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Form **990-PF** Department of the Treasury Internal Revenue Service

# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

For calendar year 2012 or tax year beginning OC'	r 1, 2012	, and ending	SEP 30, 2013				
Name of foundation			A Employer identification	number			
CHARLES G AND RHETA KRAME		36-6055012					
C/O EUGENE ROSS  Number and street (or P O box number if mail is not delivered to street)	at address)	Room/suite	B Telephone number	<del></del>			
666 DUNDEE ROAD	· · · · · · · · · · · · · · · · · · ·						
City or town, state, and ZIP code		<u> </u>	847-527-47 C If exemption application is p				
NORTHBROOK, IL 60062			in exemption application is p	ending, check hare			
G Check all that apply Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organizations	check here			
Final return	Amended return	, ,					
Address change	Name change		Foreign organizations me check here and attach co	eting the 85% test, mputation			
H Check type of organization: X Section 501(c)(3)	exempt private foundation		  E   If private foundation state	tus was terminated			
Section 4947(a)(1) nonexempt charitable trust	Other taxable private founda	ation	under section 507(b)(1)				
_ I	ting method: X Cash	Accrual	F If the foundation is in a (	60-month termination			
(from Part II, col (c), line 16)	Other (specify)		under section 507(b)(1)	(B), check here			
>\$ 701,962. (Part I, col	T			/4\ - ·			
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	( <b>0</b> ) Disbursements for charitable purposes (cash basis only)			
1 Contributions, gifts, grants, etc., received		x .					
2 Check X if the foundation is not required to attach Sch B		,					
3 Interest on savings and temporary cash investments	4-354	1 254					
4 Dividends and interest from securities	4,351.	4,351.		STATEMENT 1			
5a Gross rents		.,					
b) Net rental income or (loss)	50,172.						
b Gross sales price for all 239, 286.	30,112.		4 4	<u> </u>			
		50,172.		· · · · · ·			
7 Capital gain net income (from Partiv-line-2) VED 8 Net short-term capital gain		*					
9 Income modifications		\$					
10a Gross sales less retirns and allowances		٠	~ ^ ( , ` ,	, ,			
b Less Cost of goods sold	SS		,				
c Gross profit or (loss) OGDEN, UT	7 = 1 -	* *					
The state of the s	- 11		0				
12 Total. Add lines-1 through 11.	54,523.	54,523. 0.	0.	0.			
<ul><li>13 Compensation of officers, directors, trustees, etc</li><li>14 Other employee salaries and wages</li></ul>	0.	0.	0.	<del></del>			
14 Other employee salaries and wages 15 Pension plans, employee benefits	<del></del>	<del></del>	<u>-</u>				
	10.	0.	0.	10.			
b Accounting fees							
c Other professional fees STMT 3  To Interest  18 Taxes STMT 4  19 Depreciation and depletion  20 Occupancy  21 Travel, conferences, and meetings  22 Printing and publications  23 Other expenses STMT 5  24 Total operating and administrative expenses. Add lines 13 through 23	2,200.	1,100.	0.	1,100.			
9 17 Interest							
[발] 18 Taxes STMT 4	744.	0.	0.	0.			
.º 19 Depreciation and depletion							
E 20 Occupancy							
21 Travel, conferences, and meetings				<del></del>			
22 Printing and publications 23 Other expenses STMT 5	3,262.	3,247.	0.	15.			
24 Total operating and administrative	3,202	3,2376	·	13.			
expenses. Add lines 13 through 23	6,216.	4,347.	0.	1,125.			
25 Contributions, gifts, grants paid	45,200.	-		45,200.			
26 Total expenses and disbursements.							
Add lines 24 and 25	51,416.	4,347.	0.	46,325.			
27 Subtract line 26 from line 12:							
a Excess of revenue over expenses and disbursements	3,107.	FA 482					
<b>b Net investment income</b> (if negative, enter -0-)		50,176.		1			
C Adjusted net income (if negative, enter -0-)			0.	Form <b>990-PF</b> (2012)			

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C/O EUGENE ROSS

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ᆷ	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year		End of year				
	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value				
	1	Cash - non-interest-bearing	1,657.	10,093.					
	2	Savings and temporary cash investments	604.	570.	570.				
	3	Accounts receivable ►		<u>-</u> " ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' '					
		Less: allowance for doubtful accounts							
	4	Pledges receivable ►							
		Less: allowance for doubtful accounts							
	5	Grants receivable							
	6	Receivables due from officers, directors, trustees, and other							
		disqualified persons							
	7	Other notes and loans receivable			p				
		Less: allowance for doubtful accounts							
sts		Inventories for sale or use							
Assets		Prepaid expenses and deferred charges							
•		Investments - U.S. and state government obligations	227 100	224 022	601 000				
		Investments - corporate stock STMT 6	337,128.	331,833.	691,299.				
		Investments - corporate bonds		<del> </del>	A 8				
	11	Investments - land, buildings, and equipment basis							
	١	Less accumulated depreciation							
		Investments - mortgage loans		······································	<del>- · · · · · · · · · · · · · · · · ·</del>				
	13	Investments - other							
	14	Land, buildings, and equipment: basis		<del></del>	*				
	٠,	Less accumulated depreciation			<del>- ·</del>				
	ן וס	Other assets (describe							
	46	Total assets (to be completed by all filers)	339,389.	342,496.	701,962.				
		Accounts payable and accrued expenses	337,307.	312,130.	701,502.				
		Grants payable							
w	19	Deferred revenue			* * * ,				
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			,				
В	21	Mortgages and other notes payable							
Ë	ı	Other liabilities (describe >							
		· · · · · · · · · · · · · · · · · · ·							
	23	Total liabilities (add lines 17 through 22)	0.	0.	* * * * * * * * * * * * * * * * * * * *				
		Foundations that follow SFAS 117, check here							
		and complete lines 24 through 26 and lines 30 and 31.							
nces		Unrestricted _			, , , , , , ,				
<u>ja</u>	25	Temporarily restricted							
8	26	Permanently restricted							
Ĕ		Foundations that do not follow SFAS 117, check here							
Ψ		and complete lines 27 through 31.	1 006 460	1 000 100	, ,				
ţ	27	Capital stock, trust principal, or current funds	1,096,469.	1,096,469.					
sse	1	Paid-in or capital surplus, or land, bldg., and equipment fund	7.7 000	752 072	, , , ,				
Net Assets or Fund Bala	29	Retained earnings, accumulated income, endowment, or other funds	-757,080.	-753,973.	~ f				
ž	30	Total net assets or fund balances	339,389.	342,496.					
	١.,	The Additional Control of the Additional Control of Con	339,389.	342 406					
_	31	Total liabilities and net assets/fund balances		342,496.					
P	art	III Analysis of Changes in Net Assets or Fund B	alances						
7	Tota	net assets or fund balances at beginning of year - Part II, column (a), line	30	<del></del> -	<u> </u>				
•		st agree with end-of-year figure reported on prior year's return)		1,1	339,389.				
2	•	r amount from Part I, line 27a		2	3,107.				
		r increases not included in line 2 (itemize)	3	0.					
		lines 1, 2, and 3		4	342,496.				
		eases not included in line 2 (itemize)		5	0.				
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	342,496.				
_					Form <b>990-PF</b> (2012)				

CHARLES G AND RHETA KRAMER FOUNDATION Form 990-PF (2012) 36-6055012 Page 3 C/O EUGENE ROSS Capital Gains and Losses for Tax on Investment Income Part IV (b) How acquired P - Purchase D - Donation (c) Date acquired (mo., day, yr.) (a) List and describe the kind(s) of property sold (e.g., real estate, (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co ) (mo., day, yr) 1a SEE ATTACHED STATEMENT b C d е (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) a b d 189,114 50,172. 239,286. е (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (j) Adjusted basis (k) Excess of col. (i) Losses (from col (h)) (i) F.M.V. as of 12/31/69 over col. (j), if any as of 12/31/69 а b C d 50,172. If gain, also enter in Part I, line 7 50,172. 2 2 Capital gain net income or (net capital loss) If (loss), enter -0- in Part I, line 7 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). N/A If (loss), enter -0- in Part I, line 8 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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each colu	imn for each year, see the instructions be	fore making any entries.		
(a) Base period years Calendar year (or tax year beginning in)  (b) Adjusted qualifying distributions  Net value of noncharitable-use assets			(d) Distribution ratio (col. (b) divided by col. (c))	
2011	59,044.	544,332.		.108471
2010	42,400.	572,266.		.074091
2009	33,489.	469,516.		.071327
2008	31,039.	404,963.		.076647
2007	61,350.	632,582.		.096983
2 Total of line 1, column (d)			2	.427519
•	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			
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5				588,497
5 Multiply line 4 by line 3	5	50,319		
6 Enter 1% of net investment income (1% o	f Part I, line 27b)		6	502
7 Add lines 5 and 6			7	50,821
8 Enter qualifying distributions from Part XI	I, line 4		8	46,325

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.

### CHARLES G AND RHETA KRAMER FOUNDATION C/O EUGENE ROSS

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.	s)
Data of ruling or determination letter: (attent annu of letter if necessary are instructions)	
Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)	_
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here  and enter 1%  1,00	<u>4.</u>
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).	_
	<u>0.</u>
3 Add lines 1 and 2 3 1,00	
	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<u>4.</u>
6 Credits/Payments:	
a 2012 estimated tax payments and 2011 overpayment credited to 2012	
b Exempt foreign organizations - tax withheld at source	
c Tax paid with application for extension of time to file (Form 8868)	
d Backup withholding erroneously withheld	_
, , , , , , , , , , , , , , , , , , , ,	<u>0.</u>
Chief any penalty for analyzation of soundation and chief the chief and payment of soundation and chief the chief th	<u>6.</u>
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<u>0.</u>
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ▶ Refunded ▶ 11	
Part VII-A Statements Regarding Activities	
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in	
	X
Bid it oponia more during the jour (emission property)	X
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	
	<u>X</u>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	
(1) On the foundation. ► \$ 0 . (2) On foundation managers. ► \$ 0 .	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	
managers. ► \$ 0.	х
2 Tido the foundation of gages with a contract of the contract	
If "Yes," attach a detailed description of the activities	
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or hylaws or other similar instruments? If "Yes." attach a conformed copy of the changes	X
Julio, or allow and the second and t	$\frac{\Lambda}{X}$
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  b If "Yes," has it filed a tax return on Form 990-T for this year?  N/A  4b	
	X
If "Yes," attach the statement required by General Instruction T	
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?	
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)	
IL	
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)	
of each state as required by General Instruction G? If "No," attach explanation	
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	
	X
	X

CHARLES G AND RHETA KRAMER FOUNDATION C/O EUGENE ROSS 36-6055012 Form 990-PF (2012) Page 5 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 X section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? X If "Yes." attach statement (see instructions) 12 13 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? N/A Website address Telephone no ▶847-498-4848 The books are in care of **EUGENE ROSS**, THE ROSS GROUP ZIP+4 ▶60062 Located at ▶ 666 DUNDEE ROAD, SUITE 1703, NORTHBROOK, 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A and enter the amount of tax-exempt interest received or accrued during the year **▶** 15 | Yes No At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, X securities, or other financial account in a foreign country? 16 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 No File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes 1a During the year did the foundation (either directly or indirectly): Yes X No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes X No a disqualified person? (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? (5) Transfer any income or assets to a disqualified person (or make any of either available Yes X No for the benefit or use of a disqualified person)? (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 Yes X No termination of government service, if terminating within 90 days.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations N/A 1b 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 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? 1¢ 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 Yes X No before 2012? 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 N/A 2b statement - see instructions.) 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 🗌 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,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form 4720, to determine if the foundation had excess business holdings in 2012.)

had not been removed from jeopardy before the first day of the tax year beginning in 2012?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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X

3b

4a

N/A

during the year?

Part VII-b Statements Regarding Activities for Which I	orm 4720 May Be i	Required (contin	uea)		
5a During the year did the foundation pay or incur any amount to:					
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Y	es X No		
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indir				
any voter registration drive?			es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	•	Y <sub>1</sub>	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?			es X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or			-	
the prevention of cruelty to children or animals?			es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	•	in Regulations	37/3		ľ
section 53 4945 or in a current notice regarding disaster assistance (see instru	•		N/A	5b	_
Organizations relying on a current notice regarding disaster assistance check h					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr			l		
expenditure responsibility for the grant?		1/A Y	es L No	- 1	
If "Yes," attach the statement required by Regulations section 53 4945			İ		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	<u></u>	<b>₩</b>		
a personal benefit contract?		Y	es X No		<b>.</b> .
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		-	6b	X
If "Yes" to 6b, file Form 8870.	L. D		es X No		İ
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Y(	_	<del></del>	_
b If "Yes," did the foundation receive any proceeds or have any net income attribution. About Officers, Directors, Trust		nogoro Highli	N/A	7b	
Part VIII Information About Officers, Directors, Trust	ees, roungation wa	anagers, nigni	y		
List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to	(e) E	xpense int, other
(a) Name and address	hòurs per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred	accou allo	int, other wances
	to position	Cinci o ,	compensation	- 41101	
SEE STATEMENT 7		0.	0.		0.
			-		
				l	
\-\frac{1}{2} - \frac{1}{2} -			<del></del>	<del>                                     </del>	
				İ	
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."		-	
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) E	xpense int, other
(a) Name and address of each employee paid more than \$50,000	devoted to position	(C) Compensation	and deferred compensation	allov	wances
NONE					
	_				
				<u> </u>	
				1	
				<u> </u>	
				oxdot	
		L	<u> </u>	Щ	
Total number of other employees paid over \$50,000				990-P	0
			Form	. uui 1_ D	<b>-</b> (20119)

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Part VIII Information About Officers, Directors, Trustees, For Paid Employees, and Contractors (continued)	undation Managers, Highly		
3 Five highest-paid independent contractors for professional services. If none	, enter "NONE."		-
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Com	pensation
NONE			
			-
			_
		[	
The Laurahay of others recovering over \$50,000 for professional corrupts		<b></b>	
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 relevan	t statistical information such as the	<del></del>	
number of organizations and other beneficiaries served, conferences convened, research pape	rs produced, etc.	Expenses	
1 N/A			
2			
3			
Part IX-B Summary of Program-Related Investments			-
Describe the two largest program-related investments made by the foundation during the tax y	ear on lines 1 and 2.	Amount	
1N/A			
2			

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All other program-related investments. See instructions.

Total. Add lines 1 through 3

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P	Minimum Investment Return (All domestic foundations	must complete this part. Fo	oreign foun	dations, se	e instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitat	ole, etc., purposes			
	Average monthly fair market value of securities		1a	589,113.	
	Average of monthly cash balances			1b	589,113. 8,346.
С	Fair market value of all other assets			1c	
d	Total (add lines 1a, b, and c)			1d	597,459.
	Reduction claimed for blockage or other factors reported on lines 1a and				· · ·
	1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	597,459.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amoun	t, see instructions)		4	8,962.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and o	n Part V, line 4		5	588,497.
6	Minimum investment return. Enter 5% of line 5			6	29,425.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) a		ndations and	l certain	
1	Minimum investment return from Part X, line 6			1	29,425.
	Tax on investment income for 2012 from Part VI, line 5	2a   1	,004.		
	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b	L		2c	1,004.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,004. 28,421.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4		Ī	5	28,421.
6	Deduction from distributable amount (see instructions)		Ī	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Par	t XIII. line 1		7	28,421.
_	art XII Qualifying Distributions (see instructions)				
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., pui	rnoses'			
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	, pouco,	-	1a	46.325.
	Program-related investments - total from Part IX-B		-	1b	46,325.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charita	ible, etc., purposes	}	2	
3	Amounts set aside for specific charitable projects that satisfy the:	iolo, otol, parpooo		_	_
	Suitability test (prior IRS approval required)		1	3a	
	Cash distribution test (attach the required schedule)		<b>-</b>	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, a	and Part XIII line 4	Ì	4	46,325.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net inv				
Ü	Income. Enter 1% of Part I, line 27b	==		5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		t	6	46,325.
Ü	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years	when calculating whether the f	ے oundation oi	alifies for th	
	4040(a) reduction of tax in those years	g	<b>4</b>		

C/O EUGENE ROSS

Part XIII Undistributed Income (see instructions)

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(b) (c) (d) 2011 2012 Corpus Years prior to 2011 1 Distributable amount for 2012 from Part XI, 28,421. line 7 2 Undistributed income, if any, as of the end of 2012 0 a Enter amount for 2011 only b Total for prior years: 0. 3 Excess distributions carryover, if any, to 2012. 30,390. a From 2007 10,791. **b** From 2008 10,315. c From 2009 14,292. dFrom 2010 33,239. e From 2011 99,027 f Total of lines 3a through e 4 Qualifying distributions for 2012 from 46,325 Part XII, line 4: ►\$ 0 a Applied to 2011, but not more than line 2a b Applied to undistributed income of prior 0 years (Election required - see instructions) c Treated as distributions out of corpus 0 (Election required - see instructions) 28,421. d Applied to 2012 distributable amount 17,904 e Remaining amount distributed out of corpus 0. 0. Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below: 116,931 a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract 0 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 0 d Subtract line 6c from line 6b. Taxable 0. amount - see instructions e Undistributed income for 2011. Subtract line ž, 0 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must 0. be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by 0. section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 30,390. not applied on line 5 or line 7 Excess distributions carryover to 2013. 86,541 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: 10,791. a Excess from 2008 10,315. b Excess from 2009 14,292. c Excess from 2010 33,239. dExcess from 2011 17,904 e Excess from 2012

C/O EUGENE ROSS 36-6055012 Page 10 Form 990-PF (2012) Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling 4942(j)(3) or 4942(j)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (c) 2010 (b) 2011 (d) 2009 (e) Total (a) 2012 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 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(1)(3)(B)(1) b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year 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 Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.) 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 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: 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: SEE STATEMENT 8 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:

Form 990-PF (2012) C/O EUGENE ROSS

Part XV Supplementary Information (continued) C/O EUGENE ROSS

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3 Grants and Contributions Paid During the Y	If recipient is an individual	ayment	<del>                                     </del>	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation	Purpose of grant or contribution	Amaunt
Name and address (home or business)	any foundation manager	status of recipient	contribution	Amount
a Paid during the year	or oddominar dominardr			
a rac carrigate year				
BRIARWOOD SCHOLARSHIP				650.
CHICAGO BOTANIC GARDEN				
				1,500.
			1	
JEWISH UNITED FUND				
				1,500.
LYRIC OPERA OF CHICAGO			ł	
				1,500.
MISERCORDIA HOME				
MISERCORDIA NOME			ļ	1,500.
Total SEE CO	NTINUATION SHEE	T(S)	<b>▶</b> 3a	45,200.
b Approved for future payment				
NONE				
NONE				
		-		-
			]	
Total		<u> </u>	<b>▶</b> 3b	0,
10(4)				

Form 990-PF (2012)

C/O EUGENE ROSS

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

Enter gross amounts unless otherwise indicated.	Unrelate	d business income		ded by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
a	Couc				<del></del>
b					******
·					
d				**	<del></del>
e		<del></del> -			
1					
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	4,351.	<del> </del>
5 Net rental income or (loss) from real estate:		4	*		
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income		<del></del>			
8 Gain or (loss) from sales of assets other than inventory			18	50,172.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					<u>.</u>
b					
C	<u> </u>				
d					
e	-	0.		54,523.	0.
12 Subtotal. Add columns (b), (d), and (e)		<u> </u>	Į.	13	54,523.
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)				13	34,323.
Part XVI-B Relationship of Activities t				-	
Line No. Explain below how each activity for which inco the foundation's exempt purposes (other than			contrib	uted importantly to the accomp	olishment of
N/A					

▼	the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	
-	<u> </u>

Form 990-PF (2012) C/O EUGENE ROSS 36-6055012

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

36-6055012

Page 13

	•	Exempt Organ	Izations					
1	Did the o	ganization directly or indi	rectly engage in any of the fol	lowing with any other organization	described in section 501(c) of		Yes	No
	the Code	(other than section 501(c)	)(3) organizations) or in section	on 527, relating to political organiz	zations?			
а			ation to a noncharitable exem			1		
	(1) Cash	• •				1a(1)		X
	(2) Othe					1a(2)		Х
h	Other trai					1		
·		s of assets to a noncharita	hle evernt organization			1b(1)		X
	• •		incharitable exempt organizati	ion.		1b(2)	_	X
		al of facilities, equipment,				1b(3)	<del> </del>	X
	` '	ar or racinities, equipment, ibursement arrangements				1b(4)		X
						1b(5)	<del> </del>	X
		is or loan guarantees	embership or fundraising solic	ertations		1b(6)	<u> </u>	X
_			alling lists, other assets, or pai			10		X
ن	•		•		ays show the fair market value of the goods, (		L	
ū					e in any transaction or sharing arrangement, s		,,,,	
			other assets, or services rece		and the state of t	1011 111		
(2).	ine no	(b) Amount involved		ritable exempt organization	(d) Description of transfers, transactions, and	sharing ai	ranneme	nte
(4)	ine no	(b) Amount involved	N/		(a) Description of transfers, transactions, and	maring w	rangeme	
			14/	Λ				
			<del></del>					
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_			<del> </del>					
		<u> </u>	<del> </del>					
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_			<del> </del>					
_								
		<del></del>			<u></u>			
	ın sectio	n 501(c) of the Code (othe	er than section 501(c)(3)) or in	o, one or more tax-exempt organiza n section 527?	ations described	Yes	X	] No
b	If "Yes," o	complete the following sch		L (b) Toron (	(a) D			
	-	(a) Name of org	ganization	(b) Type of organization	(c) Description of relations	пр		
		N/A						
_								
_			4		statements, and to the heat of my knowledge			
_	and	er penalties of peripry, I declare pelief, it is true, correct and co	mplete Declaration of preparer (oth	nctuding accompanying scriedules and s her than taxpayer) is based on all informa	statements, and to the best of my knowledge Maiton of which preparer has any knowledge return to the control of	y the IRS irn with th	discuss	this er
	gn   👢			1 /- /-	sho	wn below	(see ins	tr )?
П	ere			1   30   14		X Yes	:	J No∣
_	Sıç	nature of office or truster		Date /	Title Check   if   PTIN			
		Print/Type/preparer's n	arne	er's signature				
_	_ : _4		\\ <i>y!</i>	/ Jh	1 31 14 self- employed PO	1 205	<i>C</i> 0 0	
	aid	PAUL J. SH				$\frac{1285}{7143}$		
	reparer		GLADREY LLP		Firm's EIN ► 42-0	1143	45	
U	se Only	•						
				ORIVE, STE 800	- 242	C 2 4	240	^
		I CF	HICAGO, IL 606	006-3392	Phone no. 312-	634-	_	
					Ea	rm <b>uu</b> f		·211771

CONTINUATION FOR 990-PF, PART IV . 36-6055012 PAGE 1 OF 1

	(a) List and 2-story bi	describe the kind(s) of property solution describe the kind(s) of property solution stock, 20 describes the kind (s) of property solution describes the kind(s) of property solution describes the kind describes	d, e.g , real estate, 00 shs MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a 100	SHS BOEING	COMPANY				04/29/09	10/08/12
b 200	SHS DEERE	& COMPANY				05/05/09	
c 500	c 500 SHS STRATASYS INC						12/03/12
	d 100 SHS STRATASYS LTD						02/22/13
e 10	SHS MASTERC						03/20/13
	10 SHS MASTERCARD INC CLASS A						05/29/13
g 800			a				06/17/13
h 700		& COMPANY					07/09/13
1 500	SHS IHS IN	C CLASS A			P	07/09/13	09/09/13
<u> </u>			·····			-	
<u>k</u>			<del></del>				<u> </u>
					_		
n						· · · · · · · · · · · · · · · · · · ·	
0							<u> </u>
	Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale			Gain or (loss) lus (f) minus (g)	-
<u>а</u>	6,851.		4,012.			-	2,839.
b	16,836.		9,065.				7,771.
c	36,505.		26,215.				10,290.
d	6,616.		7,301.			_	-685.
e	5,055.		1,724.				3,331.
f	5,634.		1,724.				3,910.
g	49,420.		53,395.				-3,975.
h	58,713.		31,620.				27,093.
1	53,656.		54,058.				-402.
1				ļ			
<u>k</u>							<u>.</u>
<u></u>							
m n				<del>                                     </del>		<del></del>	
0							
	lete only for assets shown	ng gain in column (h) and owned by	the foundation on 12/31/69		(I) Los	ses (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			of col. (h) gain ove ot less than "-0-")	r col. (k),
a	<u>-</u>						2,839.
b							7,771.
С							10,290.
đ							-685.
е							3,331.
<u>f</u>				<u> </u>			3,910.
9					•		-3,975. 27,093.
h	<del></del>				<del>-</del>		$\frac{27,093.}{-402.}$
1				_		· · ·	-402.
k					<del> </del>		
<u></u>							
<u>m</u>				<b></b>			<del> </del>
n				<b>i</b>			
0							
2 Capital	gain net income or (net ca	apital loss) { If gain, also enter   1f (loss), enter   -0	in Part I, line 7	2			50,172.
3 Net sh	ort-term capital gain or (lo	ss) as defined in sections 1222(5) an					
	also enter in Part I, line 8, ), enter "-0-" in Part I, line			3	:	N/A	

Supplementary Information Part XV Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Foundation Purpose of grant or Amount status of contribution Name and address (home or business) recipient RAVINIA FESTIVAL ASSOC 12,500. MUSEUM OF CONTEMPORARY ART 2,500. GIRF-WOMEN'BOARD 1,500. NORTHERN ILLINOIS FOOD DEPOSITORY 100. CHICAGO CHILDREN'S THEATRE 5,500. CHGO JEWISH DAY SCHOOL 2,500. THRESHOLDS 500. THE ART INSTITUTE 200. JEWISH COUNCIL FOR YOUTH SERV 4,000. PASS W/ FLYING COLORS 500. 38,550. Total from continuation sheets

Supplementary Information Part XV Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Purpose of grant or contribution Foundation Amount status of Name and address (home or business) recipient BALLET ARIZONA 1,500. PHOENIX SYMPHONY 1,000. RORY DAVID DEUTSCH FNDTN 100. JCC CHICAGO 100. LEUK AND LYMPH SOCIETY 100. CHICAGO SCHOLARS 200. A&D SOC OF AI 1,000. COMMTY PRINTS FOR AFF HSING 250. BPI 1,000. COLLEGE BOUND OPPURTUNITIES 2,000. Total from continuation sheets

## CHARLES G AND RHETA KRAMER FOUNDATION C/O EUGENE ROSS

36-6055012

Part XV Supplementary Information						
3 Grants and Contributions Paid During the	fear (Continuation)		r <del></del>			
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	- Amount		
Name and address (home or business)	or substantial contributor	recipient	Contribution	Amount		
SPEC'L OPER WARRIOR FOUNDATION						
				1,000		
CHGO FOUNDATION FOR WOMEN						
				500		
				<del> </del>		
				<del>                                     </del>		
Total from continuation sheets		<u> </u>	<u> </u>	<del> </del>		

FORM 990-PF DIVIDENT	OS AND	INTER	EST FROM	SECUI	RITIES	ST	TATEMENT 1	
SOURCE  DIVIDEND INCOME  TOTAL TO FM 990-PF, PART I, LN 4				ITAL GAINS IVIDENDS		COLUMN (A) AMOUNT		
					0.		4,351.	
					0.		4,351.	
FORM 990-PF		LEGAL	FEES			ST	PATEMENT 2	
DESCRIPTION	EXPE	A) NSES BOOKS		EST-	(C) ADJUSTED NET INCOM		(D) CHARITABLE PURPOSES	
LEGAL FEES		10.		0.	-	0.	10.	
TO FM 990-PF, PG 1, LN 16A	<u> </u>	10.		0.		0.	10.	
FORM 990-PF (	OTHER	PROFES	SIONAL F	EES		SI	PATEMENT 3	
DESCRIPTION	EXPE	A) NSES BOOKS		EST-			(D) CHARITABLE PURPOSES	
AUDIT/TAX FILING FEE		2,200.	1	,100.	100.		1,100.	
TO FORM 990-PF, PG 1, LN 16C		2,200.	1	,100.		0.	1,100.	
FORM 990-PF	-	TAXES		STATEMENT 4				
DESCRIPTION	EXPE			EST-	(C) ADJUSTED NET INCOM		(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX OTHER TAXES		717. 27.		0.		0.	0.	
TO FORM 990-PF, PG 1, LN 18		744.		0.		0.	0.	
=								

FORM 990-PF	OTHER E	XPENSES	STATEMENT 5			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM			
ASSET MANAGEMENT FEE BANK SERVICE FEES MISCELLANEOUS EXPENSE	2,878. 369. 15.		(	0. 0. 0. 0. 15.		
TO FORM 990-PF, PG 1, LN 23	3,262.	3,247.	(	15.		
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 6		
DESCRIPTION		вос	OK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK			331,833.	691,299.		
TOTAL TO FORM 990-PF, PART I	I, LINE 10B		331,833.	691,299.		

	· ·	OF OFFICERS, DIRECTORS FOUNDATION MANAGERS		
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	
MARVIN LEVEE C/O EUGENE ROSS 666 DUNDEE ROAD NORTHBROOK, IL 60062	ASST SECY 0.00	0.	0.	0.
SCOTT LEVEE C/O EUGENE ROSS 666 DUNDEE ROAD NORTHBROOK, IL 60062	1ST VP/DIR 0.00	0.	0.	0.
JEAN DE LEE C/O EUGENE ROSS 666 DUNDEE ROAD NORTHBROOK, IL 60062	2ND VP/DIR 0.00	0.	0.	0.
EUGENE ROSS 666 DUNDEE ROAD NORTHBROOK, IL 60062	ASST SEC 0.00	0.	0.	0.
DOUGLAS ROSS C/O EUGENE ROSS 666 DUNDEE ROAD NORTHBROOK, IL 60062	PRES/DIR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6	5, PART VIII	0.	0.	0.

#### FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DOUGLAS ROSS 666 DUNDEE RD NORTHBROOK, IL 60062

TELEPHONE NUMBER

847-527-4747

#### FORM AND CONTENT OF APPLICATIONS

THERE IS NO STANDARD APPLICATION. A LETTER REQUESTING A GRANT IS SUFFICIENT.

#### ANY SUBMISSION DEADLINES

THERE ARE NO SUBMISSION DEADLINES.

#### RESTRICTIONS AND LIMITATIONS ON AWARDS

ALL DONEE ORGANIZATIONS MUST BE QUALIFIED ORGANIZATIONS PURSUANT TO INTERNAL REVENUE CODE SECTION 170(C).