. Add lines 31 and 32

34 Total tax paid. Add lines 7 and 11

35 Total tax overpaid. Subtract line 34 from line 33

36 Total tax underpaid. Subtract line 33 from line 34

37 Total tax due. Add lines 35 and 36

38 Total tax paid. Add lines 7 and 11

39 Total tax overpaid. Subtract line 38 from line 37

40 Total tax underpaid. Subtract line 37 from line 38

41 Total tax due. Add lines 39 and 40

42 Total tax paid. Add lines 7 and 11

43 Total tax overpaid. Subtract line 42 from line 41

44 Total tax underpaid. Subtract line 41 from line 42

45 Total tax due. Add lines 43 and 44

46 Total tax paid. Add lines 7 and 11

47 Total tax overpaid. Subtract line 46 from line 45

48 Total tax underpaid. Subtract line 45 from line 46

49 Total tax due. Add lines 47 and 48

50 Total tax paid. Add lines 7 and 11

51 Total tax overpaid. Subtract line 50 from line 49

52 Total tax underpaid. Subtract line 49 from line 50

53 Total tax due. Add lines 51 and 52

54 Total tax paid. Add lines 7 and 11

55 Total tax overpaid. Subtract line 54 from line 53

56 Total tax underpaid. Subtract line 53 from line 54

57 Total tax due. Add lines 55 and 56

58 Total tax paid. Add lines 7 and 11

59 Total tax overpaid. Subtract line 58 from line 57

60 Total tax underpaid. Subtract line 57 from line 58

61 Total tax due. Add lines 59 and 60

62 Total tax paid. Add lines 7 and 11

63 Total tax overpaid. Subtract line 62 from line 61

64 Total tax underpaid. Subtract line 61 from line 62

65 Total tax due. Add lines 63 and 64

66 Total tax paid. Add lines 7 and 11

67 Total tax overpaid. Subtract line 66 from line 65

68 Total tax underpaid. Subtract line 65 from line 66

69 Total tax due. Add lines 67 and 68

70 Total tax paid. Add lines 7 and 11

71 Total tax overpaid. Subtract line 70 from line 69

72 Total tax underpaid. Subtract line 69 from line 70

73 Total tax due. Add lines 71 and 72

74 Total tax paid. Add lines 7 and 11

75 Total tax overpaid. Subtract line 74 from line 73

76 Total tax underpaid. Subtract line 73 from line 74

77 Total tax due. Add lines 75 and 76

78 Total tax paid. Add lines 7 and 11

79 Total tax overpaid. Subtract line 78 from line 77

80 Total tax underpaid. Subtract line 77 from line 78

81 Total tax due. Add lines 79 and 80

82 Total tax paid. Add lines 7 and 11

83 Total tax overpaid. Subtract line 82 from line 81

84 Total tax underpaid. Subtract line 81 from line 82

85 Total tax due. Add lines 83 and 84

86 Total tax paid. Add lines 7 and 11

87 Total tax overpaid. Subtract line 86 from line 85

88 Total tax underpaid. Subtract line 85 from line 86

89 Total tax due. Add lines 87 and 88

90 Total tax paid. Add lines 7 and 11

91 Total tax overpaid. Subtract line 90 from line 89

92 Total tax underpaid. Subtract line 89 from line 90

93 Total tax due. Add lines 91 and 92

94 Total tax paid. Add lines 7 and 11

95 Total tax overpaid. Subtract line 94 from line 93

96 Total tax underpaid. Subtract line 93 from line 94

97 Total tax due. Add lines 95 and 96

98 Total tax paid. Add lines 7 and 11

99 Total tax overpaid. Subtract line 98 from line 97

100 Total tax underpaid. Subtract line 97 from line 98

101 Total tax due. Add lines 99 and 100

102 Total tax paid. Add lines 7 and 11

103 Total tax overpaid. Subtract line 102 from line 101

104 Total tax underpaid. Subtract line 101 from line 102

105 Total tax due. Add lines 103 and 104

106 Total tax paid. Add lines 7 and 11

107 Total tax overpaid. Subtract line 106 from line 105

108 Total tax underpaid. Subtract line 105 from line 106

109 Total tax due. Add lines 107 and 108

110 Total tax paid. Add lines 7 and 11

111 Total tax overpaid. Subtract line 110 from line 109

112 Total tax underpaid. Subtract line 109 from line 110

113 Total tax due. Add lines 111 and 112

114 Total tax paid. Add lines 7 and 11

115 Total tax overpaid. Subtract line 114 from line 113

116 Total tax underpaid. Subtract line 113 from line 114

117 Total tax due. Add lines 115 and 116

118 Total tax paid. Add lines 7 and 11

119 Total tax overpaid. Subtract line 118 from line 117

120 Total tax underpaid. Subtract line 117 from line 118

121 Total tax due. Add lines 119 and 120

122 Total tax paid. Add lines 7 and 11

123 Total tax overpaid. Subtract line 122 from line 121

124 Total tax underpaid. Subtract line 121 from line 122

125 Total tax due. Add lines 123 and 124

126 Total tax paid. Add lines 7 and 11

127 Total tax overpaid. Subtract line 126 from line 125

128 Total tax underpaid. Subtract line 125 from line 126

129 Total tax due. Add lines 127 and 128

130 Total tax paid. Add lines 7 and 11

131 Total tax overpaid. Subtract line 130 from line 129

132 Total tax underpaid. Subtract line 129 from line 130

133 Total tax due. Add lines 131 and 132

134 Total tax paid. Add lines 7 and 11

135 Total tax overpaid. Subtract line 134 from line 133

136 Total tax underpaid. Subtract line 133 from line 134

137 Total tax due. Add lines 135 and 136

138 Total tax paid. Add lines 7 and 11

139 Total tax overpaid. Subtract line 138 from line 137

140 Total tax underpaid. Subtract line 137 from line 138

141 Total tax due. Add lines 139 and 140

142 Total tax paid. Add lines 7 and 11

143 Total tax overpaid. Subtract line 142 from line 141

144 Total tax underpaid. Subtract line 141 from line 142

145 Total tax due. Add lines 143 and 144

146 Total tax paid. Add lines 7 and 11

147 Total tax overpaid. Subtract line 146 from line 145

148 Total tax underpaid. Subtract line 145 from line 146

149 Total tax due. Add lines 147 and 148

150 Total tax paid. Add lines 7 and 11

151 Total tax overpaid. Subtract line 150 from line 149

152 Total tax underpaid. Subtract line 149 from line 150

153 Total tax due. Add lines 151 and 152

154 Total tax paid. Add lines 7 and 11

155 Total tax overpaid. Subtract line 154 from line 153

156 Total tax underpaid. Subtract line 153 from line 154

157 Total tax due. Add lines 155 and 156

158 Total tax paid. Add lines 7 and 11

159 Total tax overpaid. Subtract line 158 from line 157

160 Total tax underpaid. Subtract line 157 from line 158

161 Total tax due. Add lines 159 and 160

162 Total tax paid. Add lines 7 and 11

163 Total tax overpaid. Subtract line 162 from line 161

164 Total tax underpaid. Subtract line 161 from line 162

165 Total tax due. Add lines 163 and 164

166 Total tax paid. Add lines 7 and 11

167 Total tax overpaid. Subtract line 166 from line 165

168 Total tax underpaid. Subtract line 165 from line 166

169 Total tax due. Add lines 167 and 168

170 Total tax paid. Add lines 7 and 11

171 Total tax overpaid. Subtract line 170 from line 169

172 Total tax underpaid. Subtract line 169 from line 170

173 Total tax due. Add lines 171 and 172

174 Total tax paid. Add lines 7 and 11

175 Total tax overpaid. Subtract line 174 from line 173

176 Total tax underpaid. Subtract line 173 from line 174

177 Total tax due. Add lines 175 and 176

178 Total tax paid. Add lines 7 and 11

179 Total tax overpaid. Subtract line 178 from line 177

180 Total tax underpaid. Subtract line 177 from line 178

181 Total tax due. Add lines 179 and 180

182 Total tax paid. Add lines 7 and 11

183 Total tax overpaid. Subtract line 182 from line 181

184 Total tax underpaid. Subtract line 181 from line 182

185 Total tax due. Add lines 183 and 184

186 Total tax paid. Add lines 7 and 11

187 Total tax overpaid. Subtract line 186 from line 185

188 Total tax underpaid. Subtract line 185 from line 186

189 Total tax due. Add lines 187 and 188

190 Total tax paid. Add lines 7 and 11

191 Total tax overpaid. Subtract line 190 from line 189

192 Total tax underpaid. Subtract line 189 from line 190

193 Total tax due. Add lines 191 and 192

194 Total tax paid. Add lines 7 and 11

195 Total tax overpaid. Subtract line 194 from line 193

196 Total tax underpaid. Subtract line 193 from line 194

197 Total tax due. Add lines 195 and 196

198 Total tax paid. Add lines 7 and 11

199 Total tax overpaid. Subtract line 198 from line 197

200 Total tax underpaid. Subtract line 197 from line 198

201 Total tax due. Add lines 199 and 200

202 Total tax paid. Add lines 7 and 11

203 Total tax overpaid. Subtract line 202 from line 201

204 Total tax underpaid. Subtract line 201 from line 202

205 Total tax due. Add lines 203 and 204

206 Total tax paid. Add lines 7 and 11

207 Total tax overpaid. Subtract line 206 from line 205

208 Total tax underpaid. Subtract line 205 from line 206

209 Total tax due. Add lines 207 and 208

210 Total tax paid. Add lines 7 and 11

211 Total tax overpaid. Subtract line 210 from line 209

212 Total tax underpaid. Subtract line 209 from line 210

213 Total tax due. Add lines 211 and 212

214 Total tax paid. Add lines 7 and 11

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?	13	X	
Website address ► N/A				
14	The books are in care of ► GEORGE V. MALMGREN IV Located at ► P.O. BOX 375, HINSDALE, IL	Telephone no. ► 630-887-1531 ZIP+4 ► 60522-0375		
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		► <input type="checkbox"/>
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
			X	

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► <input type="checkbox"/>
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 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► _____, _____, _____, _____, _____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 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 2012)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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 2012?	4a	X
		4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

N/A



5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

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

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

 Yes No

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

 Yes No

6b

If "Yes" to 6b, file Form 8870.

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

 Yes No

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

 Yes No

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		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

Form 990-PF (2012)

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	► 0.

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	247,518.
b Average of monthly cash balances	1b	11,097.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	258,615.
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	258,615.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,879.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	254,736.
6 Minimum investment return. Enter 5% of line 5	6	12,737.

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	12,737.
2a Tax on investment income for 2012 from Part VI, line 5	2a	140.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	140.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	12,597.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	12,597.
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	12,597.

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	13,000.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	13,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	140.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,860.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				12,597.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009 292.				
d From 2010 1,507.				
e From 2011 1,132.				
f Total of lines 3a through e 2,931.				
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 13,000.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				12,597.
e Remaining amount distributed out of corpus	403.			
5 Excess distributions carryover applied to 2012 (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	3,334.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 3,334.				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009 292.				
c Excess from 2010 1,507.				
d Excess from 2011 1,132.				
e Excess from 2012 403.				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CENTER FOR NEIGHBORHOOD TECHNOLOGY 2125 W. NORTH AVENUE CHICAGO, IL 60647	N/A	PUBLIC CHARITY	TO PROMOTE MORE LIVABLE AND SUSTAINABLE URBAN COMMUNITIES.	4,000.
CITIZENS CONCERNED FOR THE HOMELESS P.O. BOX 8612 MICHIGAN CITY, IN 46361	N/A	PUBLIC CHARITY	TO PROVIDE SHORT-TERM FREE SHELTER TO HOMELESS FAMILIES.	2,000.
FRIENDS OF THE CHICAGO RIVER 28 E. JACKSON, SUITE 1800 CHICAGO, IL 60604	N/A	PUBLIC CHARITY	TO IMPROVE THE HEALTH OF THE CHICAGO RIVER	2,000.
NORTHERN ILLINOIS FOOD BANK 600 INDUSTRIAL DRIVE ST. CHARLES, IL 60174	N/A	PUBLIC CHARITY	REDUCE HUNGER IN THE CHICAGO AREA	5,000.
Total			► 3a	13,000.
b Approved for future payment				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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						
4 Dividends and interest from securities				14	5,294.	
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	10,030.	
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.		15,324.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13		15,324.
(See worksheet in line 13 instructions to verify calculations.)						

Relationship of Activities to the Accomplishment of Exempt Purposes

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ROBERT W. BAIRD & COMPANY	2,790.	480.	2,310.
WILLIAM BLAIR & COMPANY	2,984.	0.	2,984.
TOTAL TO FM 990-PF, PART I, LN 4	5,774.	480.	5,294.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WM BLAIR MGMT FEES	835.	835.	0.	0.
ROBERT W. BAIRD MGMT FEES	496.	496.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	1,331.	1,331.	0.	0.

FORM 990-PF

TAXES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SECTION 4940 TAX	34.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	34.	0.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS FILING FEE	15.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	15.	0.	0.	0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABB LIMITED SPONSORED ADR	6,322.	6,237.
ABBOTT LABORATORIES	10,674.	13,100.
CELGENE CORP	10,942.	15,694.
COGNIZANT TECHNOLOGY SOLUTIONS CORP	2,807.	11,082.
COLGATE PALMOLIVE CO	7,185.	10,454.
DANAHER CORP	8,571.	16,770.
EBAY	5,832.	10,200.
GILEAD SCIENCES INC	10,279.	14,690.
JACOBS ENGINEERING GROUP INC	11,031.	12,771.
MCDONALDS CORP	11,378.	17,642.
OCCIDENTAL PETE CORP	7,994.	7,661.
QUALCOMM INC	7,292.	12,372.
STERICYCLE INC	7,151.	13,992.
VERIZON COMMUNICATIONS	7,754.	8,654.
TOTAL TO FORM 990-PF, PART II, LINE 10B	115,212.	171,319.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WILLIAM BLAIR BOND FUND	COST	65,000.	72,905.
TOTAL TO FORM 990-PF, PART II, LINE 13		65,000.	72,905.

FORM 990-PF

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

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CANDELARIA MALMGREN TAGER P.O. BOX 375 HINSDALE, IL 60522-0375	PRESIDENT 0.00	0.	0.	0.
GEORGE V. MALMGREN IV P.O. BOX 375 HINSDALE, IL 60522-0375	TREASURER 0.00	0.	0.	0.
ANTHONY G. MARCUSSEN P.O. BOX 375 HINSDALE, IL 60522-0375	DIRECTOR 0.00	0.	0.	0.
BARBARA M. TIRMAN P.O. BOX 375 HINSDALE, IL 60522-0375	DIRECTOR 0.00	0.	0.	0.
GREGG S. TAGER P.O. BOX 375 HINSDALE, IL 60522-0375	DIRECTOR 0.00	0.	0.	0.
MELISSA A. MALMGREN P.O. BOX 375 HINSDALE, IL 60522-0375	DIRECTOR 0.00	0.	0.	0.
ANDREW TIRMAN P.O. BOX 375 HINSDALE, IL 60522-0375	DIRECTOR 0.00	0.	0.	0.
VIOLA G. MALMGREN P.O. BOX 375 HINSDALE, IL 60522-0375	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box

►

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. LAKESHORE FOUNDATION, INC.	Employer identification number (EIN) or 26-3871609
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 375	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. HINSDALE, IL 60522-0375	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

GEORGE V. MALMGREN IV

- The books are in the care of ► **P.O. BOX 375 - HINSDALE, IL 60522-0375**

Telephone No. ► **630-887-1531** FAX No ►

- If the organization does not have an office or place of business in the United States, check this box

►

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2012** or► tax year beginning , and ending

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return

Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 140.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 140.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)