



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation Gilford-Atkins Families Foundation		A Employer identification number 36-3859669	
Number and street (or P O box number if mail is not delivered to street address) 20 N Wacker Drive No 1300		B Telephone number (see instructions) (312) 338-7788	
City or town, state, and ZIP code Chicago, IL 60606		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 1,819,921		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	447,705			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	39,549	35,478		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	243,647			
	b Gross sales price for all assets on line 6a _____ 619,410				
	7 Capital gain net income (from Part IV , line 2)		243,647		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	730,901	279,125		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	20,000	15,000		5,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	146	131		15
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,372	8,362		10
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	28,518	23,493		5,025
	25 Contributions, gifts, grants paid	126,845			126,845
	26 Total expenses and disbursements. Add lines 24 and 25	155,363	23,493		131,870
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	575,538			
	b Net investment income (if negative, enter -0-)		255,632		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	5,401	33,441	33,441
	2	Savings and temporary cash investments	63,130	52,231	52,231
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	179,962	 254,216	250,528
	b	Investments—corporate stock (attach schedule)	565,012	 601,378	1,048,047
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	145,448	 429,873	435,499
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	 0	 175	 175	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	958,953	1,371,314	1,819,921	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,404,512	1,980,053	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-445,559	-608,739	
	30	Total net assets or fund balances (see page 17 of the instructions)	958,953	1,371,314	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	958,953	1,371,314	

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)	1 958,953
2	Enter amount from Part I, line 27a	2 575,538
3	Other increases not included in line 2 (itemize) ▶ 	3 3
4	Add lines 1, 2, and 3	4 1,534,494
5	Decreases not included in line 2 (itemize) ▶ 	5 163,180
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 1,371,314

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	243,647
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	115,122	968,617	0 118852
2010	130,524	878,204	0 148626
2009	126,281	887,390	0 142306
2008	75,902	1,198,468	0 063333
2007	145,068	1,471,012	0 098618

2	Total of line 1, column (d).	2	0 571735
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 114347
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,454,080
5	Multiply line 4 by line 3.	5	166,270
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,556
7	Add lines 5 and 6.	7	168,826
8	Enter qualifying distributions from Part XII, line 4. 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	8	131,870

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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		1	5,113
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	5,113
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	5,113
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6,743	
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	6,743
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,630
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 1,630	Refunded ☐	11	0

Part VII-AStatements 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
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶Lawrence Gilford Telephone no ▶(312) 338-7788 Located at ▶BNR Partners LLC 20 N Wacker Dr Ste 1300 Chicago IL ZIP +4 ▶60606			
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		
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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ 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)? (see instructions).		☐ 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)?		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?				☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
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?		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 (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lawrence Gilford	President	0	0	0
1420 Sheridan Rd 7F Wilmette,IL 60091	10 00			
Darlene Gilford	Vice President	0	0	0
1420 Sheridan Rd 7F Wilmette,IL 60091	10 00			
Patricia Gilford	Treasurer	0	0	0
325 West Huron Street Chicago,IL 60610	10 00			
Cathy Atkins	Secretary	0	0	0
126 Park Avenue Glencoe,IL 60022	10 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). 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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	1,358,193
b	Average of monthly cash balances.	1b	118,030
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,476,223
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	1,476,223
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	22,143
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,454,080
6	Minimum investment return. Enter 5% of line 5.	6	72,704

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	72,704
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	5,113
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,113
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	67,591
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	67,591
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	67,591

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	131,870
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	131,870
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	131,870
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				67,591
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				73,667
b From 2008.				16,540
c From 2009.				82,299
d From 2010.				86,854
e From 2011.				67,011
f Total of lines 3a through e.	326,371			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 131,870				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				67,591
e Remaining amount distributed out of corpus	64,279			
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	390,650			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	73,667			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	316,983			
10 Analysis of line 9				
a Excess from 2008. . . .				16,540
b Excess from 2009. . . .				82,299
c Excess from 2010. . . .				86,854
d Excess from 2011. . . .				67,011
e Excess from 2012. . . .				64,279

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see 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))

See Additional Data Table

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

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	126,845
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	39,549	
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	243,647	
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		283,196	0
13 Total. Add line 12, columns (b), (d), and (e).			13		283,196

[illegible]

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.			No
(2) Other assets.			No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.			No
(2) Purchases of assets from a noncharitable exempt organization.			No
(3) Rental of facilities, equipment, or other assets.			No
(4) Reimbursement arrangements.			No
(5) Loans or loan guarantees.			No
(6) Performance of services or membership or fundraising solicitations.			No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.			No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

a 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

Form **990-PF** (2012)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1,000 Shs MB Financial Inc	D	2007-12-06	2012-05-17
9,000 Shs MB Financial Inc	D	2011-10-01	2012-05-17
1,000 Shs MB Financial Inc	D	2011-10-01	2012-05-18
4,000 Shs MB Financial Inc	D	2011-10-01	2012-05-18
1,000 Shs MB Financial Inc	D	2011-10-01	2012-05-18
1,750 Shs MB Financial Inc	D	2011-10-01	2012-05-18
500 Shs McGraw Hill Companies Inc	P	2006-09-05	2012-05-04
200 Shs Goldman Sachs Group Inc	P	2007-03-26	2012-05-11
4,675 IShares MSCI Japan Indx Fd	P	2011-04-12	2012-05-21
650 Shs Emerson Electric Co	P	2006-09-03	2012-10-11
800 Shs IL Tool Works Inc	P	2005-06-06	2012-07-05
300 Shs IL Tool Works Inc	D	2009-12-21	2012-07-05
GNMA SER 2009-032 (09/16/18)	P	2012-07-06	2012-12-31
GNMA SER 2009-015 (12/20/38)	P	2011-05-12	2012-12-31
GNMA Pool #783266	P	2012-04-18	2012-12-31
GNMA SER 2009-015 (12/20/38)	P	2011-05-12	2012-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,488		23,723	-3,235
184,389		43,110	141,279
20,499		4,790	15,709
81,994		19,160	62,834
20,499		4,790	15,709
35,872		8,383	27,489
24,579		28,504	-3,925
21,617		42,086	-20,469
41,979		45,979	-4,000
32,119		27,144	4,975
42,098		34,362	7,736
15,787		12,110	3,677
5,865		6,164	-299
19,754		20,699	-945
9,389		10,246	-857
42,482		44,513	-2,031

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
			-3,235
			141,279
			15,709
			62,834
			15,709
			27,489
			-3,925
			-20,469
			-4,000
			4,975
			7,736
			3,677
			-299
			-945
			-857
			-2,031

Form 990PF Part XV Line 1a - 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).

Lawrence Gilford
Darlene Gilford
Patricia Gilford
Cathy Atkins

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Autism Speaks 1060 State Road 2nd Floor Princeton, NJ 08540	N/A	Public Charity	Team Tyler - North Shore Autism Walk Glencoe, IL	100
Chris Klug Foundation 182 Riverdown Dr Aspen, CO 81611	N/A	Public Charity	Unrestricted	50
AJC - Global Jewish Advocacy 165 East 56 Street New York, NY 100222746	N/A	Public Charity	Unrestricted	100
Birthright Israel Foundation 33 E 33rd Street 7th Fl New York, NY 10016	N/A	Public Charity	Unrestricted	100
Chabad of Rancho Mirage 72-295 Via Marta Rancho Mirage, CA 92270	N/A	Public Charity	Unrestricted	400
Art Institute of Chicago 111 S Michigan Ave Chicago, IL 60603	N/A	Public Charity	Unrestricted	235
Chicago Architecture Foundation 2337 North Cambridge Ave Chicago, IL 60614	N/A	Public Charity	Unrestricted	75
B'Nai Brith International 2020 K Street NW 7th Fl Washington, DC 20006	N/A	Public Charity	Unrestricted	150
Chicago Jesuit Academy 5058 W Jackson Blvd Chicago, IL 60644	N/A	Public Charity	Unrestricted	500
Citizens Utility Board 309 West Washington Chicago, IL 60606	N/A	Public Charity	Unrestricted	200
City of Hope 20 N Wacker Ste 750 Chicago, IL 60606	N/A	Public Charity	Unrestricted	100
Chicago Volunteer Legal Services 100 N LaSalle St Ste 900 Chicago, IL 60602	N/A	Public Charity	Unrestricted	200
Desert Community Foundation 75- 105 Merle Street Palm Desert, CA 92211	N/A	Public Charity	Tamarisk Employee Scholarship Day	450
Emergency Fund 208 S LaSalle Ste 1356 Chicago, IL 606041000	N/A	Public Charity	Unrestricted	100
Evans Scholars Foundation - Western Golf Association 1 Briar Road Golf, IL 60029	N/A	Public Charity	2012 Par Club Fund	250

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Evanston Art Center 2603 Sheridan Road Evanston,IL 60201	N/A	Public Charity	Unrestricted	200
Eisenhower Neuroscience Institute 72780 Country Club Dr Rancho Mirage,CA 92270	N/A	Public Charity	Unrestricted	100
HAP - Houston Achievement Place 245 W 17th Street Houston,TX 77008	N/A	Public Charity	Project CLASS Program	5,000
Illinois Holocaust Museum & Education Center 9603 Woods Drive Skokie,IL 60077	N/A	Public Charity	Unrestricted	20,000
Invest for Kids 875 N Michigan Chicago,IL 60611	N/A	Public Charity	Unrestricted	1,000
JCC of Chicago 30 S Wells St Ste 4000 Chicago,IL 60606	N/A	Public Charity	Elaine Frank Apache Day Camp, The Big Night, Unrestricted	5,490
Jewish Federation of the Desert 69710 Highway 111 Rancho Mirage,CA 92270	N/A	Public Charity	Tamarisk Men's Jewish Federation Day, Tamarisk Ladies Jewish Federation Day	1,700
Jewish Family Services 72925 Fred Waring Drive Ste 202 Palm Desert,CA 92260	N/A	Public Charity	Unrestricted	575
Jewish Federation of Metropolitan Chicago 30 S Wells St Ste 4000 Chicago,IL 60606	N/A	Public Charity	JCC Elaine Frank Apache	20,000
Jewish United Fund 30 S Wells St Ste 4000 Chicago,IL 606065054	N/A	Public Charity	Unrestricted	45,400
Judicial Watch 425 Third Street SW Suite 800 Washington,DC 20024	N/A	public Charity	Unrestricted	225
Little City Foundation 1760 W Algonquin Road Palatine,IL 600674799	N/A	Public Charity	Unrestricted	200
Lyric Opera Of Chicago 20 N Wacker Chicago,IL 60606	N/A	Public Charity	Unrestricted	500
Misericordia Womens Auxiliary 6300 N Ridge Avenue Chicago,IL 60660	N/A	Public Charity	Unrestricted	100
Museum of Contemporary Art 220 East Chicago Avenue Chicago,IL 60611	N/A	Public Charity	Unrestricted	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Na'Amat USA 350 Fifth Ave Ste 4700 New York, NY 10118	N/A	Public Charity	Unrestricted	150
National Kidney Foundation 30 East 33rd St New York, NY 10016	N/A	Public Charity	Unrestricted	500
North Shore Senior Center 161 Northfield Road Northfield, IL 60093	N/A	Public Charity	Unrestricted	110
PS Art Museum 745 North Gene Autry Trail Palm Springs, CA 92262	N/A	Public Charity	Unrestricted	85
Palm Spring Friends of Philharmonic PO Box 12770 Palm Desert, CA 92255	N/A	Public Charity	Unrestricted	500
Partners for Progress PO Box 832 Mundelein, IL 60060	N/A	Public Charity	Unrestricted	270
Planned Parenthood 18 Michigan Ave 6th Floor Chicago, IL 60603	N/A	Public Charity	Unrestricted	100
Ravinia 418 Sheridan Road Highland Park, IL 60035	N/A	Public Charity	2012 & 2013 Annual Fund	7,000
Salvation Army PO Box 4121 Carol Stream, IL 601974121	N/A	Public Charity	Unrestricted	100
Society of Contemporary Art 111 S Michigan Ave Chicago, IL 60603	N/A	Public Charity	Unrestricted	500
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	N/A	Public Charity	Unrestricted	500
Temple Jeremiah 937 Happ Road Northfield, IL 60093	N/A	Public Charity	Partnership of Promise	4,650
The Family Institute at Northwestern University 618 Library Place Evanston, IL 60201	N/A	Public Charity	Unrestricted	2,000
US Holocaust Museum 100 Raoul Wallenberg Place SW Washington, DC 200242126	N/A	Public Charity	Unrestricted	400
Univeristy of WI Foundation 1848 University Avenue Madison, WI 537264090	N/A	Public Charity	School of Human Ecology Annual Fund	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UW Hospitals & Clinics 1848 University Avenue Madison, WI 537264090	N/A	Public Charity	Unrestricted	500
WFMT Fine Arts Circle 5400 N St Louis Ave Chicago, IL 60625	N/A	Public Charity	Unrestricted	100
World Jewish Congress PO Box 90400 Washington, DC 20090	N/A	Public Charity	Unrestricted	105
YMCA of Metropolitan Chicago 801 N Dearborn Street Chicago, IL 60610	N/A	Public Charity	Unrestricted	250
WTTW Public TV 5400 N St Louis Ave Chicago, IL 60625	N/A	Public Charity	Unrestricted	250
Tools for Tomorrow 149155 Avenida Fernando La Quinta, CA 92253	N/A	Public Charity	Unrestricted	75
Israel Tennis Centers Foundation 3275 W Hillsboro Blvd Ste 102 Deerfield Beach, FL 33442	N/A	Public Charity	Unrestricted	500
Honor Flights Chicago 938 West Montana Street Chicago, IL 60614	N/A	Public Charity	Unrestricted	1,000
Greater IL Chapter of MS Society 525 West Monroe Street Chicago, IL 60661	N/A	Public Charity	Unrestricted	200
Total  3a				126,845

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization Gilford-Atkins Families Foundation	Employer identification number 36-3859669
---	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization Gilford-Atkins Families Foundation	Employer identification number 36-3859669
---	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	Edward Atkins 126 Park Ave Glencoe, IL 60022	\$ 141,104	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>2</u>	Cathy G Atkins 126 Park Ave Glencoe, IL 60022	\$ 20,540	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>3</u>	Edward Atkins 126 Park Ave Glencoe, IL 60022	\$ 178,536	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>4</u>	Edward Atkins 126 Park Ave Glencoe, IL 60022	\$ 54,465	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>5</u>	Edward Atkins 126 Park Ave Glencoe, IL 60022	\$ 53,060	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

[illegible]

Name of organization Gilford-Atkins Families Foundation	Employer identification number 36-3859669
---	---

Part III	Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively</i> religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ Use duplicate copies of Part III if additional space is needed
-----------------	---

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule**Name:** Gilford-Atkins Families Foundation**EIN:** 36-3859669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting & Management Fees	20,000	15,000		5,000

**TY 2012 Investments Corporate
Stock Schedule****Name:** Gilford-Atkins Families Foundation**EIN:** 36-3859669

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 Shs PepsiCo Inc	5,761	6,843
25830 Shs MB Financial Inc - New	123,726	510,143
1100 Shs Illinois Tool Works Inc	0	0
1800 Shs General Electric Co	48,872	37,782
200 Shs Goldman Sachs Group Inc	0	0
4,200 Shs Eaton Vance	41,981	44,772
425 Shs Procter & Gamble Co	26,116	28,853
500 Shs Apache Corp	30,054	39,250
500 Shs Exxon Mobil Corp	28,670	43,275
500 Shs Johnson & Johnson	33,695	35,050
500 Shs McGraw Hill Companies Inc	0	0
2000 Shs Walgreen Co	67,584	74,020
650 Shs Emerson Electric Co	0	0
700 Shs Anadarko Pete Corp	49,010	52,017
4300 Shs Merck & Co Inc New	145,909	176,042

TY 2012 Investments Government Obligations Schedule

Name: Gilford-Atkins Families Foundation

EIN: 36-3859669

**US Government Securities - End of
Year Book Value:**

254,216

**US Government Securities - End of
Year Fair Market Value:**

250,528

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2012 Investments - Other Schedule

Name: Gilford-Atkins Families Foundation

EIN: 36-3859669

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
4,675 Ishares MSCI Japan Index	AT COST	0	0
825 SHs Ishares TR S&P Global	AT COST	49,325	47,165
1725 Shs Ishares TR Dow Jones	AT COST	91,077	98,739
1000 Shs Barclays Bk PLC Pref	AT COST	25,586	25,430
1000 Shs Charles Schwab Corp Pref	AT COST	25,300	26,150
1000 Shs Citigroup Inc Pref	AT COST	26,243	25,663
1000 Shs Fixed Inc Tr Goldman Sachs	AT COST	25,508	26,350
1000 Shs HSBC Hldgs PLC	AT COST	27,088	27,560
6100 Shs Janus Capital Group Inc	AT COST	51,504	51,972
1000 Shs JP Morgan Chase & Co PFD	AT COST	27,218	25,970
1000 Shs Privatebancorp Cap Tr IV	AT COST	26,198	25,350
1000 Shs SCE Tr I Pref Secs	AT COST	25,028	25,800
1000 Shs Wells Fargo & Co New Dep Shs	AT COST	29,798	29,350

TY 2012 Other Assets Schedule

Name: Gilford-Atkins Families Foundation

EIN: 36-3859669

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Int/Div Outstanding		175	175

TY 2012 Other Decreases Schedule

Name: Gilford-Atkins Families Foundation

EIN: 36-3859669

Description	Amount
Unrealized Gain on 2012 Donated Stocks	163,180

TY 2012 Other Expenses Schedule**Name:** Gilford-Atkins Families Foundation**EIN:** 36-3859669

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Annual Report	10	0		10
Investment Charges	8,262	8,262		0
Misc	100	100		0

TY 2012 Other Increases Schedule

Name: Gilford-Atkins Families Foundation

EIN: 36-3859669

Description	Amount
Rounding	3

TY 2012 Taxes Schedule**Name:** Gilford-Atkins Families Foundation**EIN:** 36-3859669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	131	131		0
State Tax	15	0		15