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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

03/01, 2012, and ending

02/28, 2013

Name of foundation ALPHAWOOD FOUNDATION		A Employer identification number 36-3805338						
Number and street (or P O box number if mail is not delivered to street address) 1645 W. FULLERTON		B Telephone number (see instructions) (773) 975-0401						
City or town, state, and ZIP code CHICAGO, IL 60614		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 169,408,379.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	6,883,616.			
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	4,519,227.	4,788,344.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	4,177,108.			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		5,883,805.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH. 1	550,589.	517,405.		
12	Total. Add lines 1 through 11	16,130,540.	11,189,554.		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	323,690.			323,690.
b	Accounting fees (attach schedule) ATCH. 2	49,300.			49,300.
c	Other professional fees (attach schedule) ATCH. 3	3,450.			3,450.
17	Interest ATCH. 4	214,575.	213,252.		
18	Taxes (attach schedule) (see instructions) ATCH. 5	39,380.			
19	Depreciation (attach schedule) and depletion ATCH. 6	1,009.			
20	Occupancy	-6.			-6.
21	Travel, conferences, and meetings	17,240.			17,240.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH. 6	358,358.	302,682.		45,601.
24	Total operating and administrative expenses. Add lines 13 through 23	1,006,996.	515,934.		439,275.
25	Contributions, gifts, grants paid	11,349,545.			11,349,545.
26	Total expenses and disbursements. Add lines 24 and 25	12,356,541.	515,934.	0	11,788,820.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	3,773,999.			
b	Net investment income (if negative, enter -0-)		10,673,620.		
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				
	2	Savings and temporary cash investments	1,614,005.	3,916,302.	3,916,302.	
	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 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	3,083.	3,083.	3,083.	
	10 a	Investments - U S and state government obligations (attach schedule) **	96,317,591.	89,390,621.	89,390,621.	
	b	Investments - corporate stock (attach schedule) ATCH 8	41,576,430.	53,337,926.	53,337,926.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment, basis			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 9	22,327,957.	22,032,623.	22,032,623.	
14		Land, buildings, and equipment, basis 15,033.				
		Less: accumulated depreciation (attach schedule) ▶ 12,100.	1,085.	2,933.	2,933.	
15		Other assets (describe ▶ ATCH 10)	822,212.	724,891.	724,891.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	162,662,363.	169,408,379.	169,408,379.	
17		Accounts payable and accrued expenses	3,065.	77,791.		
18		Grants payable	2,571,625.	1,751,705.		
Net Assets or Fund Balances	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)	2,574,690.	1,829,496.		
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				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	160,087,673.	167,578,883.		
	30	Total net assets or fund balances (see instructions)	160,087,673.	167,578,883.		
	31	Total liabilities and net assets/fund balances (see instructions)	162,662,363.	169,408,379.		

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	160,087,673.
2	Enter amount from Part I, line 27a	2	3,773,999.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	4,932,313.
4	Add lines 1, 2, and 3	4	168,793,985.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12	5	1,215,102.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	167,578,883.

**ATCH 7

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a. SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
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	5,883,805.	
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	0	

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	13,519,613.	154,428,005.	0.087546
2010	14,718,469.	154,428,539.	0.095309
2009	8,050,383.	154,728,434.	0.052029
2008	8,318,580.	154,436,844.	0.053864
2007	7,837,429.	155,299,591.	0.050467
2 Total of line 1, column (d)			2 0.339215
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 0.067843
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 160,459,264.
5 Multiply line 4 by line 3			5 10,886,038.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 106,736.
7 Add lines 5 and 6			7 10,992,774.
8 Enter qualifying distributions from Part XII, line 4			8 11,788,820.

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)		1	106,736.
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-)		2	
3 Add lines 1 and 2		3	106,736.
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	106,736.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	94,033.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	55,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	149,033.	
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	42,297.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 42,297. Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ CHARLES GROSS Telephone no ☐ 773-975-0401			
Located at ☐ 1645 W. FULLERTON CHICAGO, IL ZIP+4 ☐ 60614				
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? 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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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	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? ☐ Yes ☒ No If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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? ☐ 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**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
ATCH 13		0	0	0

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 ☐

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

3 Five highest-paid independent contractors for professional services (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		0
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE ----- ----- -----	
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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE ----- ----- -----	
2 ----- ----- ----- -----	
All other program-related investments See instructions 3 NONE ----- ----- -----	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	144,636,572.
b	Average of monthly cash balances	1b	2,587,347.
c	Fair market value of all other assets (see instructions)	1c	15,678,887.
d	Total (add lines 1a, b, and c)	1d	162,902,806.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	162,902,806.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,443,542.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	160,459,264.
6	Minimum investment return. Enter 5% of line 5	6	8,022,963.

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	8,022,963.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	106,736.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	106,736.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,916,227.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,916,227.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,916,227.

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	11,788,820.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,788,820.
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	106,736.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,682,084.

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				7,916,227.
2. Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10, 20 09, 20 08				
3. Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 42,066.				
c From 2009 399,227.				
d From 2010 7,147,718.				
e From 2011 5,914,239.				
f Total of lines 3a through e	13,503,250.			
4. Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 11,788,820.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				7,916,227.
e Remaining amount distributed out of corpus	3,872,593.			
5. Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6. Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,375,843.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8. Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9. Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	17,375,843.			
10. Analysis of line 9				
a Excess from 2008 42,066.				
b Excess from 2009 399,227.				
c Excess from 2010 7,147,718.				
d Excess from 2011 5,914,239.				
e Excess from 2012 3,872,593.				

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

FRED EYCHANER

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

N/A

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 or e-mail of the person to whom applications should be addressed

ATCH 14

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

SEE STATEMENT 14

c Any submission deadlines

SEE STATEMENT 14

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

SEE STATEMENT 14

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 17				11,349,545.
Total			3a	11,349,545.
b Approved for future payment SEE STATEMENT 17				1,037,815.
Total			3b	1,037,815.

Form **990-PF** (2012)

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 (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	4,519,227.	
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	900004	-6,799.	01	557,388.	
8 Gain or (loss) from sales of assets other than inventory			18	4,177,108.	
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)		-6,799.		9,253,723.	
13 Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ORDINARY INCOME/LOSS FROM P-SHIP	29,675.	375.
RENTAL REAL ESTATE FROM P-SHIP	-8,078.	-8,282.
OTHER INCOME FROM P-SHIP	525,315.	525,312.
GUARANTEED PAYMENTS	3,677.	
TOTALS	<u>550,589.</u>	<u>517,405.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	49,300.			49,300.
TOTALS	<u>49,300.</u>			<u>49,300.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	3,450.	3,450.
TOTALS	<u>3,450.</u>	<u>3,450.</u>

ATTACHMENT 4FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PARTNERSHIP INTEREST EXPENSE	214,540.	213,217.
OTHER INVESTMENT INTEREST	35.	35.
TOTALS	<u>214,575.</u>	<u>213,252.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FOREIGN TAXES	7,684.
TAXES PAID	31,696.
TOTALS	<u>39,380.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES	6,793.		6,793.
RENT EXPENSE	-910.		-910.
SUBSCRIPTIONS	1,205.		1,205.
TELEPHONE	2,375.		2,375.
INSURANCE	3,700.		3,700.
MEMBERSHIP EXPENSE	28,503.		28,503.
STAFF DEVELOPMENT EXPENSE	50.		50.
PORTFOLIO DEDUCTIONS - P-SHIP	243,135.	243,135.	
CHARITABLE CONTRIBS - P-SHIP	837.	837.	
OTHER DEDUCTIONS - P-SHIP	65,265.	55,215.	
FOREIGN TAXES	3,520.	3,495.	
BANK FEES	2,335.		2,335.
LICENSES & FEES	51.		51.
MISCELLANEOUS	1,499.		1,499.
TOTALS	<u>358,358.</u>	<u>302,682.</u>	<u>45,601.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ATTACHMENT 7</u>	
		<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. TREASURY NOTES	96,317,591.	89,390,621.	89,390,621.
US OBLIGATIONS TOTAL	<u>96,317,591.</u>	<u>89,390,621.</u>	<u>89,390,621.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD GROUP FUND	37,248,415.	45,826,983.	45,826,983.
MARKETABLE SECURITIES	4,328,015.	7,510,943.	7,510,943.
TOTALS	<u>41,576,430.</u>	<u>53,337,926.</u>	<u>53,337,926.</u>

ATTACHMENT 9FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
21ST CENTURY COMM PTNRS LP	11,510.	12,683.	12,683.
FORWARD TRUST	55,974.		
SANDLER CAPITAL PARTNERS IV	38,971.	25,921.	25,921.
SPROUT CAPITAL VIII, L.P.	146,920.	6,994.	6,994.
WHITEHALL STR. FUND XI	48,036.	85,980.	85,980.
WHITEHALL XIII PARALLEL	138,417.	130,380.	130,380.
ABRY IV	1,445,904.	655,584.	655,584.
SANDLER V	2,686,477.	2,763,183.	2,763,183.
SPROUT IX	290,926.	206,006.	206,006.
ABRY MEZZANINE PARTNERS	419,456.	257,107.	257,107.
SANDLER TECH PARTNERS SUB	24,097.	18,407.	18,407.
ABRY V	1,354,355.	1,007,660.	1,007,660.
ACT II PARTNERS, LP	2,381,177.	2,495,247.	2,495,247.
NEW LEAF VENTURES	596,828.	897,981.	897,981.
NEW LEAF VENTURES II	441,882.	627,054.	627,054.
ABRY SENIOR EQUITY II	973,613.	867,276.	867,276.
SHEFFIELD PARTNERS, LP	3,435,826.	3,858,489.	3,858,489.
ABRY VI	2,839,780.	2,031,643.	2,031,643.
QUADRANGLE CAPITAL PARTNERS	106,388.	83,420.	83,420.
QUADRANGLE ACCESS CAP PARTNERS	44,172.	37,415.	37,415.
QUADRANGLE OFFSHORE PARTNERS	32,174.	30,933.	30,933.
QUADRANGLE II	1,177,630.	537,917.	537,917.
QUADRANGLE AIV2	239,597.	46,176.	46,176.
QUADRANGLE II OFFSHORE	928,161.	713,244.	713,244.
QUADRANGLE II 2 AIV2	92,937.	273,511.	273,511.
ABRY SENIOR EQUITY III	1,748,466.	2,646,074.	2,646,074.
ABRY VII	628,283.	1,755,609.	1,755,609.
WHITEHALL STREET RE XII		-39,271.	-39,271.
TOTALS	<u>22,327,957.</u>	<u>22,032,623.</u>	<u>22,032,623.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED U.S. INTEREST	786,416.	724,891.	724,891.
ACCRUED TAXES	35,796.		
TOTALS	<u>822,212.</u>	<u>724,891.</u>	<u>724,891.</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

CASH TO ACCRUAL ADJUSTMENT

4,932,313.

TOTAL

4,932,313.

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED LOSS

1,215,102.

TOTAL

1,215,102.

ALPHAWOOD FOUNDATION

36-3805338

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

FRED EYCHANER 1645 W. FULLERTON CHICAGO, IL 60614	PRESIDENT/TREASURER/DIRECTOR 1.00	0	0	0
DON HILLIKER 1645 W. FULLERTON CHICAGO, IL 60614	SECRETARY/DIRECTOR 1.00	0	0	0
BARBARA RICHARDSON 1645 W. FULLERTON CHICAGO, IL 60614	DIRECTOR 1.00	0	0	0
CHARLES GROSS 1645 W. FULLERTON CHICAGO, IL 60614	ASSISTANT SECRETARY 1.00	0	0	0
TOM YODER 1645 W. FULLERTON CHICAGO, IL 60614	DIRECTOR 1.00	0	0	0

GRAND TOTALS

ALPHAWOOD FOUNDATION CHICAGO

PROPOSAL SUBMISSION GUIDELINES – GENERAL

Alphawood Foundation Chicago is committed to fairness, equity, diversity, citizen engagement, a healthy natural environment, cultural enrichment and vibrant communities.

The Foundation *does not* provide grants to individuals; scholarships; film, television or radio production; underwriting or tables for special events; programs; special projects; religious or fraternal purposes; or political campaigns.

Proposals from organizations not currently funded by the Alphawood Foundation are accepted by invitation only. Prospective new applicants for funding must demonstrate a very strong match between their work and the Foundation's priorities and guidelines. Only a limited number of awards will be given to new grantees each year.

Application Process/Submission

Please submit the following materials as part of your proposal package:

1. A 3-5 page narrative describing the organization's mission, purpose, activities, operations and impact. Please be sure to also include:
 - a) A statement of 30 words or less summarizing your organization's value to the community.
 - b) Program information that describes your organization's current activities and specific plans for the coming year including:
 - The scope and impact of your programs and activities
 - Discussion about your audience and/or target population
 - An overview of your current strategic and/or work plan
 - c) Information on other notable recognitions and/or past success.
 - d) Operations:
 - Administration – information regarding staff, structure and responsibilities
 - Governance – discuss Board member responsibilities/requirements of service; Board activities and priorities; committee structure, Board policies and contribution requirements
 - Evaluation – how does the organization assess its effectiveness and impact
 - Other information regarding strategic and/or work plan goals and objectives.

P.O. BOX 146340
CHICAGO, ILLINOIS 60614-6340
TEL 773.477.8984
FAX 773.477.9019
EMAIL info@alphawoodfoundation.org

2. Financial Statements:
 - a) Most recent audit
 - b) If the audit is more than a year old, please also submit:
 - o an unaudited year-end income and expense statement and
 - o balance sheet for the most recently completed fiscal year
 - c) Current fiscal year operating (income and expense) budget. Be sure to include date range of fiscal year.
 - d) Current fiscal year-to-date income and expense statement
 - e) Projected operating budget for the fiscal year in which you seek support (if different than current year)
 - f) A listing of the organization's three highest salaries (with corresponding titles)
 - g) Most recent IRS Form 990
 - h) List of current funders (foundation, corporate and government)
3. For renewal grants, provide a 2-3 page narrative final report from the past grant period. Please include discussion on the past year's programs/activities, administration, finance, governance and other significant events including challenges and opportunities.
4. IRS 501(c)3 letter of determination
5. Board of Directors list (including affiliations)
6. Appropriate printed materials (such as annual report, newsletters, clippings and reviews) as available.
7. Contact information including contact name(s), title(s), address, telephone, email and fax.

Deadline:

We must receive your proposal **by email** no later than 5 p.m. on the given date:

March 1 for arts and arts education

August 1 for advocacy and architecture and preservation

November 15 for domestic violence intervention/prevention and general interest

Please email all required material to Kristin Hettich, Grants Management Assistant at khettich@alphawood.org.

If you would like to send additional information that cannot be emailed (brochures, pamphlets, reports, etc.), you can send it to our mailing address:

Alphawood Foundation Chicago

P.O. Box 146340

Chicago, IL 60614-6340

Please mark the envelope "Supplemental Proposal Information" so we can make sure to attach it to your proposal.

Contact Agnes Meneses, Program Officer, for questions or if you need further clarification at (773) 477-8984 or info@alphawoodfoundation.org.

Alphawood Foundation

EIN: 36-3805338

February 29, 2013

Form 990-PF, Part I, Line 19 & Part II, Line 14

Cost Basis

<u>Description</u>	<u>Beginning Cost Basis</u>	<u>Additions</u>	<u>Disposals</u>	<u>Ending Cost Basis</u>
Furniture & Computers	16,418	2,856	4,241	15,033
Totals	<u>16,418</u>	<u>2,856</u>	<u>4,241</u>	<u>15,033</u>

Accumulated Depreciation

<u>Description</u>	<u>Beginning Cost Basis</u>	<u>Additions</u>	<u>Disposals</u>	<u>Ending Cost Basis</u>
Furniture & Computers	15,332	1,009	4,241	12,100
Totals	<u>15,332</u>	<u>1,009</u>	<u>4,241</u>	<u>12,100</u>

Net Book Value	<u>2,933</u>
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FEIN: 36-3805338

Alphawood Foundation
Schedule of Realized Gains/Losses - Tax Basis
Fiscal year March 1, 2012 through February 28, 2013

(a) Qty. shares / Face value	(a) Security	(b) P = purch D = donate	(c) Date acquired	(d) Date sold	(e) Proceeds	(g) Cost/Tax basis	(h) Short-term Gain (Loss)	(h) Long-term Gain (Loss)	Section 1231 Gains	Section 1250 Gain Reclass
10,000	IShares Japan (EWJ)	D	8/10/1999	2/25/2013	101,195.98	127,905.00	(26,709.02)			
20,000	IShares Japan (EWJ)	D	9/2/1999	2/25/2013	202,391.95	275,417.50	(73,025.55)			
20,000	10,000 shares DPMILF sold 1/11/2013	D	12/31/2012	1/11/2013	177,898.95	26,829.79	151,069.16			
30,000	30,000 shares DPMILF sold 1/15/2013	D	12/31/2012	1/11/2013	269,753.63	40,244.68	229,508.95			
1,000	1,000 shares DJCO sold 1/15/2013	D	12/31/2012	1/15/2013	100,092.50	31,187.50	68,905.00			
303	303 shares of DJCO sold 1/16/2013	D	12/31/2012	1/15/2013	30,324.37	9,449.81	20,874.56			
30,000	30,000 shares DPMILF sold 1/16/2013	D	12/31/2012	1/16/2013	270,635.54	40,244.68	230,390.86			
1	1 share DJCO sold 1/17/2013	D	12/31/2012	1/16/2013	68.56	31.19	37.37			
85	85 shares of DJCO sold 1/18/2013	D	12/31/2012	1/17/2012	8,437.06	2,650.94	5,786.12			
60,000	30,000 shares DPMILF sold 1/18/2013	D	12/31/2012	1/18/2013	532,787.63	80,489.36	452,298.27			
50,000	50,000 shares DPMILF sold 2/6/2013	D	12/31/2012	1/18/2013	437,493.27	67,074.47	370,418.80			
22,000	22,000 shares DPMILF sold 2/25/2013	D	12/31/2012	2/6/2013	161,516.53	29,512.77	132,003.76			
611	611 shares of DJCO sold 2/27/2013	D	12/31/2012	2/25/2013	61,098.87	19,055.56	42,043.31			
2,624	ISTA Pharmaceuticals Inc (ISTA)	P	11/19/2002	3/6/2012	21,366.84	9,974.61		11,392.23		
1,764	ISTA Pharmaceuticals Inc (ISTA)	P	11/19/2002	3/21/2012	14,404.14	6,704.61		7,699.53		
\$ 500,000	\$500k sold on \$5.0M 4.000% note due 11/15/12	P	11/16/2007	10/5/2013	509,786.03	508,148.72		1,637.31		
\$ 1,300,000	\$1.3M sold on \$5.0M 4.000% note due 11/15/12	P	11/16/2007	10/16/2013	1,325,355.30	1,329,863.18		(4,507.88)		
SUB-TOTAL	Marketable securities and treasury notes				4,224,607.15	2,604,784.37	1,603,601.60	16,221.19		

SUB-TOTAL Marketable securities and treasury notes

	Proceeds	Cost/Tax basis	Short-term Gain (Loss)	Long-term Gain (Loss)	Section 1231 Gains	Section 1250 Gain Reclass
Partnerships						
Σ K-1's						
Σ K-1's				4,302,946.00	(42,468.00)	
Σ K-1's				(100,320.00)	43,536.00	
Σ K-1's						
Σ K-1's			60,288.00			
Less. Excluded UBI from Partnerships						
SUB-TOTAL	Partnerships					
			60,288.00	4,202,626.00	1,068.00	

TOTAL Per Part IV, Capital Gains and Losses for Tax on Investment Income
5,883,805

FEIN 36 3805338

AlphaWood Foundation
Grants and Contributions paid during the year
Fiscal Year March 1, 2012 through February 28, 2013

Recipient Name	Address 1	Address 2	City	State / Province	Postal Code	IL record(s) in individual relationship	Foundation status of Recipient	Category	Purpose of grant or contribution	Grant Amount
AlphaWood Foundation										
Grants per AlphaWood Foundation										
Art Institute of Chicago	111 S. Michigan		Chicago	IL	60603	N/A	501(3) public charity	ARTS	campus planning project	557,330
National Trust for Historic Preservation	1785 Massachusetts Ave, NW		Washington	DC	20036	N/A	501(3) public charity	ARCH PRES	save Prentice efforts	381,025
University of New Mexico Foundation	Two Woodward Center, 700 Lomas Blvd NE		Albuquerque	NM	87102-2520	N/A	501(3) public charity	ARCHAEOLOGY	for Ubenka archeological project	134,778
AMDS Foundation of Chicago	200 W. Jackson	Suite 2200	Chicago	IL	60606-6954	N/A	501(3) public charity	HIV/AIDS	general operations	300,000
Chicago House and Social Service Agency Inc.	1935 N. Chyourn		Chicago	IL	60614-	N/A	501(3) public charity	HIV/AIDS	Transilla Center	150,000
Vanderbilt University	2301 Vanderbilt Place	P O Box 35059 8	Nashville	TN	37235-0002	N/A	501(3) public charity	ARCHAEOLOGY	Cancun Regional Archeological Project	88,970
Jeffrey Bailey of Chicago	10 E Randolph		Chicago	IL	60601	N/A	501(3) public charity	ARTS	spring 2012 Gala sponsorship	250,000
Pennsylvania State University	Department of Entomology	501 Agr. Sci and Ind Bldg	University Park	PA	16802-	N/A	501(3) public charity	GEN INT	ALB Research	217,675
Trent University	1500 W. Bank Drive		Peterborough	ON	K9J 7B8	N/A	501(3) public charity	ARCHAEOLOGY	lanone project	71,982
LAF (la Legal Assistance Foundation of Metropolitan Chicago	120 S. LaSalle	Suite 900	Chicago	IL	60603-3425	N/A	501(3) public charity	GEN INT	general operations	200,000
University of Arizona	P O Box 3308		Tucson	AZ	85722-3308	N/A	501(3) public charity	ARCHAEOLOGY	Cebal/Tridain/homate project	60,000
Society for American Archeology	900 Second Street, NE, #12		Washington	DC	20002-3560	N/A	501(3) public charity	ARCHAEOLOGY	for Barbara Arroyo's project in Naranjo Guatemala	90,830
Center on Halstead	3656 N. Halsted		Chicago	IL	60613-	N/A	501(3) public charity	GEN INT	general operations	150,000
University of Louisiana Lafayette's Foundation	705 E. St. Mary Blvd		Lafayette	LA	70504	N/A	501(3) public charity	ARCHAEOLOGY	Dr. Brent Woodfill Nuevo Cerros, Guatemala project	138,300
Ghe24da	340 Pine Street	Suite 501	San Francisco	CA	94104	N/A	501(3) public charity	HIV/AIDS	advised grant for Access Quality International	127,400
National Immigrant Justice Center	208 S. LaSalle Street	Suite 1818	Chicago	IL	60604	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	125,000
Planned Parenthood of Illinois	18 S. Michigan	6th Floor	Chicago	IL	60603-	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	125,000
Young Women's Leadership Charter School of Chicago	2641 S. Calumet Avenue		Chicago	IL	60616-2901	N/A	501(3) public charity	GEN INT	general operations	100,000
Regents of the University of CA, The	5200 N. Lake Road, Rt. 222		Merced	CA	95343 5705	N/A	501(3) public charity	ARCHAEOLOGY	for Holly Moyes Las Cuevas/Chiquibul Reserve, Belize	100,000
Victory Gardens Theater	2433 N. Lincoln Avenue		Chicago	IL	60614-	N/A	501(3) public charity	ARTS	general operations	100,000
Center for Tax and Budget Accountability	70 E. Lake Street	Suite 1700	Chicago	IL	60601-	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	100,000
Environmental Law and Policy Center of the Midwest	35 E. Wacker Drive	Suite 1600	Chicago	IL	60675-	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	100,000
Midwest High Speed Rail Association	4765 N. Lincoln Avenue		Chicago	IL	60624-	N/A	501(3) public charity	ARCH PRES	for restoration work	100,000
Garfield Park Conservatory Alliance	300 N. Central Park Avenue		Chicago	IL	60640-	N/A	501(3) public charity	HIV/AIDS	general operations	100,000
Test Positive Aware Network	5537 N. Broadway		Chicago	IL	60640-	N/A	501(3) public charity	ARCHAEOLOGY	for Pechlun Project/Belize	91,404
Kennesaw State University	1000 Chestnut Road, MD 2201, SO Bldg. Rm 4075		Kennesaw	GA	30144	N/A	501(3) public charity	GEN INT	ALB research/general operating	90,287
Cornell University College of Arts and Life Science	Dept. of Entomology, College of Agr. and Life Sci.	Comstock Hall	Ithaca	NY	14853-0901	N/A	501(3) public charity	ARTS	general operations	75,000
Lookingglass Theatre Company	875 N. Michigan Avenue	Suite 2200	Chicago	IL	60611-	N/A	501(3) public charity	ADVOACACY	general operations for advocacy activities	75,000
Better Government Association	223 W. Jackson	Suite 900	Chicago	IL	60606-	N/A	501(3) public charity	ADVOACACY	Midwest Region office	75,000
Lambda Legal Defense and Education Fund - Midwest Region	105 W. Adams	26th Floor	Chicago	IL	60603-	N/A	501(3) public charity	GEN INT	general campaign exclude Boy Scouts	75,000
Lake Area United Way	The Colby Building	221 West Ridge Road	Griffith	IN	46319-1097	N/A	501(3) public charity	GEN INT	general operations	75,000
North Landville College Preparatory Charter High School	P O Box 23400		Chicago	IL	60623-0400	N/A	501(3) public charity	ARCHAEOLOGY	for Caracol Archeological Project, Belize	35,090
University of Central Florida Research Foundation/Dept. of Anthropology	724 Bear Creek Circle		Winter Springs	FL	32708	N/A	501(3) public charity	GEN INT	ALB Research	70,625
University of Illinois at Urbana-Champaign	Dept. of Entomology - 320 Morrill Hall	505 South Goodwin	Urbana	IL	61801-	N/A	501(3) public charity	ARTS	general operations	70,000
Arts & Business Council of Chicago	70 East Lake Street	Suite 500	Chicago	IL	60601 5907	N/A	501(3) public charity	GEN INT	ALB Research	61,407
Research Foundation of State Univ. of New York	State University of New York (SUNY)	College of Env. Sci and Forestry	Syracuse	NY	13210-	N/A	501(3) public charity	ARTS	general operations	60,000
Old Town School	4544 N. Lincoln Avenue		Chicago	IL	60615-	N/A	501(3) public charity	ARTS	general operations	60,000
River North Dance Company	The Ruth Page Dance Center	1018 N. Dearborn	Chicago	IL	60610-	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	60,000
Health and Medicine Policy Research Group	29 E. Madison Street	Suite 602	Chicago	IL	60640-	N/A	501(3) public charity	ARCH PRES	general operations	60,000
Preservation Chicago	4410 N. Ravenswood		Chicago	IL	60640-	N/A	501(3) public charity	ARTS	general operations	50,000
About Face Theatre	1222 West Wilson Avenue	2nd Floor	Chicago	IL	60601-	N/A	501(3) public charity	ARTS	general operations	50,000
Art Institute of Chicago/Gene Skakel Film Center	164 N. State Street		Chicago	IL	60605-	N/A	501(3) public charity	ARTS	general operations	50,000
Columbia College/Dance Center of Columbia College	1306 S. Michigan Avenue		Chicago	IL	60605-	N/A	501(3) public charity	ARTS	general operations	50,000
Dona, Inc./Doug Varone and Dancers	760 W. Broadway	Suite 4	New York	NY	10013-	N/A	501(3) public charity	ARTS	general operations	50,000
Gilbury Institute/Silk Road Rising	680 S. Federal Street	Suite 301	Chicago	IL	60605-	N/A	501(3) public charity	ARTS	general operations	50,000
Joyce Theater Foundation	175 Eighth Avenue		Chicago	IL	60611-2604	N/A	501(3) public charity	ARTS	general operations for MCA Stage	50,000
Museum of Contemporary Art	220 E. Chicago Avenue		Chicago	IL	60601-	N/A	501(3) public charity	ARTS	general operations for gallery37	50,000
After School Matters, Inc.	66 E. Randolph		Chicago	IL	60616-	N/A	501(3) public charity	ARTS ED	general operations	50,000
Chicago High School for the Arts	521 E. 35th Street		Chicago	IL	60614-	N/A	501(3) public charity	ARTS ED	for arts education programming	50,000
Facets Multi-Media, Inc	1517 W. Fullerton Avenue		Chicago	IL	60614-	N/A	501(3) public charity	ARTS ED	for Steppenwolf for Young Audiences	50,000
Steppenwolf Theatre Company	100 N. LaSalle Street	Suite 600	Chicago	IL	60602-	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	50,000
Chicago Lawyers' Committee for Civil Rights Under Law	411 S. Wells Street	Suite 900	Chicago	IL	60607-	N/A	501(3) public charity	ADVOACACY	general operations for your advocacy activities	50,000
Friends of the Chicago River	70 E. Lake Street	Suite 700	Chicago	IL	60601-	N/A	501(3) public charity	ARCH PRES	general operations	50,000
Life Span	53 W. Jackson	Suite 1315	Chicago	IL	60604-	N/A	501(3) public charity	ARCH PRES	general operations	50,000
Landmarks Illinois	c/o AIDS Foundation of Chicago	200 W. Jackson, Suite 2200	Chicago	IL	60606-	N/A	501(3) public charity	HIV/AIDS	Dance for Life 2013	50,000
Dance for Life (fiscal agent AIDS Foundation of Chicago)	675 Emerson Street	Suite 200	Palo Alto	CA	94301-	N/A	501(3) public charity	GEN INT	for Bantay Chhmar in honor of Dr. Peter Sharrock	50,000
Global Heritage Fund	70 E. Lake Street	Suite 226	Chicago	IL	60601-	N/A	501(3) public charity	ARTS	general operations for Film Festival	40,000
Chicago Sinfonietta	220 S. Michigan Avenue		Chicago	IL	60604	N/A	501(3) public charity	ARTS	general operations for the Civic	40,000

Grant Park Orchestral Association/Grant Park Music Festival Units Hall	205 E Randolph Drive	Chicago	IL	60601-	N/A	501(c)(3) public charity	ARTS	general operations	40,000
Luna Negra Dance Theater	3435 N. Sheffield	Chicago	IL	60657-	N/A	501(c)(3) public charity	ARTS	general operations	40,000
Alliance for the Great Lakes	17 N. State Street	Chicago	IL	60602-	N/A	501(c)(3) public charity	ADVO	general operations	40,000
Friends of the Parks	17 N. State Street	Chicago	IL	60602-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy efforts	40,000
Women Shelter Service	65 E. Wacker Place	Chicago	IL	60601-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	40,000
Family Shelter Service	605 E. Roosevelt Road	Wheaton	IL	60601-	N/A	501(c)(3) public charity	ADVO	general operations	40,000
Garfield Park Conservatory Alliance	300 N. Central Park Avenue	Chicago	IL	60624	N/A	501(c)(3) public charity	GEN INT	general operations	40,000
Save the Dunes Conservation Fund (Iba Save the Dunes)	444 Barker Road	Michigan City	IN	46360-	N/A	501(c)(3) public charity	GEN INT	general operations	40,000
Court Theatre Fund	5535 S. Ellis Avenue	Chicago	IL	60642-	N/A	501(c)(3) public charity	ARTS	general operations	35,000
INTUIT: The Center for Intuitive and Outsider Art	5400 N. St. Louis Avenue	Chicago	IL	60635-	N/A	501(c)(3) public charity	ARTS	for Andrew Painter's program on VPMAT	35,000
Window to the World Communications Inc	301 N. Washington Street	Naperville	IL	60540-	N/A	501(c)(3) public charity	ARTS ED	general operations	35,000
DuPage Children's Museum	One East Wacker Drive	Chicago	IL	60601-3583	N/A	501(c)(3) public charity	ADVO	general operations support for your advocacy activities	35,000
Chicago Foundation for Women	3712 N. Broadway	Chicago	IL	60657-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	35,000
Equality Illinois Education Project	55 E. Jackson Blvd	Chicago	IL	60604-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	35,000
Illinois Coalition for Immigrant and Refugee Rights	25 E. Washington Street	Chicago	IL	60602-1708	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	35,000
Openlands	2102 Howe Road	Chesham	IN	46304-0871	N/A	501(c)(3) public charity	GEN INT	general operations	35,000
Indiana Dunes Environmental Learning Center	7200 S. Cornell Ave	Washington	DC	20037-	N/A	501(c)(3) public charity	GEN INT	general operations	35,000
National Lesbian & Gay Journalists Association	1279 N. Milwaukee Avenue	Chicago	IL	60604-	N/A	501(c)(3) public charity	GEN INT	general operation related to the Historic Greystone Initiative	35,000
Neighborhood Housing Services	1531 N. Wells Street	Chicago	IL	60610-	N/A	501(c)(3) public charity	ARTS	general operations	30,000
A Red Orchid Theatre	2831 W. Lawrence Avenue	Chicago	IL	60615-	N/A	501(c)(3) public charity	ARTS	Cambodian American Heritage Museum	30,000
Cambodian Association of Illinois	30 E. Adams	Chicago	IL	60603-5628	N/A	501(c)(3) public charity	ARTS	general operations for Film Festival	30,000
Chicago International Film Festival, Inc./Cinema Chicago	5020 S. Cornell Ave	Chicago	IL	60615-	N/A	501(c)(3) public charity	ARTS	general operations	30,000
Hyde Park Art Center	111 N. Wabash	Chicago	IL	60602-	N/A	501(c)(3) public charity	ARTS	general operations	30,000
Music of the Baroque	70 E. Lake Street	Chicago	IL	60601-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	30,000
Chicago Coalition for the Homeless	2444 W. 16th Street	Chicago	IL	60608-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	30,000
Chicago Women in Trades	53 W. Jackson Boulevard	Chicago	IL	60604-3552	N/A	501(c)(3) public charity	ADVO	general operations support for your advocacy activities	30,000
Coalition of United English Speaking Elderly	70 E. Lake Street	Chicago	IL	60601-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	30,000
Illinois Safe Schools Alliance	1 E. Wacker Drive	Chicago	IL	60601-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	30,000
Chicago Metropolitan Battered Women's Network	P.O. Box 17528	Chicago	IL	60617-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	30,000
Family Rescue	P.O. Box 59133	Chicago	IL	60659-	N/A	501(c)(3) public charity	ARCH PRES	general operations	30,000
Korean American Women in Need	1800 South Prairie Avenue	Chicago	IL	60601-	N/A	501(c)(3) public charity	GEN INT	general operations	30,000
Glesner House Museum	1820 N. Michigan Avenue	Chicago	IL	60601-	N/A	501(c)(3) public charity	GEN INT	general operations	30,000
Rape Victim Advocates	1828 Old Naperville Road	Naperville	IL	60563-	N/A	501(c)(3) public charity	GEN INT	general operations	30,000
Youth Outlook	111 John Street	New York	NY	10038-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Dance Notation Bureau, Inc.	740 East 56th Place	Chicago	IL	60637-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
DuSable Museum of African American History	1509 S. Michigan Avenue	Chicago	IL	60605-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Gus Giordano Jazz Dance Chicago (Iba Giordano Dance Chicago)	P.O. Box 578542	Chicago	IL	60657-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Hypocrites (The)	5965 N. Clark Street	Chicago	IL	60660-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Joel Hall Dancers and Center	6912 N. Glenwood Avenue	Chicago	IL	60676-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Lifeline Productions, Inc./Lifeline Theatre	6525 N. Sheridan Road	Chicago	IL	60676-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Lira Ensemble	7127 S. Ellis Avenue	Chicago	IL	60619-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Muntu Dance Theatre of Chicago	1852 West 19th Street	Chicago	IL	60608-2706	N/A	501(c)(3) public charity	ARTS	general operations	25,000
National Museum of Mexican Art	5153 N. Ashland	Chicago	IL	60640-2831	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Neo-Futurists	1040 Ridge Road	Munster	IN	46321-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Northwest Indiana Symphony Society	1438 W. Kinzie Street	Chicago	IL	60622-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Redmoon Theater	1040 Ridge Road	Munster	IN	46321-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
South Shore Arts Inc (Iba Northern Indiana Arts Association)	615 W. Wellington Avenue	Chicago	IL	60657-	N/A	501(c)(3) public charity	ARTS	general operations	25,000
Timeline Theatre Company	P.O. Box 257995	Chicago	IL	60625	N/A	501(c)(3) public charity	ARTS ED	general operations	25,000
Albany Park Theater Project	38 S. Peoria Street	Chicago	IL	60607-	N/A	501(c)(3) public charity	ARTS ED	general operations	25,000
Merit School of Music	931 West Eastwood	Chicago	IL	60640-	N/A	501(c)(3) public charity	ARTS ED	general operations	25,000
People's Music School	115 W. Chicago Avenue	Chicago	IL	60654-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	25,000
Access Living of Metropolitan Chicago	4753 N. Broadway	Chicago	IL	60640-	N/A	501(c)(3) public charity	ADVO	general operations support for your advocacy activities	25,000
Asian American Institute	200 E. Russell St	Hammond	IN	46320-	N/A	501(c)(3) public charity	ADVO	20,000 for general operations and 5000 for capacity building	25,000
Calumet Project	541 S. Dearborn	Chicago	IL	60605-3500	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	25,000
Friends of the Forest Preserves	Suite 400	Chicago	IL	60606-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	25,000
Health and Disability Advocates	Suite 510	Chicago	IL	60603-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	25,000
Housing Action Illinois	Suite 1601	Chicago	IL	60654-	N/A	501(c)(3) public charity	ADVO	general operations for your advocacy activities	25,000
Illinois Campaign for Political Reform	Suite 706	Zion	IL	60099-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
A Safe Place	2710 17th Street	Chicago	IL	60613-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
Apna Ghar	4350 N. Broadway	Chicago	IL	60660-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
Between Friends	P.O. Box 609548	Chicago	IL	60651-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
Connections for Abused Women and Their Children	1116 W. Kedzie	Chicago	IL	60607-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
Domestic Violence Legal Clinic	555 W. Harrison	Hammond	IN	46325-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
Haven House, Inc	P.O. Box 508	Chicago	IL	60608-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations for your domestic violence program	25,000
Mujeres Latinas en Accion/Latin Women in Action	1823 W. 17th Street	Chicago	IL	60430-	N/A	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	25,000
South Suburban Family Shelter	P.O. Box 937	Homewood	IL	60605-	N/A	501(c)(3) public charity	GEN INT	general operations	25,000
Community Media Workshop	600 S. Michigan Avenue	Chicago	IL	60644-	N/A	501(c)(3) public charity	GEN INT	capacity building	25,000
First Defense Legal Aid	5100 W. Harrison	Chicago	IL	60187-	N/A	501(c)(3) public charity	GEN INT	general operations	25,000
People's Resource Center	201 S. Naperville Road	Wheaton	IL		N/A	501(c)(3) public charity	GEN INT	general operations	25,000

Arti Alliance Illinois	203 N Wabash	Suite 1920	Chicago	IL	60601-	501(c)(3) public charity	ARTS	general operations	20,000
Blair Thomas & Company	3200 W. Carroll		Chicago	IL	60624-	501(c)(3) public charity	ARTS	general operations	20,000
Chicago Chamber Musicians	Two Prudential Plaza	180 N. Stetson Ave., Suite 1330	Chicago	IL	60601-6821	501(c)(3) public charity	ARTS	general operations	20,000
Chicago Moving Companies (TMC)	Hamlin Park Fieldhouse	3035 N. Hoyne	Chicago	IL	60618-	501(c)(3) public charity	ARTS	general operations	20,000
Chicago Public Art Group	600 W. Cermak Road	#38	Chicago	IL	60616-	501(c)(3) public charity	ARTS	general operations	20,000
City Lit Theatre Company	1020 W. Bryn Mawr Avenue		Chicago	IL	60660-	501(c)(3) public charity	ARTS	general operations	20,000
City Creative Arts Foundation	7558 S. South Chicago Avenue		Chicago	IL	60619-2644	501(c)(3) public charity	ARTS	general operations	20,000
Jazz Institute of Chicago	410 S. Michigan Avenue	Suite 500	Chicago	IL	60605-	501(c)(3) public charity	ARTS	general operations	20,000
Raven Theatre Company	6157 N. Clark Street	Room 418	Chicago	IL	60660-	501(c)(3) public charity	ARTS	general operations	20,000
Realitance Society at the University of Chicago	5811 S. Ellis Avenue		Chicago	IL	60637	501(c)(3) public charity	ARTS	general operations	20,000
Strawdog Theatre Company	3829 N. Broadway		Chicago	IL	60613	501(c)(3) public charity	ARTS	general operations	20,000
Barrel of Monkeys	4432 N. Ravenswood	Suite 210	Chicago	IL	60640-	501(c)(3) public charity	ARTS ED	general operations	20,000
Chicago Academy for the Arts	1010 West Chicago Avenue		Chicago	IL	60622-5414	501(c)(3) public charity	ARTS ED	general operations	20,000
Chicago Youth Symphony Orchestra	410 South Michigan Avenue	Suite 833	Chicago	IL	60605-	501(c)(3) public charity	ARTS ED	general operations	20,000
Active Transportation Alliance	9 W. Hubbard Street	Suite 402	Chicago	IL	60654-6545	501(c)(3) public charity	ADVOCACY	general operations for advocacy activities	20,000
Center for Neighborhood Technology	2125 W. North Avenue		Chicago	IL	60647-5415	501(c)(3) public charity	ADVOCACY	general operations for your advocacy activities	20,000
Chicago Legal Advocacy for Incarcerated Mothers	70 E. Lake Street	Suite 1120	Chicago	IL	60601-5950	501(c)(3) public charity	ADVOCACY	general operations support for your advocacy activities	20,000
Illinois Hunger Coalition	205 W. Monroe	3rd Floor	Chicago	IL	60606-5013	501(c)(3) public charity	ADVOCACY	general operations for your advocacy activities	20,000
Illinois Maternal & Child Health Coalition	1256 W. Chicago Avenue		Chicago	IL	60622-	501(c)(3) public charity	ADVOCACY	general operations support for your advocacy activities	20,000
Lathrop Policy Forum	180 N. Michigan Avenue	Suite 1250	Chicago	IL	60601	501(c)(3) public charity	ADVOCACY	general operations for your advocacy activities	20,000
North Lakeside Employment Network	3726 W. Flournoy		Chicago	IL	60624-	501(c)(3) public charity	ADVOCACY	general operations for your advocacy activities	20,000
Caring Place Incorporated	3107 Cascade Drive		Velozario	IN	46383-9123	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations	20,000
Rainbow House	4149 W. 76th Street		Chicago	IL	60623-	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations for your domestic violence program	20,000
YWCA Evanston/North Shore	1215 Church Street		Evanston	IL	60201-	501(c)(3) public charity	DOMESTIC VIOLENCE	general operations for your domestic violence program	20,000
Indiana Landmarks	608 E. 3rd Street		Hobart	IN	46342-	501(c)(3) public charity	ARCH PRES	general operations restricted for Northwest Indiana Office	20,000
Affinity Community Services	P.O. Box 377948		Chicago	IL	60637-7948	501(c)(3) public charity	GEN INT	general operations	20,000
Asian Improv Arts Midwest	C/O JASC	4427 N. Clark Street	Chicago	IL	60640-	501(c)(3) public charity	ARTS	general operations	15,000
Chicago Artists' Coalition	217 N. Carpenter Street		Chicago	IL	60607-	501(c)(3) public charity	ARTS	general operations	15,000
Chicago Dance Crash	4441 N. Campbell Avenue	#2	Chicago	IL	60625-	501(c)(3) public charity	ARTS	general operations	15,000
Kabirpriya Foundation Center for Indian Performing Art Inc.	410 S. Michigan Avenue	Suite 466	Chicago	IL	60605-	501(c)(3) public charity	ARTS	general operations	15,000
Lawyers for the Creative Arts	213 West Institute Place	Suite 403	Chicago	IL	60610-3194	501(c)(3) public charity	ARTS	general operations	15,000
League of Chicago Theaters Foundation	17 N. Wabash	Suite 520	Riverside	IL	60602-	501(c)(3) public charity	ARTS	general operations	15,000
Lucky Plush Productions	301 Olmsted Road		Chicago	IL	60546-	501(c)(3) public charity	ARTS	general operations	15,000
Maya Dance Theatre	410 S. Michigan Avenue	Suite 725	Chicago	IL	60605	501(c)(3) public charity	ARTS	general operations	15,000
Next Theatre Company	927 Hayes Street		Evanston	IL	60201-	501(c)(3) public charity	ARTS	general operations	15,000
Teatro Vista - Theater with a View	3712 N. Broadway	Suite 275	Chicago	IL	60613	501(c)(3) public charity	ARTS	general operations	15,000
Theater Ooblick	6518 N. Rockwell		Chicago	IL	60645-	501(c)(3) public charity	ARTS	general operations	15,000
Zephyr Dance Ensemble	1627 N. Oakley		Chicago	IL	60647-	501(c)(3) public charity	ARTS	general operations	15,000
Art Resources in Teaching	11 E. Adams	Suite 1600	Chicago	IL	60603	501(c)(3) public charity	ARTS ED	general operations	15,000
Chicago Children's Choir	78 East Washington		Chicago	IL	60602	501(c)(3) public charity	ARTS ED	general operations	15,000
Friends of Emerson Visual and Performing Arts School, Inc.	210 N. Grand Blvd		Gary	IN	46403-	501(c)(3) public charity	ARTS ED	general operations	15,000
Stonycrichton Theatre (The Music Theatre Workshop)	P.O. Box 3674		Chicago	IL	60654-	501(c)(3) public charity	ARTS ED	general operations	15,000
Street Level Youth Media	1637 N. Ashland Avenue		Chicago	IL	60622-	501(c)(3) public charity	ARTS ED	general operations	15,000
Young Chicago Authors	1180 N. Milwaukee	2nd Floor	Chicago	IL	60621-	501(c)(3) public charity	ARTS ED	general operations	15,000
Juvenile Justice Initiative	518 Davis Street	Suite 211	Evanston	IL	60201-	501(c)(3) public charity	ARTS	general operations for DREAMER initiative	15,000
National Immigrant Justice Center	208 S. LaSalle Street	Suite 1818	Chicago	IL	60604	501(c)(3) public charity	ARTS	for Andrew Patner's coverage of CSO tour of Asia	13,000
Window to the World Communications Inc.	5400 N. St. Louis Avenue	Unit 1F	Chicago	IL	60625	501(c)(3) public charity	ARTS	general operations	12,500
Breastbone Dance Co. (Idea Bone Dance Excavation)	3258 N. Damen Avenue	Suite 1206	Chicago	IL	60618-	501(c)(3) public charity	ARTS	general operations	12,500
International Music Foundation, Inc.	30 E. Adams	#2C	Chicago	IL	60607-	501(c)(3) public charity	ARTS	general operations	12,500
ThreeWalls	119 N. Peoria		Chicago	IL	6037-5910	501(c)(3) public charity	ARTS ED	general operations	12,500
Alma - Young Singers of Greater Chicago	799 Roosevelt Road	Building 6, Suite 100	Glen Ellyn	IL	60622-	501(c)(3) public charity	ARTS ED	general operations	12,500
Free Street Programs Inc	1419 W. Blackhawk		Chicago	IL	60640-	501(c)(3) public charity	ARTS ED	general operations	12,500
Kuumba Lync	4702 N. Beacon		Chicago	IL	60640-	501(c)(3) public charity	ARTS ED	general operations	12,500
Pro Arts Studio	P.O. Box 08191		Chicago	IL	60608	501(c)(3) public charity	ARTS ED	general operations	12,500
Curious Theatre Branch	3502-04 N. Elston		Chicago	IL	60618-	501(c)(3) public charity	ARTS	general operations	12,500
Deciph Rooted Productions	17 N. State Street	19th Floor	Chicago	IL	60602-	501(c)(3) public charity	ARTS	general operations	12,500
Guild Complex	P.O. Box 478880		Chicago	IL	60647-9998	501(c)(3) public charity	ARTS	general operations	12,500
Mary Arriche Theatre Company	7548 N. Bell	#1	Chicago	IL	60645	501(c)(3) public charity	ARTS	general operations	10,000
Neighborhood Writing Alliance	1313 E. 60th Street		Chicago	IL	60637-	501(c)(3) public charity	ARTS	general operations	10,000
Rivendell Theatre Ensemble	5725 N. Ridge Avenue		Chicago	IL	60660-	501(c)(3) public charity	ARTS	general operations	10,000
Seldoms (The)	1010 W. Lake Street		Chicago	IL	60607-	501(c)(3) public charity	ARTS	general operations	10,000
South Side Community Art Center	3831 S. Michigan Avenue		Chicago	IL	60653-	501(c)(3) public charity	ARTS	general operations	10,000
arch-treasures Association	3339 W. Division		Evanston	IL	60651-	501(c)(3) public charity	ARTS ED	general operations	10,000
Literature for All of Us	2010 Dewey Avenue		Chicago	IL	60617-	501(c)(3) public charity	ARTS ED	general operations	10,000
South Chicago Art Center	3717 E. 91st Street		Chicago	IL	60602-4415	501(c)(3) public charity	ADVOCACY	general operations for your advocacy activities	10,000
Chicago Jobs Council	29 E. Madison		Chicago	IL	60654	501(c)(3) public charity	GEN INT	general operations	10,000
Public Interest Law Initiative	321 N. Clark Street	28th Floor	Chicago	IL	60601	501(c)(3) public charity	ARTS	spring 2012 Gala sponsorship	9,576
Joffrey Ballet of Chicago	10 E. Randolph		Chicago	IL	60621-	501(c)(3) public charity	ARTS ED	general operations	7,500
Cooperative Image Group	1337 N. Maplewood		Chicago	IL	60622-	501(c)(3) public charity	ARTS ED	one time special grant for capacity building	5,000
Cooperative Image Group	675 Commonwealth Avenue		Boston	MA	02215-	501(c)(3) public charity	ARTS ED	Holmud Project	87,400

Kennesaw State University University of Central Florida Research Foundation/Dept of Anthropology	1000 Chastain Road, MD 2203, SO Bldg, Rm 4075 724 Bear Creek Circle	Kennesaw Winter Springs	GA FL	30144 32708	N/A N/A	501c(3) public charity 501c(3) public charity	ARCHAEOLOGY ARCHAEOLOGY	for Pacblun Project/Belize Belize LIDAR Project	89,325 360,350 9,593,310
Prior year grants paid in the current year									
Franklin D Roosevelt Four Freedoms Park, University of Chicago Vanderbilt University AIDS Foundation of Chicago Abraham Lincoln Presidential Library Foundation Northwest Indiana Public Broadcasting Inc	147 West 35th Street 415 Maryland Avenue 2301 Vanderbilt Place P O Box 350059 B Suite 2200 200 W Jackson 500 E Madison Street Suite 200 8625 Indiana Place	New York Chicago Nashville Chicago Springfield Merrillville	NY IL TN IL IL IN	10001- 60637 37235-0002 60606-6954 62701- 46410-6189	N/A N/A N/A N/A N/A N/A	501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity	ARCH/PRES GEN INT ARCHAEOLOGY HIV/AIDS ARTS ARTS	Four Freedoms Park WUMER (Henson Sherer WUHAN project) Cancun archaology project Sponsorship for Q&A for Life - 2012 gen op - 2nd pynt. Of 3 y. pledge General operations	1,000,000 533,250 72,945 50,000 50,000 50,000 1,756,235
Form 990PF, Part XV, Line 3a									
Form 990PF, Part XV, Line 3a									
Grants approved for future payment									
Trent University Friends of Emerson Visual and Performing Arts School, Inc. Chicago House and Social Service Agency Inc University of Arizona University of Central Florida Research Foundation/Dept of Anthropology Vanderbilt University Society for American Archaeology University of New Mexico Foundation Regents of the University of CA, The AMA Chicago Foundation Chicago Children's Advocacy Center	1500 W Bank Drive 210 N Grand Blvd 1915 N Chabourn P O Box 3108 724 Bear Creek Circle 2301 Vanderbilt Place 900 Second Street, NE #12 Two Woodward Center 5200 N Lake Road 35 E Wacker Drive 1240 S Damen Avenue	Peterborough Gary Chicago Tucson Winter Springs Nashville Washington Albuquerque Merced Chicago Chicago	ON IN IL AZ FL TN DC NM CA IL IL	K91 788 46403- 60614 85722-3308 32708 37235-0002 20002-3560 87102-2520 95343-5705 60601- 60608-	N/A N/A N/A N/A N/A N/A N/A N/A N/A N/A N/A	501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity 501c(3) public charity	ARCHAEOLOGY ARTS ED HIV/AIDS ARCHAEOLOGY ARCHAEOLOGY ARCHAEOLOGY ARCHAEOLOGY GEN INT GEN INT	Imnone project general operations Translife Center Celbel/Trindan/Inomata project for Caracol Archaeological Project, Belize Cancun Regional Archeological Project for Barbara Arroyo's project in Marango Guatemala for Ubenika archeological project for Holley Moyer Las Cuevas/Chiquibul Reserve, Belize program expenses related to the AIA Guide to Chicago general operations	143,984 5,000 150,000 112,000 35,751 180,250 80,330 221,300 64,200 25,000 20,000 1,037,815
Form 990PF, Part XV, Line 3b									
Form 990PF, Part XV, Line 3b									