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Form 990-PF

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation
MAKO FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
191 NORTH WACKER DRIVE 1500

City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 60606-1899

G Check all that apply: ☐ 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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 5,460,165.

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

A Employer identification number
30-0286945

B Telephone number
312-621-0590

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		60.	60.		STATEMENT 2
4 Dividends and interest from securities		74,658.	74,658.		STATEMENT 3
5a Gross rents		<5,599.>	<5,599.>		STATEMENT 4
b Net rental income or (loss)		<5,599.>			
6a Net gain or (loss) from sale of assets not on line 10		324,883.			STATEMENT 1
b Gross sales price for all assets on line 6a		338,365.			
7 Capital gain net income (from Part IV, line 2)			314,425.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		103,515.	101,629.		STATEMENT 5
12 Total. Add lines 1 through 11		497,517.	485,173.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 6		30,300.	22,900.		7,400.
c Other professional fees					
17 Interest					
18 Taxes STMT 7		8,418.	968.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		105,825.	105,597.		15.
24 Total operating and administrative expenses. Add lines 13 through 23		144,543.	129,465.		7,415.
25 Contributions, gifts, grants paid		229,658.			229,658.
26 Total expenses and disbursements. Add lines 24 and 25		374,201.	129,465.		237,073.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		123,316.			
b Net investment income (if negative, enter -0-)			355,708.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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13101103

30-0286945

2013.04030 MAKO FOUNDATION

30-02861

25 NE

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			372,866.	477,217.	477,217.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock					
	c Investments - corporate bonds					
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other	STMT 9	4,194,686.	4,200,252.	4,982,834.		
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶ STATEMENT 10)		124.	114.	114.		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		4,567,676.	4,677,583.	5,460,165.		
Liabilities	17 Accounts payable and accrued expenses		22,167.	3,020.		
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶ ANCILLARY FEES)		0.	5,725.		
	23 Total liabilities (add lines 17 through 22)		22,167.	8,745.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds		0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds		4,545,509.	4,668,838.		
	30 Total net assets or fund balances		4,545,509.	4,668,838.		
	31 Total liabilities and net assets/fund balances		4,567,676.	4,677,583.		

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	4,545,509.
2 Enter amount from Part I, line 27a	2	123,316.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	13.
4 Add lines 1, 2, and 3	4	4,668,838.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,668,838.

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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			
b SEE ATTACHED STATEMENTS			
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 338,365.		23,940.	314,425.

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			314,425.

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	314,425.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	217,553.	4,742,716.	.045871
2011	252,700.	4,839,360.	.052218
2010	202,457.	4,666,462.	.043386
2009	229,527.	4,115,734.	.055768
2008	188,433.	5,016,460.	.037563

2 Total of line 1, column (d)	2	.234806
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	.046961
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,182,800.
5 Multiply line 4 by line 3	5	243,389.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,557.
7 Add lines 5 and 6	7	246,946.
8 Enter qualifying distributions from Part XII, line 4	8	237,073.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	7,114.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	7,114.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	7,114.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 12,308.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 750.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	13,058.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	5,944.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 5,944. Refunded <input type="checkbox"/>		11	0.

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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) <input type="checkbox"/> 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 2013 or the taxable year beginning in 2013 (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? Website address ► N/A	13	X	
14	The books are in care of ► WILLIAM HARRIS INVESTORS, INC. Telephone no. ► 312-621-0590 Located at ► 191 N. WACKER DRIVE, SUITE 1500, CHICAGO, IL ZIP+4 ► 60606-1899			
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► , , ,	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	3b	X
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 2013?	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)?

☐ 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 ☒ X

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A

☐ 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 ☒ No6b ☒ X

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

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 ☒ No7b ☒ N/A

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

☐ 0

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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	152,458.
b	Average of monthly cash balances	1b	541,038.
c	Fair market value of all other assets	1c	4,568,230.
d	Total (add lines 1a, b, and c)	1d	5,261,726.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,261,726.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,926.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,182,800.
6	Minimum investment return. Enter 5% of line 5	6	259,140.

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	259,140.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,114.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	896.
c	Add lines 2a and 2b	2c	8,010.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	251,130.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	251,130.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	251,130.

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	237,073.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	237,073.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	237,073.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				251,130.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			216,889.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 237,073.				
a Applied to 2012, but not more than line 2a			216,889.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				20,184.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				230,946.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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 2013, 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)

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 ATTACHED STATEMENT	N/A	PUBLIC	INSTITUTIONAL SUPPORT	229,658.
Total			3a	229,658.
b Approved for future payment				
NONE				
Total			3b	0.

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| | d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: Brian Stephens Date: 11/7/14 Title: TREASURER

May the IRS discuss this return with the preparer shown below (see instr. 9)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	LAURA J. GILLESPIE	<i>Laura J Gillespie</i>	11/6/14		P00855604
	Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
	Firm's address ▶ 111 S. WACKER DRIVE CHICAGO, IL 60606-4301			Phone no. 312-486-1000	

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	SHORT TERM CAPITAL GAIN FROM HARRIS FAMILY REP-PF	P	VARIOUS	VARIOUS
b	SHORT TERM CAPITAL GAIN FROM WHI GROWTH FUND, L.P.	P	VARIOUS	VARIOUS
c	SHORT TERM CAPITAL GAIN FROM WHI FIXED INCOME FUN	P	VARIOUS	VARIOUS
d	SHORT TERM CAPITAL GAIN FROM FIXED INCOME FUND II	P	VARIOUS	VARIOUS
e	SHORT TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-	P	VARIOUS	VARIOUS
f	SHORT TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
g	SHORT TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
h	SHORT TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
i	SHORT TERM CAPITAL GAIN FROM WHI REALTY FUND III,	P	VARIOUS	VARIOUS
j	SHORT TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC	P	VARIOUS	VARIOUS
k	LONG TERM CAPITAL LOSS FROM HARRIS VENTURE PARTNE	P	VARIOUS	VARIOUS
l	LONG TERM CAPITAL GAIN FROM WHI GROWTH FUND, L.P.	P	VARIOUS	VARIOUS
m	LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
n	LONG TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
o	LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS

(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 3,246.			3,246.
b 29,571.			29,571.
c 42.			42.
d 137.			137.
e 3,465.			3,465.
f		116.	<116.>
g 518.			518.
h		424.	<424.>
i 907.			907.
j		295.	<295.>
k		3,541.	<3,541.>
l 238,202.			238,202.
m		1,702.	<1,702.>
n 26,468.			26,468.
o		1,023.	<1,023.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,246.
b			29,571.
c			42.
d			137.
e			3,465.
f			<116.>
g			518.
h			<424.>
i			907.
j			<295.>
k			<3,541.>
l			238,202.
m			<1,702.>
n			26,468.
o			<1,023.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	LONG TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS
b	LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
c	LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
d	LONG TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
e	LONG TERM CAPITAL GAIN FROM WHI REALTY FUND II, L	P	VARIOUS	VARIOUS
f	LONG TERM CAPITAL GAIN FROM WHI REALTY FUND III,	P	VARIOUS	VARIOUS
g	LONG TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC	P	VARIOUS	VARIOUS
h	LONG TERM CAPITAL LOSS FROM WHI VENTURES FUND I,	P	VARIOUS	VARIOUS
i	SECTION 1231 GAIN FROM WHI FIXED INCOME FUND III,	P	VARIOUS	VARIOUS
j	SECTION 1231 GAIN FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS
k	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
l	SECTION 1231 GAIN FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
m	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
n	SECTION 1231 GAIN FROM WHI REAL ESTATE PARTNERS I	P	VARIOUS	VARIOUS
o	SECTION 1231 GAIN FROM WHI REALTY FUND II, L.P. K	P	VARIOUS	VARIOUS

(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 2,552.			2,552.
b 3,098.			3,098.
c 8,513.			8,513.
d		1,928.	<1,928.>
e 9,945.			9,945.
f 370.			370.
g		806.	<806.>
h		2,529.	<2,529.>
i 121.			121.
j 22.			22.
k		10.	<10.>
l 942.			942.
m		53.	<53.>
n 866.			866.
o 5,967.			5,967.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,552.
b			3,098.
c			8,513.
d			<1,928.>
e			9,945.
f			370.
g			<806.>
h			<2,529.>
i			121.
j			22.
k			<10.>
l			942.
m			<53.>
n			866.
o			5,967.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K-1	P	VARIOUS	VARIOUS
b	SECTION 1231 GAIN FROM WHI VENTURES FUND I, LLC K	P	VARIOUS	VARIOUS
c	SECTION 1256 LOSS FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS
d	UBI SHORT TERM CAPITAL GAIN FROM WHI NFP FUND, LL	P	VARIOUS	VARIOUS
e	UBI SHORT TERM CAPITAL GAIN FROM WHI PRIVATE EQUI	P	VARIOUS	VARIOUS
f	UBI SHORT TERM CAPITAL LOSS FROM WHI PRIVATE EQUI	P	VARIOUS	VARIOUS
g	UBI SHORT TERM CAPITAL GAIN FROM WHI REALTY FUND	P	VARIOUS	VARIOUS
h	UBI SHORT TERM CAPITAL LOSS FROM WHI REALTY FUND,	P	VARIOUS	VARIOUS
i	UBI LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME	P	VARIOUS	VARIOUS
j	UBI LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME	P	VARIOUS	VARIOUS
k	UBI LONG TERM CAPITAL GAIN FROM WHI NFP FUND, LLC	P	VARIOUS	VARIOUS
l	UBI LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUIT	P	VARIOUS	VARIOUS
m	UBI LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUIT	P	VARIOUS	VARIOUS
n	UBI LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUIT	P	VARIOUS	VARIOUS
o	UBI LONG TERM CAPITAL GAIN FROM WHI REALTY FUND I	P	VARIOUS	VARIOUS

(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 821.			821.
b 1,674.			1,674.
c		26.	<26.>
d 1,063.		1,063.	0.
e 242.		242.	0.
f			0.
g 823.		823.	0.
h			0.
i			0.
j			0.
k 1,409.		1,409.	0.
l 314.		314.	0.
m 324.		324.	0.
n 582.		582.	0.
o 99.		99.	0.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			821.
b			1,674.
c			<26.>
d			0.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			0.
m			0.
n			0.
o			0.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	UBI LONG TERM CAPITAL LOSS FROM WHI REALTY FUND,	P	VARIOUS	VARIOUS
b	UBI SECTION 1231 GAIN FROM WHI REAL ESTATE PARTNE	P	VARIOUS	VARIOUS
c	UBI SECTION 1231 GAIN FROM WHI REALTY FUND II, L.	P	VARIOUS	VARIOUS
d	UBI SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K	P	VARIOUS	VARIOUS
e	UBI RECLASS	P	VARIOUS	VARIOUS
f	LONG TERM CAPITAL LOSS FROM PASS-THROUGH	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			0.
b	482.	482.	0.
c	5,315.	5,315.	0.
d	723.	723.	0.
e	<10,458.>		<10,458.>
f		111.	<111.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			0.
b			0.
c			0.
d			0.
e			<10,458.>
f			<111.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	314,425.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SHORT TERM CAPITAL GAIN FROM HARRIS FAMILY REP-PF K-1	PURCHASED	VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,246.	0.	0.	0.	3,246.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SHORT TERM CAPITAL GAIN FROM WHI GROWTH FUND, L.P. K-1	PURCHASED	VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
29,571.	0.	0.	0.	29,571.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SHORT TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND II, LLC K-1	PURCHASED	VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
42.	0.	0.	0.	42.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM CAPITAL GAIN FROM FIXED INCOME FUND III, L.P. K-1	137.	0.	0.	0.	137.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	3,465.	0.	0.	0.	3,465.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	0.	0.	116.	0.	<116.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	518.	0.	0.	0.	518.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SHORT TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	0.	0.	424.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SHORT TERM CAPITAL GAIN FROM WHI REALTY FUND III, L.P. K-1	907.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SHORT TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC K-1	0.	0.	295.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LONG TERM CAPITAL LOSS FROM HARRIS VENTURE PARTNERS, LLC K-1	0.	0.	3,541.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LONG TERM CAPITAL GAIN FROM WHI GROWTH FUND, L.P. K-1	238,202.	0.	0.	0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	0.	0.	1,702.	0.	<1,702.>	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LONG TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND III, L.P. K-1	26,468.	0.	0.	0.	26,468.	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND, LLC K-1	0.	0.	1,023.	0.	<1,023.>	VARIOUS

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,552.	0.	0.	0.	2,552.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,098.	0.	0.	0.	3,098.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,513.	0.	0.	0.	8,513.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	1,928.	0.	<1,928.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL GAIN FROM WHI REALTY FUND II, L.P. K-1	9,945.	0.	0.	0.	9,945.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL GAIN FROM WHI REALTY FUND III, L.P. K-1	370.	0.	0.	0.	370.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC K-1	0.	0.	806.	0.	<806.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL LOSS FROM WHI VENTURES FUND I, LLC K-1	0.	0.	2,529.	0.	<2,529.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI FIXED INCOME FUND III, L.P. K-1	121.	0.	0.	0.	121.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI NFP FUND, LLC K-1	22.	0.	0.	0.	22.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	0.	0.	10.	0.	<10.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	942.	0.	0.	0.	942.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	0.	0.	53.	0.	<53.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI REAL ESTATE PARTNERS I-F, L.P. K-1	866.	0.	0.	0.	866.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI REALTY FUND II, L.P. K-1	5,967.	0.	0.	0.	5,967.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K-1	821.	0.	0.	0.	821.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI VENTURES FUND I, LLC K-1	1,674.	0.	0.	0.	1,674.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 LOSS FROM WHI NFP FUND, LLC K-1	0.	0.	26.	0.	<26.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SHORT TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	1,063.	0.	0.	0.	1,063.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SHORT TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MNGRS FUND IV, L.P. K-1	242.	0.	0.	0.	242.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SHORT TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MNGRS FUND, LLC K-1	0.	0.	4.	0.	<4.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SHORT TERM CAPITAL GAIN FROM WHI REALTY FUND III, L.P. K-1	823.	0.	0.	0.	823.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SHORT TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC K-1	0.	0.	255.	0.	<255.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	0.	0.	253.	0.	<253.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND III, L.P. K-1	0.	0.	236.	0.	<236.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	1,409.	0.	0.	0.	1,409.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MNGRS FUND III, L.P. K-1	314.	0.	0.	0.	314.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MNGRS FUND IV, L.P. K-1	324.	0.	0.	0.	324.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MNGRS FUND, LLC K-1	582.	0.	0.	0.	582.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL GAIN FROM WHI REALTY FUND III, L.P. K-1	99.	0.	0.	0.	99.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI LONG TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC K-1	0.	0.	170.	0.	<170.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SECTION 1231 GAIN FROM WHI REAL ESTATE PARTNERS I-F, L.P. K-1	482.	0.	0.	0.	482.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SECTION 1231 GAIN FROM WHI REALTY FUND II, L.P. K-1	5,315.	0.	0.	0.	5,315.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K-1	723.	0.	0.	0.	723.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI RECLASS	<10,458.>	0.	0.	0.	<10,458.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL LOSS FROM PASS-THROUGH	0.	0.	111.	0.	<111.>

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	324,883.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
WHI AGENCY INTEREST	60.	60.	
TOTAL TO PART I, LINE 3	60.	60.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
DIVIDEND INCOME FROM HARRIS FAMILY REP-PF K-1	1,927.	0.	1,927.	1,927.		
DIVIDEND INCOME FROM SANFORD BERNSTEIN	4,584.	0.	4,584.	4,584.		
DIVIDEND INCOME FROM WHI FIXED INCOME FUND II,	317.	0.	317.	317.		
DIVIDEND INCOME FROM WHI FIXED INCOME FUND, LLC	9.	0.	9.	9.		
DIVIDEND INCOME FROM WHI FIXED INCOME III, LLC	3,279.	0.	3,279.	3,279.		
DIVIDEND INCOME FROM WHI GROWTH FUND, L.P. K-1	13,855.	0.	13,855.	13,855.		
DIVIDEND INCOME FROM WHI NFP FUND, LLC K-1	3,968.	0.	3,968.	3,968.		
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS	1,008.	0.	1,008.	1,008.		
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS	1,639.	0.	1,639.	1,639.		
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS	1,393.	0.	1,393.	1,393.		
DIVIDEND INCOME FROM WHI REALTY FUND II, L.P. K-1	3,625.	0.	3,625.	3,625.		
DIVIDEND INCOME FROM WHI REALTY FUND III, L.P. K-1	501.	0.	501.	501.		
DIVIDEND INCOME FROM WHI REALTY FUND, LLC K-1	1.	0.	1.	1.		
INTEREST FROM U.S. OBLIGATIONS FROM WHI FIXED INCOME	1,145.	0.	1,145.	1,145.		
INTEREST INCOME FROM HARRIS FAMILY REP-PF K-1	925.	0.	925.	925.		
INTEREST INCOME FROM WHI FIXED INCOME FUND II,	2,117.	0.	2,117.	2,117.		

INTEREST INCOME FROM WHI FIXED INCOME FUND III,	22,978.	0.	22,978.	22,978.
INTEREST INCOME FROM WHI FIXED INCOME FUND, LLC	222.	0.	222.	222.
INTEREST INCOME FROM WHI GROWTH FUND, L.P. K-1	45.	0.	45.	45.
INTEREST INCOME FROM WHI MORULA FUND II, L.P. K-1	28.	0.	28.	28.
INTEREST INCOME FROM WHI NFP FUND, LLC K-1	2,642.	0.	2,642.	2,642.
INTEREST INCOME FROM WHI PRIVATE EQUITY MANAGERS	374.	0.	374.	374.
INTEREST INCOME FROM WHI PRIVATE EQUITY MANAGERS	4,568.	0.	4,568.	4,568.
INTEREST INCOME FROM WHI PRIVATE EQUITY MANAGERS	543.	0.	543.	543.
INTEREST INCOME FROM WHI REAL ESTATE PARTNERS	1.	0.	1.	1.
INTEREST INCOME FROM WHI REALTY FUND II, L.P. K-1	181.	0.	181.	181.
INTEREST INCOME FROM WHI REALTY FUND III, L.P. K-1	20.	0.	20.	20.
INTEREST INCOME FROM WHI REALTY FUND, LLC K-1	192.	0.	192.	192.
INTEREST INCOME FROM WHI VENTURE FUND I, LLC K-1	5.	0.	5.	5.
SECTION 988 INCOME FROM WHI FIXED INCOME FUND, LLC	21.	0.	21.	21.
SECTION 988 INCOME FROM WHI NFP FUND, LLC K-1	1,968.	0.	1,968.	1,968.
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS	269.	0.	269.	269.
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS	308.	0.	308.	308.
TO PART I, LINE 4	74,658.	0.	74,658.	74,658.

FORM 990-PF

RENTAL INCOME

STATEMENT

4

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME FROM HARRIS FAMILY REP-PF K-1	1	1,220.
RENTAL INCOME FROM WHI NFP FUND, LLC K-1	2	<208.>
RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND FUND III, L.P. K-1	3	<58.>
RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	4	<1,876.>
RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	5	13.
RENTAL INCOME FROM WHI REAL ESTATE PARTNERS I-F, L.P. K-1	6	317.
RENTAL FROM WHI FIXED INCOME FUND III, L.P. K-1	7	257.
RENTAL FROM WHI FIXED INCOME FUND II, L.P. K-1	8	924.
RENTAL FROM WHI FIXED INCOME FUND III, L.P. K-1	9	<864.>
RENTAL FROM WHI REALTY FUND, LLC K-1	10	7.
OTHER RENTAL INCOME FROM WHI REALTY FUND, LLC K-1	11	<2.>
OTHER RENTAL INCOME FROM WHI NFP FUND, LLC K-1	12	8.
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	13	1.
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	14	<145.>
OTHER RENTAL INCOME FROM WHI REALTY FUND II, L.P. K-1	15	3.
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MNGRS FUND IV, L.P. K-1	16	<5,196.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<5,599.>

FORM 990-PF

OTHER INCOME

STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME FROM WHI NFP FUND, LLC K-1	31.	31.	
ROYALTY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	10.	10.	
PASSIVE INCOME FROM WHI FIXED INCOME FUND III, L.P. K-1	14,315.	14,315.	
PASSIVE INCOME FROM WHI MORULA FUND II, L.P. K-1	5.	5.	
PASSIVE INCOME FROM WHI NFP FUND, LLC K-1	<167.>	<167.>	
PASSIVE INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	<3,372.>	<3,372.>	
PASSIVE INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	2,394.	2,394.	
PASSIVE INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	630.	630.	
PASSIVE INCOME FROM WHI REAL ESTATE PARTNERS I-F, L.P. K-1	<24.>	<24.>	
PASSIVE INCOME FROM WHI REALTY FUND II, L.P. K-1	643.	643.	
PASSIVE INCOME FROM WHI REALTY FUND III, L.P. K-1	<5.>	<5.>	
PASSIVE INCOME FROM WHI REALTY FUND, LLC K-1	<426.>	<426.>	
PASSIVE INCOME FROM WHI VENTURES FUND I, LLC K-1	<269.>	<269.>	
OTHER PORTFOLIO INCOME FROM HARRIS FAMILY REP-PF K-1	28.	28.	
OTHER PORTFOLIO INCOME FROM WHI GROWTH FUND, L.P. K-1	2,722.	2,722.	
OTHER PORTFOLIO INCOME FROM WHI FIXED INCOME FUND II, LLC K-1	<437.>	<437.>	
OTHER PORTFOLIO INCOME FROM WHI FIXED INCOME FUND III, L.P. K-1	1,719.	1,719.	
OTHER PORTFOLIO INCOME FROM WHI NFP FUND, LLC K-1	46,175.	46,175.	
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUIYT MANAGERS FUND III, L.P. K-1	6.	6.	
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	1,112.	1,112.	
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	24.	24.	
OTHER PORTFOLIO INCOME FROM WHI REALTY FUND II, L.P. K-1	2,447.	2,447.	

OTHER PORTFOLIO INCOME FROM WHI REALTY FUND III, L.P. K-1	<7.>	<7.>
OTHER PORTFOLIO INCOME FROM WHI REALTY FUND, LLC K-1	254.	254.
OTHER PORTFOLIO INCOME FROM WHI VENTURES FUND I, LLC K-1	1.	1.
OTHER NONPASSIVE FROM WHI FIXED INCOME FUND III, L.P. K-1	<676.>	<676.>
OTHER NONPASSIVE FROM WHI NFP FUND, LLC K-1	24,326.	24,326.
OTHER NONPASSIVE FROM WHI PRIVATE EQUIYT MANAGERS FUND III, L.P. K-1	236.	236.
OTHER NONPASSIVE FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	<460.>	<460.>
OTHER NONPASSIVE FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	<79.>	<79.>
OTHER NONPASSIVE FROM WHI REALTY FUND III, L.P. K-1	<3.>	<3.>
OTHER NONPASSIVE FROM WHI REALTY FUND, LLC K-1	7.	7.
OTHER INCOME FROM WHI NFP FUND, LLC K-1	2.	2.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	427.	427.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	2.	2.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	147.	147.
OTHER INCOME FROM WHI REALTY FUND, LLC K-1	9.	9.
OTHER INCOME SECURITIES TRADER MTM ELECTION FROM WHI FIXED INCOME FUND III,	2,137.	2,137.
OTHER INCOME SECURITIES TRADER MTM ELECTION FROM WHI NFP FUND, LLC K-1	5,331.	5,331.
OTHER INCOME SECURITIES TRADER MTM ELECTION FROM WHI REALTY FUND	215.	215.
UBI OTHER LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	<709.>	0.
UBI OTHER GAIN FROM WHI FIXED INCOME FUND III, L.P. K-1	4,207.	0.
UBI OTHER LOSS FROM WHI NFP FUND, LLC K-1	<3,089.>	0.
UBI OTHER LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	<3,259.>	0.
UBI OTHER GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	652.	0.
UBI OTHER LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	<262.>	0.
UBI OTHER GAIN FROM WHI REAL ESTATE PARTNERS I-F L.P. K-1	517.	0.
UBI OTHER GAIN FROM WHI REALTY FUND II, L.P. K-1	393.	0.
UBI OTHER LOSS FROM WHI REALTY FUND III, L.P. K-1	<97.>	0.

UBI OTHER LOSS FROM WHI REALTY
FUND, LLC K-1
UBI OTHER INCOME RECLASS
NONTAXABLE INCOME
STATE INCOME TAX REFUND

<552.> 0.
2,199. 2,199.
85. 0.
4,000. 0.

TOTAL TO FORM 990-PF, PART I, LINE 11

103,515. 101,629.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	30,300.	22,900.		7,400.
TO FORM 990-PF, PG 1, LN 16B	30,300.	22,900.		7,400.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES FROM WHI GROWTH FUND, L.P. K-1	147.	147.		0.
FOREIGN TAXES FROM WHI FIXED INCOME FUND II, LLC K-1	4.	4.		0.
FOREIGN TAXES FROM WHI FIXED INCOME FUND III, L.P. K-1	194.	194.		0.
FOREIGN TAXES FROM WHI FIXED INCOME FUND, LLC K-1	1.	1.		0.
FOREIGN TAXES FROM WHI NFP FUND, LLC K-1	137.	137.		0.
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND III, L.P. K-1	60.	60.		0.
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	113.	113.		0.
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	172.	172.		0.
FOREIGN TAXES FROM WHI REALTY FUND, LLC K-1	140.	140.		0.
STATE INCOME TAX PAYMENTS	1,500.	0.		0.
FEDERAL INCOME TAX PAYMENTS	5,250.	0.		0.
TAXES PAID ON BEHALF OF WHI PRIVATE EQUITY MANAGERS FUND III, L.P.	126.	0.		0.
TAXES PAID ON BEHALF OF WHI PRIVATE EQUITY MANAGERS FUND IV, L.P. K-1	184.	0.		0.
TAXES PAID ON BEHALF OF WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	173.	0.		0.
TAXES PAID ON BEHALF OF WHI REALTY FUND II, L.P. K-1	94.	0.		0.
TAXES PAID ON BEHALF OF WHI REALTY FUND, LLC K-1	123.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,418.	968.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	88.	0.		15.
INVESTMENT ADVISORY FEES	5,081.	5,081.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM HARRIS VENTURE PARTNER, K-1	108.	108.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM HARRIS FAMILY REP P-F, K-1	1,216.	1,216.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI GROWTH FUND, K-1	21,938.	21,938.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME-2% FROM WHI FIXED INCOME FUND II, K-1	1,308.	1,308.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME-2% FROM WHI FIXED INCOME FUND III, K-1	11,209.	11,209.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI FIXED INCOME FUND, K-1	185.	185.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI MORULA FUND II, K-1	2,180.	2,180.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI NFP FUND, K-1	29,278.	29,278.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI PRIVATE EQUITY III, K-1	3,733.	3,733.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI PRIVATE EQUITY IV, K-1	8,182.	8,182.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI PRIVATE EQUITY, K-1	2,252.	2,252.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI REAL ESTATE I-F K-1	1.	1.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI REALTY FUND II, K-1	2,653.	2,653.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI REALTY FUND III, K-1	769.	769.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME -2% FROM WHI REALTY FUND, K-1	416.	416.		0.

DEDUCTIONS RELATED TO			
PORTFOLIO INCOME -2% FROM			
WHI VENTURES FUND I, K-1	108.	108.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI FIXED INCOME			
FUND III, K-1	44.	44.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI NFP FUND,			
LLC K-1	5.	5.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI PRIVATE			
EQUITY III, K-1	52.	52.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI PRIVATE			
EQUITY IV, K-1	70.	70.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI PRIVATE			
EQUITY, K-1	167.	167.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI REAL ESTATE			
PARTNERS I-F, K-1	175.	175.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI REALTY FUND			
II, K-1	14.	14.	0.
DEDUCTIONS MISCELLANEOUS -			
NON 2% FROM WHI REALTY FUND			
III, K-1	485.	485.	0.
DEDUCTIONS - ROYALTY INCOME			
FROM WHI NFP FUND, K-1	3.	3.	0.
INTEREST EXP. ON INVESTMENT			
DEBTS-SCHEDULE A FROM HARRIS			
FAMILY REP-PF, K-1	93.	93.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI GROWTH FUND, K-1	4,313.	4,313.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI FIXED INC II, K-1	333.	333.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI FIXED INC III, K-1	1,455.	1,455.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI MORULA FUND II, K-	18.	18.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI NFP FUND, K-1	1,990.	1,990.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI PRIVATE III, K-1	154.	154.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI PRIVATE IV, K-1	279.	279.	0.
INTEREST EXPENSE ON			
INVESTMENT DEBTS -SCHEDULE A			
FROM WHI PRIVATE, K-1	288.	288.	0.

INTEREST EXPENSE ON INVESTMENT DEBTS -SCHEDULE A FROM WHI REALTY II, K-1	151.	151.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS-SCHEDULE A FROM WHI REALTY FUND III, K-1	495.	495.	0.
INTEREST EXP. ON INVESTMENT DEBTS-SCHEDULE E FROM WHI FIXED INCOME III, K-1	1,581.	1,581.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS-SCHEDULE E FROM WHI NFP FUND, K-1	257.	257.	0.
SECTION 179 EXPENSE FROM WHI FIXED INCOME FUND III, K-1	4.	4.	0.
SECTION 179 EXPENSE FROM WHI PRIVATE EQUITY MANAGERS FUND IV, K-1	1.	1.	0.
SECTION 179 EXPENSE FROM WHI PRIVATE EQUITY MANAGERS FUND, K-1	2.	2.	0.
CHARITABLE CONTRIBUTION - 50% FROM HARRIS FAMILY REP-PF, K-1	16.	16.	0.
CHARITABLE CONTRIBUTION - 50% FROM WHI FIXED INCOME FUND III, K-1	144.	144.	0.
CHARITABLE CONTRIBUTION - 50% FROM WHI PRIVATE EQUITY MANAGERS FUND IV, K-1	4.	4.	0.
CHARITABLE CONTRIBUTION - 50% FROM WHI PRIVATE EQUITY MANAGERS FUND, K-1	2.	2.	0.
CHARITABLE CONTRIBUTION - 50% FROM WHI REALTY FUND III, K-1	1.	1.	0.
SECTION 59(E)(2) EXPENDITURES FROM WHI NFP FUND, K-1	63.	63.	0.
SECTION 59(E)(2) EXPENDITURES FROM WHI PRIVATE EQUITY MNGRS III, SECTION 59(E)(2)	42.	42.	0.
EXPENDITURES FROM WHI PRIVATE EQUITY MNGRS FUND SECTION 59(E)(2)	409.	409.	0.
EXPENDITURES FROM WHI PRIVATE EQUITY MNGRS FUND, SECTION 988 LOSS FROM WHI FIXED INCOME FUND II, K-1	11.	11.	0.
SECTION 988 LOSS FROM WHI FIXED INCOME FUND III, K-1	122.	122.	0.
SECTION 988 LOSS FROM WHI FIXED INCOME FUND III, K-1	636.	636.	0.
SECTION 988 LOSS FROM WHI NFP FUND, K-1	224.	224.	0.
SECTION 988 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III, K-1	7.	7.	0.

SECTION 988 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND IV, K-1	154.	154.	0.
SECTION 988 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND, K-1	30.	30.	0.
SECTION 988 LOSS FROM WHI REALTY FUND, K-1	602.	602.	0.
SECTION 987 LOSS FROM WHI NFP FUND, K-1	33.	33.	0.
SECTION 987 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND, K-1	51.	51.	0.
NONDEDUCTIBLE EXPENSES FROM WHI FIXED INCOME FUND III, K-1	28.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI MORULA FUND II, K-1	2.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI NFP FUND, K-1	3.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND III, K-1	41.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND IV, K-1	25.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND, K-1	10.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI REAL ESTATE PARTNERS I-F, K-1	2.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI REALTY FUND II, K-1	27.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI REALTY FUND, K-1	2.	0.	0.
TO FORM 990-PF, PG 1, LN 23	105,825.	105,597.	15.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	FMV	147,320.	151,084.
WHI REALTY FUND, LLC	FMV	21,976.	18,366.
WHI REALTY FUND II, L.P.	FMV	118,053.	98,693.
WHI REALTY FUND III, L.P.	FMV	36,024.	36,041.
WHI VENTURE FUND I, LLC	FMV	24.	0.
WHI PRIVATE EQUITY MANAGERS FUND, LLC	FMV	57,026.	62,793.
WHI GROWTH FUND, L.P.	FMV	1,672,202.	2,139,932.
WHI FIXED INCOME FUND II, LLC	FMV	29,988.	29,044.
WHI NFP, LLC	FMV	1,300,286.	1,614,619.
HARRIS VENTURE PARTNERS, LLC	FMV	2,384.	9,821.
WHI PRIVATE EQUITY MANAGERS FUND III, L.P.	FMV	75,884.	117,823.
WHI FIXED INCOME FUND III, L.P.	FMV	408,663.	342,217.
WHI PRIVATE EQUITY MANAGERS FUND IV, L.P.	FMV	155,389.	213,620.
WHI MORULA FUND II, L.P.	FMV	54,813.	15,171.
WHI REAL ESTATE PARTNERS I-F, L.P.	FMV	11,294.	17,888.
HARRIS FAMILY REP-PF	FMV	108,926.	115,722.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,200,252.	4,982,834.

FORM 990-PF

OTHER ASSETS

STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	124.	114.	114.
TO FORM 990-PF, PART II, LINE 15	124.	114.	114.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS W. MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	PRESIDENT / DIRECTOR 1.00	0.	0.	0.
JACK POLSKY 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	VICE PRESIDENT 1.00	0.	0.	0.
JULIE STEVENSON 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	SECRETARY / DI 1.00	0.	0.	0.
STEPHENS, BETH 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	TREASURER 1.00	0.	0.	0.
NANCY MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Part XV, Line 3A

FEIN #30-0286945

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2013

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
<u>Mako Foundation</u>						
FEIN # 30-0286945						
Association For Macular Diseases Inc.	210 East 64th Street 8th Floor New York, NY 10065	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
Bardavon 1869 Opera House	35 Market Street Poughkeepsie, NY 12601	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,000
Buckley Country Day School	2 IU Willets Road Roslyn, NY 11576	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$500
Camperships for Nebagamon Inc.	PO Box 331 East Troy, WI 53120	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
Catskill Animal Sanctuary	316 Old Stage Rd Saugerties, NY 12477	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,500
City Harvest	6 East 32nd Street, 5th Floor New York, NY 10016	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
Community School Association	900 Lay Road St Louis, MO 63124	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$500
Concerned Citizens Of Montauk, Inc.	P O Box 915 Montauk, NY 11954	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
Correctional Association of New York	2090 Adam Clayton Powell Blvd Suite 200 New York, NY 10027	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
Doctors Without Borders USA, Inc.	333 7th Ave , 2nd Floor New York, NY 10001	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
East Hampton Food Pantry	219 Accabonac Road East Hampton, NY 11937	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,500
Ellen P. Hermanson Foundation	200 West End Avenue, Suite 12G New York, NY 10023	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
Elting Library	93 Main Street New Paltz, NY 12561	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$750
Equine Rescue	PO Box 392 Walden, NY 12586-0392	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,000
Family of Woodstock	PO Box 3516 Kingston, NY 12402	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,000
Food Bank for NYC - Food for Survival	39 Broadway, 10th Floor New York, NY 10006	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
Food Bank of the Hudson Valley	195 Hudson St Cornwall on Hudson, NY 12520	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$7,500
Friends Academy	270 Duck Pond Road Locust Valley, NY 11560	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$500

Part XV, Line 3A

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2013

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Gardiner Library	133 Farmers Turnpike Gardiner, NY 12525	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$500
Hampshire College- as fiscal sponsor for Civil Liberties and Public Policy (CLPP)	893 West Street Amherst, MA 01002	N/A	PC	General Operating Support/Annual Gift	12/31/2013	\$158
Hampshire College Trustees	Hampshire College 893 West Street Amherst, MA 01002	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,000
HealthConnect One	1436 W Randolph Street, 4th Floor Chicago, IL 60607	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
High Mountain Institute	PO Box 970 Leadville, CO 80461	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,000
Hudson Link for Higher Education in Prison	23 Spring St. Ossining, NY 10562	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$1,500
Hudson River Housing	313 Mill Street Poughkeepsie, NY 12601	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
Hudson River Sloop Clearwater, Inc.	724 Wolcott Ave Beacon, NY 12508	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
Huguenot Historical Society New Paltz NY Inc.	18 Broadhead Avenue New Paltz, NY 12561-1403	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$750
International Medical Corps	1919 Santa Monica Blvd , Suite 400 Santa Monica, CA 90404	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
Long Island Pine Barrens Society	547 E Main St Riverhead, NY 11901	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
Mohonk Preserve	PO Box 715 New Paltz, NY 12561	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
NARAL Pro-Choice America Foundation	1156 15th Street, N.W , Suite 700 Washington, DC 20005	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$15,000
Nation Institute	116 E 16th Street, 8th Floor New York, NY 10003	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$7,500
Natural Resources Defense Council, Inc.	40 West 20th Street New York, NY 10011	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$20,000
Nature Conservancy- Eastern NY Branch	265 Chestnut Ridge Road Mount Kisco, NY 10549	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
Northern California Community Loan Fund	870 Market Street Suite 677 San Francisco, CA 94102	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
Partners in Health	888 Commonwealth Ave , 3rd Floor Boston, MA 02215	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$15,000
Planned Parenthood Federation of America, Inc.	434 West 33rd Street New York, NY 10001	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000

Part XV, Line 3A

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2013

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Planned Parenthood of the Mid-Hudson Valley	178 Church St. Poughkeepsie, NY 12601	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$5,000
Poughkeepsie Day School Inc.	260 Boardman Road Poughkeepsie, NY 12603	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,000
Queens Galley	254 Washington Ave Kingston, NY 12401	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
Regional Food Bank	965 Albany-Shaker Road Latham, NY 12110	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,000
San Francisco School	300 Gaven Street San Francisco, CA 94134	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
Share Our Strength, Inc.	1730 M Street N W , Suite 700 Washington, DC 20036	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$10,000
Solar Electric Light Fund	1612 K Street NW, Suite 300 Washington, DC 20006	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$2,500
Southern Poverty Law Center, Inc.	400 Washington Avenue Montgomery, AL 36104	N/A	PC	General Operating Support/Annual Gift	12/16/2013	\$20,000

Total Mako Foundation (45 items)**\$229,658**

- 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).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	MAKO FOUNDATION	30-0286945
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	191 N. WACKER DRIVE, NO. 1500	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CHICAGO, IL 60606-1899	

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

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 (other than individual)	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.

WILLIAM HARRIS INVESTORS, INC. - 191 NORTH WACKER DRIVE,

- The books are in the care of
- ☒
- SUITE 1500 - CHICAGO, IL 60606-1899

Telephone No. ☒ (312) 621-0590Fax 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.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.5 For calendar year 2013, or other tax year beginning , and ending .6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ALL INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN HAS NOT BEEN RECEIVED. AN EXTENSION OF TIME TO FILE IS HEREBY REQUESTED.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	9,808.
b If this application is for Forms 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	\$	9,808.
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 ☒ Title ☒ CPADate ☒ 8/11/2014

Form 8868 (Rev. 1-2014)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

- **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

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

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

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

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

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

Part I only

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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	MAKO FOUNDATION	30-0286945
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 191 N. WACKER DRIVE, NO. 1500	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60606-1899	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	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

WILLIAM HARRIS INVESTORS, INC. - 191 NORTH WACKER DRIVE,

- The books are in the care of ► **SUITE 1500 - CHICAGO, IL 60606-1899**
Telephone No. ► **(312) 621-0590** Fax No. ► ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► ☒ calendar year **2013** or

► ☐ tax year beginning _____, and ending _____.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	9,808.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	9,808.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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