Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
THE 1111 FOUNDATION

A Employer identification number
46-1463656

Number and street (or P O box number if mail is not delivered to street address) Room/suite
ONE MEDLINE PL

B Telephone number (see instructions)
(847) 643-4343

City or town, state or province, country, and ZIP or foreign postal code
MUNDELEIN, IL 60060

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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)* ▶$ 8,703,985

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	166,538	166,538		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	358,696			
	b	Gross sales price for all assets on line 6a 3,573,114				
	7	Capital gain net income (from Part IV, line 2)		358,696		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	525,234	525,234		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	41,936	41,936		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	8,000	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15,935	0		1,571
	24	**Total operating and administrative expenses.** Add lines 13 through 23	65,871	41,936		1,571
	25	Contributions, gifts, grants paid	1,606,730			1,606,730
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,672,601	41,936		1,608,301
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,147,367			
	b	**Net investment income** (if negative, enter -0-)		483,298		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	411,738	151,924	151,924
3	Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
4	Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	5,515,720	4,582,868	5,759,786
c	Investments—corporate bonds (attach schedule)	2,650,000	2,676,279	2,746,701
11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	26,554	45,574	45,574
14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
15	Other assets (describe ▶ ______)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	8,604,012	7,456,645	8,703,985
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ ______)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	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	8,604,012	7,456,645	
30	**Total net assets or fund balances** (see instructions)	8,604,012	7,456,645	
31	**Total liabilities and net assets/fund balances** (see instructions)	8,604,012	7,456,645	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,604,012
2	Enter amount from Part I, line 27a	2	-1,147,367
3	Other increases not included in line 2 (itemize) ▶ ______	3	0
4	Add lines 1, 2, and 3	4	7,456,645
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	7,456,645

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)
1 a	PUBLICLY TRADED SECURITIES	D		
b	CAPITAL GAINS DIVIDENDS	P		
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	3,557,378		3,214,418	342,960
b	15,736			15,736
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				342,960
b				15,736
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	358,696
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2013	1,059,401	10,255,003	0 103306
2012	0	9,726,087	0 000000
2011			
2010			
2009			

2	**Total** of line 1, column (d).	2	0 103306
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 051653
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	9,195,533
5	Multiply line 4 by line 3.	5	474,977
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,833
7	Add lines 5 and 6.	7	479,810
8	Enter qualifying distributions from Part XII, line 4.	8	1,608,301

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	4,833
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	4,833
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	4,833
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	11,869		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	11,869
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	7,036
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 7,036 **Refunded** ▶			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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶LAURA KNUDSON Telephone no ▶(847) 643-4343

Located at ▶ONE MEDLINE PL MUNDELEIN IL ZIP+4 ▶60060

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 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		No
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES D ABRAMS ONE MEDLINE PLACE MUNDELEIN,IL 60060	CO-PRESIDENT 1 00	0	0	0
WENDY D ABRAMS ONE MEDLINE PLACE MUNDELEIN,IL 60060	CO-PRESIDENT 1 00	0	0	0
LAURA KNUDSON ONE MEDLINE PLACE MUNDELEIN,IL 60060	DIRECTOR 1 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶	0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	8,835,818
b	Average of monthly cash balances			1b	499,749
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	9,335,567
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	9,335,567
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	140,034
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	9,195,533
6	**Minimum investment return.** Enter 5% of line 5			6	459,777

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	459,777
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4,833		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,833
3	Distributable amount before adjustments Subtract line 2c from line 1			3	454,944
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	454,944
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	454,944

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	1,608,301
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	1,608,301
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	4,833
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,603,468

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				454,944
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013. 508,094				
f Total of lines 3a through e.	508,094			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 1,608,301				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				454,944
e Remaining amount distributed out of corpus	1,153,357			
5 Excess distributions carryover applied to 2014	0			0
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,661,451			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,661,451			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . . 508,094				
e Excess from 2014. . . . 1,153,357				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

See Additional Data Table

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,606,730
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	166,538	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	358,696	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		525,234	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 525,234

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

******	2015-04-29	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MARK THOMSON		2015-04-29		P00079658

Firm's name ▶ OSTROW REISIN BERK & ABRAMS LTD

Firm's EIN ▶ 36-2938874

Firm's address ▶ 455 N CITYFRONT PLAZA DR SUITE 1500 CHICAGO, IL 60611

Phone no (312) 670-7444

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000).

JAMES D ABRAMS
WENDY D ABRAMS

Form 990PF Part XV Line 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*				
350ORG 20 JAY STREET SUITE 1010 BROOKLYN, NY 11201	NONE	PC	GENERAL SUPPORT	10,000
ACADEMY FOR GLOBAL CITIZENSHIP 4647 W 47TH STREET CHICAGO, IL 60632	NONE	PC	GENERAL SUPPORT	10,000
ADAM DON FOUNDATION 9801 ADAM DON PKWY WOODRIDGE, IL 60517	NONE	PC	GENERAL SUPPORT	1,000
ALZHEIMER'S ASSOCIATION 225 N MICHIGAN AVE STE 1700 CHICAGO, IL 60601	NONE	PC	GENERAL SUPPORT	10,000
AMERICAN COMMITTEE FOR THE WEIZMANN INSTITUTE OF SCIENCE 180 N LASALLE ST 3110 CHICAGO, IL 60601	NONE	PC	GENERAL SUPPORT	10,000
AMERICAN JEWISH COMMITTEE 55 E MONROE ST 2930 CHICAGO, IL 60603	NONE	PC	GENERAL SUPPORT	5,000
ANTI DEFAMATION LEAGUE 120 S LASALLE ST 1150 CHICAGO, IL 60603	NONE	PC	GENERAL SUPPORT	1,000
AUSL - ACADEMY FOR URBAN SCHOOL LEADERSHIP 3400 AUSTIN AVE CHICAGO, IL 60634	NONE	PC	GENERAL SUPPORT	1,000
AUTISM SPEAKS 2700 S RIVER ROAD DES PLAINES, IL 60018	NONE	PC	GENERAL SUPPORT	10,000
BEST BUDDIES 740 N RUSH ST APT 2 CHICAGO, IL 60611	NONE	PC	GENERAL SUPPORT	5,000
BOYS AND GIRLS CLUB OF CHICAGO 550 W VAN BUREN STREET SUITE 350 CHICAGO, IL 60607	NONE	PC	GENERAL SUPPORT	10,000
CAMP HARBOR VIEW FOUNDATION 200 CLARENDON ST 60TH FLOOR BOSTON, MA 02119	NONE	PC	GENERAL SUPPORT	25,000
CENTER FOR AMERICAN PROGRESS 1333 H STREET NW 10TH FLOOR WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	25,000
CENTER FOR ENVIRONMENTAL HEALTH 2201 BROADWAY SUITE 302 OAKLAND, CA 94612	NONE	PC	GENERAL SUPPORT	5,000
CHICAGO BOTANIC GARDEN 1000 LAKE COOK RD GLENCOE, IL 60022	NONE	PC	GENERAL SUPPORT	500
Total . . . . ▶ **3a**				1,606,730

Form 990PF Part XV Line 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*				
CHICAGO SCHOLARS FOUNDATION 247 S STATE STREET CHICAGO, IL 60604	NONE	PC	GENERAL SUPPORT	1,000
CITIZENS UNITED FOR RESEARCH IN EPILEPSY 430 W ERIE STREET 210 CHICAGO, IL 60654	NONE	PC	GENERAL SUPPORT	1,000
CLIMATE CENTRAL 154 GRAND STREET NEW YORK, NY 10013	NONE	PC	GENERAL SUPPORT	10,000
COALITION FOR SAFE MINDS 16033 BOLSA CHICA STREET 104-142 HUNTINGTON BEACH, CA 92649	NONE	PC	GENERAL SUPPORT	3,600
COMMON GROUND FOUNDATION 564 W RANDOLPH STREET 2ND FLOOR CHICAGO, IL 60661	NONE	PC	GENERAL SUPPORT	20,000
COOL GLOBES 1 MEDLINE PLACE MUNDELEIN, IL 60060	NONE	PC	GENERAL SUPPORT	125,000
DESIGNED FOR DIGNITY 222 MERCHANDISE MART SUITE 9-102 CHICAGO, IL 60654	NONE	PC	GENERAL SUPPORT	5,050
ENTERTAINMENT INDUSTRY FOUNDATION 1900 AVENUE OF THE STARS SUITE 1400 LOS ANGELES, CA 90067	NONE	PC	GENERAL SUPPORT	125,000
ENVIRONMENTAL WORKING GROUP 1436 U ST NW 100 WASHINGTON, DC 20009	NONE	PC	GENERAL SUPPORT	5,000
EVANSTON SCHOLARS 1234 SHERMAN AVE 213 EVANSTON, IL 60202	NONE	PC	GENERAL SUPPORT	1,000
EVERGREEN INTERNATIONAL 2404 S WOLCOTT AVE 8-9 CHICAGO, IL 60608	NONE	PC	GENERAL SUPPORT	8,600
FAMILY SERVICE ONE NORTH DEARBORN SUITE 1000 CHICAGO, IL 60602	NONE	PC	GENERAL SUPPORT	1,000
FOCUS ON THE ARTS INC 433 VINE AVE HIGHLAND PARK, IL 60035	NONE	PC	GENERAL SUPPORT	1,000
FOUNDATION OF MITOCHONDRIAL MEDICINE 5424 GLENRIDGE DR NE ATLANTA, GA 30342	NONE	PC	GENERAL SUPPORT	10,000
FROM THE HEART PRODUCTIONS INC 1455 MANDALAY BEACH ROAD OXNARD, CA 93035	NONE	PC	GENERAL SUPPORT	10,000
Total . . . . ▶ 3a				1,606,730

Form 990PF Part XV Line 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*				
GO CAMPAIGN 2461 SANTA MONICA BLVD 437 SANTA MONICA, CA 90404	NONE	PC	GENERAL SUPPORT	5,000
HALCYON THEATRE 3253 W WILSON AVE CHICAGO, IL 60625	NONE	PC	GENERAL SUPPORT	1,000
HIGHLAND PARK COMMUNITY FOUNDATION PO BOX 398 HIGHLAND PARK, IL 60035	NONE	PC	GENERAL SUPPORT	5,000
HOLOCAUST MUSEUM 100 RAOUL WALLENBERG PL SW WASHINGTON, DC 20024	NONE	PC	GENERAL SUPPORT	8,300
INSTITUTE OF WOMEN TODAY 9519 S COMMERICAL AVE CHICAGO, IL 60617	NONE	PC	GENERAL SUPPORT	1,000
JCC 30 SOUTH WELLS ST SUITE 4000 CHICAGO, IL 60606	NONE	PC	GENERAL SUPPORT	1,000
JEWISH UNITED FUND 30 SOUTH WELLS ST CHICAGO, IL 60606	NONE	PC	GENERAL SUPPORT	33,500
JORDAN MICHAEL FILLER FOUNDATION 2421 SHADOW CREEK LANE RIVERWOODS, IL 60015	NONE	PC	GENERAL SUPPORT	5,000
KARTEMQUIN EDUCATIONAL FILM 1901 W WELLINGTON CHICAGO, IL 60657	NONE	PC	GENERAL SUPPORT	20,000
KESHET 617 LANDWEHR RD NORTHBROOK, IL 60062	NONE	PC	GENERAL SUPPORT	10,000
LIFT 1620 I ST NW SUITE 820 WASHINGTON, DC 20006	NONE	PC	GENERAL SUPPORT	2,500
MONTANA LAND RELIANCE PO BOX 355 HELENA, MT 59624	NONE	PC	GENERAL SUPPORT	5,000
MORAINE TOWNSHIP COMMUNITY CHEST 777 CENTRAL AVE HIGHLAND PARK, IL 60035	NONE	PC	GENERAL SUPPORT	444
NEXT GENERATION 1238 ALGONQUIN RD CROWNSVILLE, MD 21032	NONE	PC	GENERAL SUPPORT	100,000
NORTHWESTERN UNIVERSITY 633 CLARK ST EVANSTON, IL 60208	NONE	PC	GENERAL SUPPORT	37,500
Total . . . . ▶ **3a**				1,606,730

Form 990PF Part XV Line 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*				
NY PRESBYTERIAN HOSPITAL AT WCMC 525 E 68TH STREET NEW YORK, NY 10065	NONE	PC	GENERAL SUPPORT	50,000
ONEGOAL 215 W SUPERIOR STREET SUITE 700 CHICAGO, IL 60654	NONE	PC	GENERAL SUPPORT	1,000
ORT AMERICA 3701 COMMERICAL AVE NORTHBROOK, IL 60062	NONE	PC	GENERAL SUPPORT	1,000
OUNCE OF PREVENTION 33 WEST MONROE ST CHICAGO, IL 60303	NONE	PC	GENERAL SUPPORT	2,500
PRO PUBLICA INC 155 AVENUE OF THE AMERICAS 13TH FLOOR NEW YORK, NY 10013	NONE	PC	GENERAL SUPPORT	5,000
RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN RD HIGHLAND PARK, IL 60035	NONE	PC	GENERAL SUPPORT	34,636
RED MOON THEATRE 2120 S JEFFERSON ST CHICAGO, IL 60616	NONE	PC	GENERAL SUPPORT	34,000
RFK CENTER FOR JUSTICE AND HUMAN RIGHTS 1300 19TH STREET NW STE 750 WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	55,000
SOUTH CHICAGO ART CENTER 3217 E 91ST ST CHICAGO, IL 60617	NONE	PC	GENERAL SUPPORT	1,000
TEACH FOR AMERICA 300 W ADAMS ST 1000 CHICAGO, IL 60606	NONE	PC	GENERAL SUPPORT	10,000
THE EDIBLE SCHOOLYARD PROJECT 1517 SHATTUCK AVE BERKELEY, CA 94709	NONE	PC	GENERAL SUPPORT	10,000
THE JAC EDUCATION FOUNDATION PO BOX 105 HIGHLAND PARK, IL 60035	NONE	PC	GENERAL SUPPORT	5,000
THE ZACHARIAS CENTER 4275 OLD GRAND AVE GURNEE, IL 60031	NONE	PC	GENERAL SUPPORT	9,600
TOP BOX FOODS 222 MERCHANDISE MART PLAZA SUITE 202A CHICAGO, IL 60654	NONE	PC	GENERAL SUPPORT	20,000
UNITED WAY OF LAKE COUNTY 330 S GREENLEAF ST GURNEE, IL 60031	NONE	PC	GENERAL SUPPORT	25,000
Total . . . . ▶ **3a**				1,606,730

Form 990PF Part XV Line 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*				
UNIVERSITY OF CHICAGO 5235 S HARPER COURT 4TH FLOOR CHICAGO, IL 60615	NONE	PC	GENERAL SUPPORT	200,000
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE ST SUITE 9000 ANN ARBOR, MI 48109	NONE	PC	GENERAL SUPPORT	105,000
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY OF SOUTHERN CALIFORNIA LOS ANGELES, CA 90089	NONE	PC	GENERAL SUPPORT	250,000
WATERKEEPER ALLIANCE 17 BATTERY PLACE SUITE 1329 NEW YORK, NY 10004	NONE	PC	GENERAL SUPPORT	32,000
WOODROW WILSON INTERNATIONAL CENTER 1300 PENNSYLVANIA AVE NW WASHINGTON, DC 20004	NONE	PC	GENERAL SUPPORT	10,000
WORLD BUSINESS CHICAGO 177 N STATE STREET 500 CHICAGO, IL 60601	NONE	PC	GENERAL SUPPORT	50,000
YOUNG WOMENS LEADERSHIP CHARTER HIGH SCHOOL 2641 S CALUMET AVE CHICAGO, IL 60616	NONE	PC	GENERAL SUPPORT	5,000
Total . . . . ▶ **3a**				1,606,730

TY 2014 Investments Corporate Bonds Schedule

Name: THE 1111 FOUNDATION

EIN: 46-1463656

Name of Bond	End of Year Book Value	End of Year Fair Market Value
THE BANK OF NOVA SCOTIA	200,000	236,879
WELLS FARGO & COMPANY	350,000	374,500
DODGE & COX INCOME FUND	534,622	544,903
PRUDENTIAL TOTAL RETURN BD-Z	532,421	549,190
BLACKROCK HIGH YIELD BOND	385,378	369,689
JPM FLOAT RATE INC FD-SEL	125,000	122,727
DOUBLELINETOTAL RET BD	548,858	548,813

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132015085

TY 2014 Investments Corporate Stock Schedule

Name: THE 1111 FOUNDATION

EIN: 46-1463656

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE, INC.	99,213	373,195
BERKSHIRE HATHAWAY INC.	809,128	1,582,000
SPDR S&P 500 ETF TRUST	521,062	710,962
T ROWE PRICE NEW ASIA	225,000	233,010
GLOBAL ACCESS HEDGE FUND LTD	1,500,000	1,510,093
PIMCO COMMODITY PL STRAT	250,000	179,747
SPDR GOLD TRUST	115,039	113,580
CAPITAL PRIVATE CLIENT SVCS	313,063	299,854
T ROWE PRICE OVERSEAS STOCK	500,000	500,332
BROWN ADV JAPAN ALPHA OPP-IS	70,525	76,485
JPM GLBL RES ENH INDEX FD-SEL	179,838	180,528

TY 2014 Investments - Other Schedule

Name: THE 1111 FOUNDATION

EIN: 46-1463656

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GOLDMAN SACHS PUTS	AT COST	45,574	45,574

TY 2014 Other Expenses Schedule

Name: THE 1111 FOUNDATION

EIN: 46-1463656

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	110	0		110
BANK FEES	1,461	0		1,461
MISCELLANEOUS	14,364	0		0

TY 2014 Other Professional Fees Schedule

Name: THE 1111 FOUNDATION

EIN: 46-1463656

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	41,936	41,936		0

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TY 2014 Taxes Schedule

Name: THE 1111 FOUNDATION

EIN: 46-1463656

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 EXCISE TAX	8,000	0		0