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

Department of the Treasury
 Internal Revenue Service

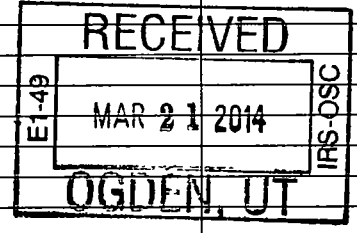
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For calendar year 2012 or tax year beginning **07/01, 2012, and ending 06/30, 2013**

Name of foundation THE WALDEN W. AND JEAN YOUNG SHAW FOUNDATION		A Employer identification number 36-6162196
Number and street (or P O box number if mail is not delivered to street address) 131 SOUTH DEARBORN ST, STE 2400	Room/suite	B Telephone number (see instructions) (312) 460-5644
City or town, state, and ZIP code CHICAGO, IL 60603		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,212,445.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
	<input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	30.	30.		
	4 Dividends and interest from securities	196,923.	196,923.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	268,105.			
	b Gross sales price for all assets on line 6a	2,529,312.			
	7 Capital gain net income (from Part IV, line 2)		268,105.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
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	465,058.	465,058.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	40,200.	20,100.		20,100.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 1	6,422.			6,422.
	b Accounting fees (attach schedule) ATCH 2	22,667.			22,667.
	c Other professional fees (attach schedule) *	54,033.	54,033.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,874.			8,874.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	4,065.			4,065.
	24 Total operating and administrative expenses	136,261.	74,133.		62,128.
	Add lines 13 through 23	496,450.			496,450.
25 Contributions, gifts, grants paid	632,711.	74,133.	0	558,578.	
26 Total expenses and disbursements. Add lines 24 and 25					
27 Subtract line 26 from line 12	-167,653.				
a Excess of revenue over expenses and disbursements			390,925.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					



SCANNED APR 14 2014

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	471,002.	239,236.	239,236.
	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			
	10	a Investments - U S and state government obligations (attach schedule)			
		b Investments - corporate stock (attach schedule) ATCH 5	2,682,219.	2,721,642.	2,721,642.
		c Investments - corporate bonds (attach schedule) ATCH 6	4,132,885.	2,760,341.	2,760,341.
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 7	1,015,199.	2,491,226.	2,491,226.	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe ATCH 8)	1,787.			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,303,092.	8,212,445.	8,212,445.	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	8,303,092.	8,212,445.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	8,303,092.	8,212,445.		
31	Total liabilities and net assets/fund balances (see instructions)	8,303,092.	8,212,445.		

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	8,303,092.
2	Enter amount from Part I, line 27a	2	-167,653.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	8,135,439.
5	Decreases not included in line 2 (itemize) ATCH 9	5	-77,006.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,212,445.

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	268,105.
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in }	3	51,211.

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	578,804.	8,361,663.	0.069221
2010	941,199.	9,009,861.	0.104463
2009	933,135.	9,275,375.	0.100603
2008	935,443.	9,399,258.	0.099523
2007	1,152,618.	10,752,762.	0.107193
2	Total of line 1, column (d)		0.481003
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		0.096201
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		8,310,046.
5	Multiply line 4 by line 3		799,435.
6	Enter 1% of net investment income (1% of Part I, line 27b)		3,909.
7	Add lines 5 and 6		803,344.
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		558,578.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax due is 2,237.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, unrelated business income, and state registration. Includes 'Yes' and 'No' columns.

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 MR. WALTER ROTH Telephone no 312-781-8644
Located at 131 SOUTH DEARBORN ST, STE 2400 CHICAGO, IL ZIP+4 60603
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 X 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 X 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

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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here X

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

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

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 10		40,200.	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

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 ▶

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 NOT APPLICABLE

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 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3 ▶

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	8,109,179.
b	Average of monthly cash balances	1b	327,416.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,436,595.
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	8,436,595.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	126,549.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,310,046.
6	Minimum investment return. Enter 5% of line 5	6	415,502.

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	415,502.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,819.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,819.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	407,683.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	407,683.
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	407,683.

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	558,578.
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	558,578.
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	558,578.

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				407,683.
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	633,574.			
b From 2008	471,124.			
c From 2009	476,273.			
d From 2010	498,538.			
e From 2011	164,174.			
f Total of lines 3a through e	2,243,683.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 558,578				
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				407,683.
e Remaining amount distributed out of corpus	150,895.			
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	2,394,578.			
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)	633,574.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,761,004.			
10 Analysis of line 9				
a Excess from 2008	471,124.			
b Excess from 2009	476,273.			
c Excess from 2010	498,538.			
d Excess from 2011	164,174.			
e Excess from 2012	150,895.			

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)

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					
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))

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail 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 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 <i>Paid during the year</i> ATCH 11				
Total ► 3a				496,450.
b <i>Approved for future payment</i>				
Total ► 3b				

ATTACHMENT 1

FORM 990PF, PART I - LEGAL 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>
SEAFARTH SHAW LLP	6,422.			6,422.
TOTALS	<u>6,422.</u>			<u>6,422.</u>

ATTACHMENT 2

FORM 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>
FRIEDMAN & HUEY ASSOCIATES LLP	22,667.			22,667.
TOTALS	<u>22,667.</u>			<u>22,667.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NORTHERN TRUST COMPANY	54,033.	54,033.
TOTALS	<u>54,033.</u>	<u>54,033.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

	REVENUE AND EXPENSES PER BOOKS
DESCRIPTION	
ILLINOIS FILING FEE	15.
INSURANCE	4,050.
TOTALS	<u>4,065.</u>

CHARITABLE PURPOSES	15.
	4,050.
	<u>4,065.</u>

THE WALDEN W. AND JEAN YOUNG SHAW FOUNDATION
FORM 990-PF
YEAR ENDED JUNE 30, 2013

PART II, LINE 10b - INVESTMENTS IN
CORPORATE STOCKS

Shares/Principal		Description	Book Carrying Value		Market Value
Beginning of Year	End of Year		Beginning of Year	End of Year	End of Year
1,500	1,000	Abbott Laboratories	96,705	34,880	34,880
1,200	1,200	American Express Co	69,852	89,712	89,712
200	150	Apple Inc	116,800	59,412	59,412
1,000	500	AT&T Inc	35,660	17,700	17,700
500	500	Boeing Co	37,150	51,220	51,220
-	1,450	Bristol Myers Squibb Co Com Stk	-	64,801	64,801
1,000	800	ChevronTexaco Corp(f/n/a Texaco)	105,500	94,672	94,672
4,000	3,000	Cisco Systems Inc	68,680	72,930	72,930
750	600	Costco Wholesale Corp	71,250	66,342	66,342
-	1,150	CVS Caremark Corp	-	65,757	65,757
1,400	1,400	Danaher Corp	72,912	88,620	88,620
700	-	Deere & Co	56,609	-	-
1,100	600	Dominion Res Inc	59,400	34,092	34,092
1,200	-	Dow Chemical Co	37,800	-	-
2,000	2,000	Duke Energy Corp	46,120	44,955	44,955
1,000	1,000	DuPont E I De Nemours & Co	50,570	52,500	52,500
-	2,525	EMC Corp	-	59,641	59,641
-	800	Express Scripts Hldg Co	-	49,352	49,352
1,000	1,000	Exxon Mobile Corp	85,570	90,350	90,350
2,500	2,500	General Electric Co	52,100	57,975	57,975
100	75	Google Inc Class A	58,007	66,028	66,028
2,500	2,500	Intel Corp	66,625	60,550	60,550
1,800	1,800	J P Morgan Chase & Co	64,314	95,022	95,022
800	-	Johnson & Johnson	54,048	-	-
900	-	Kellogg Co	44,397	-	-
600	600	McDonalds Corp	53,118	59,400	59,400
1,200	-	McGraw-Hill Cos	54,000	-	-
1,500	1,500	Merck & Co Inc	62,625	69,675	69,675
-	1,375	Metlife Inc Com	-	62,920	62,920
1,100	1,100	Microchip Technology	36,388	40,975	40,975
1,075	925	National Oilwell Varco	69,273	63,733	63,733
900	500	Nextera Energy Inc	61,929	40,740	40,740
1,000	1,000	Noble Corp	32,530	37,580	37,580
600	600	Norfolk Southn Corp Com	43,062	43,590	43,590
1,000	500	Novartis ADR	55,900	35,355	35,355
625	625	Nucor Corp	23,688	27,075	27,075
400	400	Occidental Petroleum Corp	34,308	35,692	35,692
800	800	Omnicom Group	38,880	50,296	50,296
2,000	2,000	Oracle Corp	59,400	61,440	61,440
1,000	800	Pepsico Inc	70,660	65,432	65,432
1,000	1,000	Proctor & Gamble Co	61,250	76,990	76,990
1,000	1,000	Qualcomm Inc Com	55,680	61,080	61,080
500	-	Schlumberger Ltd	32,455	-	-
-	700	Target Corp	-	48,202	48,202
4,000	4,000	Tennessee Valley Auth Ser A Pfd 6 5%	105,680	99,454	99,454

THE WALDEN W AND JEAN YOUNG SHAW FOUNDATION
FORM 990-PF
YEAR ENDED JUNE 30, 2012

PART II, LINE 10b - INVESTMENTS IN
CORPORATE STOCKS (continued)

Shares/Principal		Description	Book Carrying Value		Market Value
Beginning of Year	End of Year		Beginning of Year	End of Year	End of Year
600	600	United Technologies Corp	45,318	55,764	55,764
500	500	UnitedHealth Group Inc	29,250	32,740	32,740
500	500	V F Corp	66,725	96,530	96,530
1,016	1,016	Verizon Communications	45,151	25,170	25,170
1,200	1,200	Walt Disney co	58,200	75,780	75,780
2,750	2,000	Wells Fargo & Co	91,960	82,540	82,540
2,000	2,000	Weyerhaeuser Co	44,720	56,980	56,980
Total equity securities			<u>2,682,219</u>	<u>2,721,642</u>	<u>2,721,642</u>

THE WALDEN W AND JEAN YOUNG SHAW FOUNDATION
FORM 990 - PF
YEAR ENDED JUNE 30, 2013

PART II, LINE 10c - INVESTMENTS IN
CORPORATE BONDS AND NOTES

<u>Shares / Principal</u>		<u>Description</u>	<u>Book Carrying Value</u>		<u>Market Value</u>		
<u>Beginning of year</u>	<u>End of year</u>		<u>Beginning of year</u>	<u>End of year</u>	<u>End of year</u>		
Corporate bonds and notes							
100,000	100,000	3M Company	4 375%	8/15/2013	104,464	100,470	100,470
250,000	-	Abbott Labbs	5 150%	11/30/2012	254,655	-	-
100,000	100,000	Bank N S Halifax	2 375%	12/17/2013	102,374	100,900	100,900
100,000	100,000	Berkshire Hathaway Inc	1 900%	1/31/2017	101,978	101,063	101,063
100,000	100,000	BHB Billiton Fin USA Ltd	1 625%	2/24/2017	100,687	99,516	99,516
100,000	-	Bottling Group LLC	4 625%	11/15/2012	101,462	-	-
100,000	100,000	Cisco Systems Inc	2 900%	11/17/2014	105,164	103,275	103,275
100,000	100,000	Coca Cola Co	1 650%	3/14/2018	101,247	99,270	99,270
250,000	-	Coca Cola Enterprises Inc	7 375%	3/3/2014	276,863	-	-
100,000	100,000	Deutsche BK AG Global	3 450%	3/30/2015	103,535	104,392	104,392
100,000	100,000	General Elec Cap	2 150%	1/9/2015	101,685	101,967	101,967
250,000	250,000	Hewlett-Packard Co Global	6 125%	3/1/2014	268,335	258,465	258,465
250,000	-	International Business Machs	4 750%	11/29/2012	254,621	-	-
100,000	100,000	J P Morgan Chase & Co	2 050%	1/24/2014	101,093	100,813	100,813
100,000	100,000	J P Morgan Chase & Co	2 050%	1/24/2014	101,093	100,813	100,813
250,000	250,000	Kimberly Clark Corp	5 000%	8/15/2013	262,345	251,300	251,300
100,000	-	Kreditanstalt Fur Wiederaufbau	3 250%	3/15/2013	102,048	-	-
100,000	100,000	Novartis Cap Corp	4 125%	2/10/2014	105,568	102,188	102,188
100,000	100,000	Pfizer Inc	4 500%	2/15/2014	106,350	102,426	102,426
100,000	-	Philip Morris Intl Inc	4 875%	5/16/2013	103,707	-	-
250,000	250,000	Praxair Inc Global Sr Nt	5 250%	11/15/2014	275,558	265,789	265,789
200,000	-	Schwab Charles Corp	4 950%	6/1/2014	214,494	-	-
250,000	250,000	Shell Intl Fin	4 000%	3/21/2014	264,685	256,237	256,237
100,000	100,000	Statoilhydro ASA	2 900%	10/15/2014	104,879	102,881	102,881
100,000	100,000	Toyota Motor Credit Corp	1 375%	8/12/2013	100,833	100,121	100,121
100,000	100,000	Unilever Cap Corp	3 650%	2/15/2014	105,021	101,918	101,918
100,000	100,000	Wal-Mart Stores Inc	1.625%	4/15/2014	101,906	100,979	100,979
100,000	100,000	Westpac BKG Corp	4 200%	2/27/2015	106,235	105,558	105,558
Total corporate bonds and notes					<u>4,132,885</u>	<u>2,760,341</u>	<u>2,760,341</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
5,673.97 MFB NORTHERN EMERGING	60,598.		
39,292.83 MFB NORTHERN FDS ULT	399,608.		
13,391.35 MFB NORTHERN INTL EQ	124,138.	143,020.	143,020.
2,500 MFC ISHARES MSCI INDEX	124,900.	143,450.	143,450.
6,505 MFB NORTHERN MULTI-MGR	111,115.		
15,402.34 MFB NORTHERN INC EQ	194,840.		
13,888 MFB NORTHERN EMERGING M		147,208.	147,208.
15,402 MFB NORTHERN INCOME EQ		224,720.	224,720.
4,750 MFC FLEXSHARES TR MORNIN		228,000.	228,000.
12,440 MFO DFA INVT DIM GRP IN		227,901.	227,901.
97,848 MFB NORTHERN FDS ULTRA		996,091.	996,091.
2,986 MFO DFA INVT DIM GRP INC		82,403.	82,403.
15,483 MFO DFA INVT DIM GRP PR		78,497.	78,497.
3,575 MFC FLEXSHARES TR MORN G		112,827.	112,827.
19,369 MFO PIMPCO FDS PAC INVT		107,109.	107,109.
TOTALS	<u>1,015,199.</u>	<u>2,491,226.</u>	<u>2,491,226.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PURCHASE INTEREST	1,787.		
TOTALS	<u>1,787.</u>		

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON ASSETS	-77,006.
TOTAL	<u>-77,006.</u>

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					1,803.	
71,494.		6,995 MFB NORTHERN FDS ULTRA S 71,564.				04/25/2012 -70.	04/03/2013	
40,680.		1,000 ABBVIE INC. COM (ABV) 1,289.				01/02/2013 39,391.	04/05/2013	
38,464.		175 GRAINGER W.W. INC. (GWW) 36,876.				09/07/2012 1,588.	04/05/2013	
37,645.		1,100 JOHNSON CONTROLS INC. (J) 29,612.				09/07/2012 8,033.	04/05/2013	
7,505.		100 SCHLUMBERGER LTD COM (SLB) 5,236.				09/07/2012 2,269.	04/05/2013	
44.		.67 SHS DUKE ENERGY CORP 44.				07/03/2011	08/03/2012	
32,729.		500 ABBOTT LABORATORIES (ABT) 1,395.				06/01/1998 31,334.	09/07/2012	
22,313.		200 CHEVRON CORP COM (CVX) 10,398.				09/13/2004 11,915.	09/07/2012	
14,780.		150 COSTCO WHOLESALE CORP NEW 9,479.				08/01/2008 5,301.	09/07/2012	
14,942.		200 DEERE & CO., COMMON STOCK 10,198.				02/26/2010 4,744.	09/07/2012	
37,360.		500 DEERE & CO., COMMON STOCK 30,636.				04/23/2010 6,724.	09/07/2012	
28,819.		1,000 DOW CHEMICAL CO COM (DOW) 38,905.				05/12/2011 -10,086.	09/07/2012	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,764.		200 DOW CHEMICAL CO COM (DOW) 5,644.				08/29/2011 120.	09/07/2012	
53,935.		800 JOHNSON & JOHNSON COM (JNJ) 41,240.				07/28/2003 12,695.	09/07/2012	
61,843.		1,200 MCGRAW-HILL COS COM (MHP) 45,138.				02/15/2011 16,705.	09/07/2012	
5,871.		75 NATIONAL OILWELL VARCO COM 2,664.				05/04/2006 3,207.	09/07/2012	
5,871.		75 NATIONAL OILWELL VARCO COM 2,664.				10/01/2007 3,207.	09/07/2012	
14,492.		200 PEPSICO INC COM (PEP) 10,271.				02/12/2009 4,221.	09/07/2012	
35,619.		500 ADR NOVARTIS AG (NVS) 27,810.				02/26/2010 7,809.	04/05/2013	
21,783.		50 APPLE INC COM STK (AAPL) 6,252.				02/08/2008 15,531.	04/05/2013	
18,790.		500 AT&T INC. COM (T) 12,990.				03/20/2009 5,800.	04/05/2013	
21,140.		1,000 CISCO SYSTEMS INC. COMMO 19,510.				06/04/2001 1,630.	04/05/2013	
7,317.		100 DOMINION RES INC. (D) 3,748.				07/28/2003 3,569.	04/05/2013	
21,952.		400 DOMINION RES INC. (D) 11,244.				11/20/2007 10,708.	04/05/2013	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
20,324.		25 GOOGLE INC. (GOOG) 15,671.				02/15/2011 4,653.	04/05/2013	
57,950.		900 KELLOGG CO COM (K) 45,209.				01/30/2007 12,741.	04/05/2013	
31,137.		400 NEXTERA ENERGY INC. (NEE) 25,792.				08/01/2008 5,345.	04/05/2013	
37,527.		500 SCHLUMBERGER LTD COM (SLB) 26,182.				11/14/2008 11,345.	04/05/2013	
25,459.		516 VERIZON COMMUNICATIONS (VZ) 5,051.				09/13/1985 20,408.	04/05/2013	
27,689.		750 WELLS FARGO & CO NEW COM 20,737.				09/16/2009 6,952.	04/05/2013	
302,367.		29,585.80 MFB NORTHERN FDS ULT 300,000.				08/29/2011 2,367.	04/03/2013	
166.		16.29 MFB NORTHERN FDS ULTRA 164.				12/19/2011 2.	04/03/2013	
307.		30.03 MFB NORTHERN FDS ULTRA 303.				12/19/2011 4.	04/03/2013	
57,390.		3,028.47 MFB NORTHERN FDS MU 50,000.				06/04/2009 7,390.	04/12/2013	
1,841.		97.18 MFB NORTHERN FDS MULTI-M 1,919.				12/21/2009 -78.	04/12/2013	
39,537.		2,086.41 MFB NORTHERN FDS MULT 49,281.				11/24/2010 -9,744.	04/12/2013	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,148.		429.95			MFB NORTHERN FDS MULTI-9,683.		12/22/2010	04/12/2013
							-1,535.	
3,022.		159.50			MFB NORTHERN FDS MULTI-2,496.		12/19/2011	04/12/2013
							526.	
13,342.		704.05			MFB NORTHERN FDS MULTI-11,018.		12/19/2011	04/12/2013
							2,324.	
100,000.		100,000			BOTTLING GROUP LLC 4.6		11/14/2008	11/15/2012
					100,000.			
250,000.		250,000			ABBOTT LABS 5.15% DUE		09/16/2009	11/30/2012
					250,000.			
250,000.		250,000			IBM 4.75% DUE 11/29/12		03/23/2009	11/29/2012
					250,000.			
212,442.		200,000			SCHWAB CHARLES 4.95% D		06/04/2009	12/21/2012
					199,885.		12,557.	
100,000.		100,000			KREDITANSTALT FUR WIED		02/13/2009	03/15/2013
					100,000.			
265,298.		250,000			COCA COLA ENTERPRISES		09/16/2009	04/05/2013
					260,598.		4,700.	
100,000.		100,000			PHILIP MORRIS INTL 4.8		02/13/2009	05/16/2013
					100,000.			
TOTAL GAIN (LOSS)							<u>268,105.</u>	

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

ATTACHMENT 10

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

COMPENSATION

CONTRIBUTIONS
TO EMPLOYEE
BENEFIT PLANS

EXPENSE ACCT
AND OTHER
ALLOWANCES

DONALD CAREY ILER 1107 BUENA VISTA, APT. 5 SAN CLEMENTE, CA 92672	EXEC. DIRECTOR/PRES, VARIOUS	25,200.	0	0
ROBERT GORDON ILER 2527 NW EDENBOWER BLVD, APT 74 ROSEBURG, OR 97471	DIRECTOR, VARIOUS	0	0	0
WALTER ROTH 131 SOUTH DEARBORN ST, STE 2400 CHICAGO, IL 60603	SECR/TREAS, VARIOUS	15,000.	0	0
N. CAREY ILER, JR. 1641 BAYSIDE DRIVE CORONA DEL MAR, CA 92625	DIRECTOR, VARIOUS	0	0	0
ROBERT GORDON ILER, JR. 45 OLD FARMS ROAD WEST SIMSBURY, CN 06092	VICE PRESIDENT, VARIOUS	0	0	0
SHARON JEAN KIRBY P.O. BOX 2429 IDYLLWILD, CA 92549	DIRECTOR, VARIOUS	0	0	0

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

ATTACHMENT 10 (CONT'D)

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

EXPENSE ACCT AND OTHER ALLOWANCES

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

COMPENSATION

NAME AND ADDRESS

CHERYL KENNEDY	DIRECTOR, VARIOUS	0	0	0
2730 JEFFERSON STREET, #26				
CARLSBAD, CA 92008				

	GRAND TOTALS	40,200.	0	0
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FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ERIKSON INSTITUTE 451 N LASALLE STREET CHICAGO, IL 60654	NONE PUBLIC	GENERAL FUNDS	43,000
HOAG HOSPITAL FOUNDATION 500 SUPERIOR AVENUE, SUITE 350 NEWPORT BEACH, CA 92663	NONE PUBLIC	EQUIPMENT PURCHASE	50,000
PEDIATRIC CANCER RESEARCH FOUNDATION OF ORANGE CTY 9272 JERONIMO ROAD, SUITE 107A IRVINE, CA 92618	NONE PUBLIC	GENERAL FUNDS	40,000
MERCY FOUNDATION, INC 2700 NW STEWART PARKWAY ROSENBERG, OR 97470	NONE PUBLIC	EQUIPMENT PURCHASE	78,450
BURN INSTITUTE 8825 AERO DRIVE, SUITE 200 SAN DIEGO, CA 92123	NONE PUBLIC	GENERAL FUNDS	38,000
CHOC FOUNDATION 455 S. MAIN STREET ORANGE, CA 92868-3874	NONE PUBLIC	GENERAL FUNDS	115,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONTINUED)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF ILLINOIS FOUNDATION 1305 WEST GREEN STREET URBANA, IL 61801-2962	NONE PUBLIC	GENERAL FUNDS	35,000
CONNECTICUT CHILDREN'S MEDICAL CENTER 282 WASHINGTON STREET HARTFORD, CT 06106	NONE PUBLIC	GENERAL FUNDS	57,000
NORTHWESTERN UNIVERSITY 633 CLARK STREET EVANSTON, IL 60208	NONE PUBLIC	GENERAL FUNDS	25,000
THE SHEA CENTER 26284 OSO ROAD SAN JUAN CAPISTRANO, CA 92675	NONE PUBLIC	GENERAL FUNDS	10,000
BOY SCOUTS OF AMERICA ROBERT J WELSH SCOUT SERVICE CENTER 8751 CALUMET AVENUE MUNSTER, IN 46321	NONE PUBLIC	GENERAL FUNDS	5,000
TOTAL CONTRIBUTIONS PAID			<u>456,450</u>

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box X
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. THE WALDEN W. AND JEAN YOUNG SHAW FOUNDATION	Enter filer's identifying number, see instructions Employer identification number (EIN) or 36-6162196
	Number, street, and room or suite no. If a P.O. box, see instructions. 131 SOUTH DEARBORN ST, STE 2400	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60603	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 | 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **MR. WALTER ROTH**
Telephone No. **312 781-8644** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **05/15, 20 14** .
- For calendar year _____, or other tax year beginning **07/01, 20 12**, and ending **06/30, 20 13** .
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period
- State in detail why you need the extension **INFORMATION FROM THIRD PARTIES NECESSARY TO COMPLETE THE RETURN HAS NOT YET BEEN RECEIVED.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	10,056.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	10,056.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature May V. Goyes Title C.P.A. Date 2/19/14

