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Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning

DEC 1, 2014

, and ending

NOV 30, 2015

Name of foundation

GEORGE P. KENDALL JR & MARY ANN KENDALL
CHARITABLE FOUNDATION, LTD.

A Employer identification number

36-3432892

Number and street (or P O box number if mail is not delivered to street address)

1105 NORMANDY LANE

Room/suite

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

GLENVIEW, IL 60025

B Telephone number

(847) 729-8292

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

C If exemption application is pending, check here ► H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationD 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ►

I Fair market value of all assets at end of year

J Accounting method: Cash Accrual

(from Part II, col. (c), line 16)

► \$ 281,872. (Part I, column (d) must be on cash basis)

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 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				
2	Check ► <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	7,519.	7,519.	7,519.	Statement 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<785.>			
b	Gross sales price for all assets on line 6a	113,468.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain			0.	
9	Income-modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	3,579.	3,579.	3,579.	Statement 2
12	Total. Add lines 1 through 11.	10,313.	11,098.	11,098.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees Stmt 3	2,600.	0.	0.	0.
c	Other professional fees Stmt 4	1,630.	0.	0.	0.
17	Interest				
18	Taxes Stmt 5	46.	0.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 6	619.	0.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	4,895.	0.	0.	0.
25	Contributions, gifts, grants paid	13,850.			13,850.
26	Total expenses and disbursements. Add lines 24 and 25	18,745.	0.	0.	13,850.
27	Subtract line 26 from line 12:	<8,432.>			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		11,098.		
c	Adjusted net income (if negative, enter -0-)			11,098.	

Assets	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
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments		9,819.	6,607.
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 Stmt 7		166,535.	221,845.
c	Investments - corporate bonds Stmt 8		90,757.	30,227.
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		267,111.	258,679.
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			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0.	0.
Liabilities	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds		224,279.	224,279.
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
29	Retained earnings, accumulated income, endowment, or other funds		42,832.	34,400.
30	Total net assets or fund balances		267,111.	258,679.
31	Total liabilities and net assets/fund balances		267,111.	258,679.

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	267,111.
2	Enter amount from Part I, line 27a	2	<8,432.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	258,679.
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	258,679.

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	113,468.	114,253.	<785. >		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			<785. >		
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	<785. >	
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	<4,109. >	

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.)

N/A

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))
2013			
2012			
2011			
2010			
2009			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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 checked="" type="checkbox"/> and enter "N/A" on line 1.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	
1b	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
1c	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-)
3	Add lines 1 and 2
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:
6a	2014 estimated tax payments and 2013 overpayment credited to 2014
6b	Exempt foreign organizations - tax withheld at source
6c	Tax paid with application for extension of time to file (Form 8868)
6d	Backup withholding erroneously withheld
7	Total credits and payments. Add lines 6a through 6d
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/> 11

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>IL</u>	
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 <i>General Instruction G?</i> <i>If "No," attach explanation</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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)? <i>If "Yes," complete Part XIV</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

GEORGE P. KENDALL JR & MARY ANN KENDALL
CHARITABLE FOUNDATION, LTD.

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Part VII-A Statements Regarding Activities (continued)

11	11	X
12	12	X
13	13	X
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>GEORGE P. KENDALL, JR.</u> Telephone no. ► <u>(847) 729-8292</u> Located at ► <u>1105 NORMANDY LANE, GLENVIEW, IL</u>		ZIP+4 ► <u>60025</u>
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <u>15</u> N/A		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►		

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

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes	<input checked="" 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	N/A ► <u> </u>	
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?	1b	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► <u> </u> , <u> </u> , <u> </u> , <u> </u> , <u> </u>		
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u> </u> , <u> </u> , <u> </u> , <u> </u>	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	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 2014?	4a	X
	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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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)?

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

N/A

►

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

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

Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

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

N/A

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.

(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 9		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

Part VIII | **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) 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.

1	N/A	Expenses
2		
3		
4		

Part IX-B | **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		
3		

All other program-related investments. See instructions.

3		
Total. Add lines 1 through 3	►	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	0.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	0.
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	0.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,607.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	<6,607. >
6	Minimum investment return. Enter 5% of line 5	6	<330. >

Stmt 10

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	
2a	Tax on investment income for 2014 from Part VI, line 5	2a	
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

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	13,850.
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	13,850.
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	13,850.

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)

N/A

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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				
CRISTO REY ST. MARTIN COLLEGE PREP 501 S. Martin Luther King Jr. Ave WAUKEGAN, IL 60085	N/A	501(C)(3)	FURTHER EXEMPT PURPOSE	7,850.
FRIENDS OF SAINT PAUL COLLEGE FOUNDATION 235 MARSHALL AVENUE SAINT PAUL, MN 55102	N/A	501(C)(3)	FURTHER EXEMPT PURPOSE	1,000.
HOLY SPIRIT SCHOOL W 2796 COUNTY ROAD KK APPLETON, WI 54915	N/A	501(C)(3)	FURTHER EXEMPT PURPOSE	500.
JOSEPH ACADEMY 1101 GREGORY ST DES PLAINES, IL 60016	N/A	501(C)(3)	FURTHER EXEMPT PURPOSE	500.
SAN MIGUEL SCHOOL OF CHICAGO 1954 W. 48th STREET, FLOOR 4 CHICAGO, IL 60609-4101	N/A	501(C)(3)	FURTHER EXEMPT PURPOSE	500.
Total	See continuation sheet(s)			► 3a 13,850.
b Approved for future payment				
None				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				7,519.
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				3,579.
8 Gain or (loss) from sales of assets other than inventory				<785.>
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.	0.	10,313.
13 Total. Add line 12, columns (b), (d), and (e)			13	10,313.
(See worksheet in line 13 instructions to verify calculations.)				

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

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

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
- (2) Other assets

- 3 Other transactions:
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

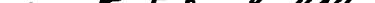
2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

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
 **Jennifer L. Klemm** B-15-16 **PRESIDENT**

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	Stephen J. Brown, CPA		03/09/16	PTIN
	Firm's name ► Bernstein & Brown, P.C.		Firm's EIN ► 36-3183659	
Firm's address ► 3710 Commercial Ave - Suite 11 Northbrook, IL 60062-1846		Phone no. 847-714-9000		

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	\$50,000 CAPITAL ONE BANK REDEMPTION	P	01/15/12	01/12/15
b	CASH IN LIEU GOOGLE INC CL C	P	03/11/14	05/04/15
c	\$10,000 ENTERGY CORP MATURED BOND	P	05/21/12	09/15/15
d	219 SHS MDU RES GROUP INC	P	04/09/13	01/05/15
e	107 SHS PLAINS GP HLDGS LP SHA REP	P	06/17/14	01/13/15
f	50 SHS GATX CORP	P	09/05/14	02/02/15
g	93 SHS PEMBINA PIPELINE CORP COM	P	08/01/12	03/16/15
h	50 SHS PEMBINA PIPELINE CORP COM	P	01/31/14	03/16/15
i	210 SHS CENTERPOINT ENERGY INC	P	09/26/14	03/31/15
j	16.6 SHS CHEMOURS CO COM	P	07/19/13	07/21/15
k	108 SHS ENLINK MIDSTREAM LLC	P	03/22/12	07/29/15
l	34 SHS ENLINK MIDSTREAM LLC	P	03/11/13	07/29/15
m	35 NATL FUEL GAS CO	P	08/20/13	07/29/15
n	35 NATL FUEL GAS CO	P	01/31/14	07/29/15
o	99 NISOURCE INC	P	07/25/11	07/21/15

(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 50,000.		50,000.	0.
b 8.			8.
c 10,000.		10,100.	<100. >
d 5,166.		5,334.	<168. >
e 2,704.		3,089.	<385. >
f 2,825.		3,295.	<470. >
g 2,899.		2,481.	418.
h 1,559.		1,704.	<145. >
i 4,276.		5,076.	<800. >
j 207.		227.	<20. >
k 2,924.		1,429.	1,495.
l 921.		590.	331.
m 1,939.		2,310.	<371. >
n 1,939.		2,630.	<691. >
o 1,674.		746.	928.

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			0.
b			8.
c			<100. >
d			<168. >
e		**	<385. >
f		**	<470. >
g			418.
h		**	<145. >
i		**	<800. >
j			<20. >
k			1,495.
l			331.
m			<371. >
n			<691. >
o			928.

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 }

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

2

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	10 SHS NISOURCE INC	P	01/07/14	07/21/15
b	5 SHS CHEMOURS CO COM	P	01/13/15	07/21/15
c	125 SHS AT&T INC	P	06/23/11	08/17/15
d	67 SHS BRISTOL MYERS SQUIBB CO	P	03/22/12	10/07/15
e	52 SHS VERIZON COMMUNICATIONS	P	04/09/13	10/08/15
f	10 SHS BAXTER INTL INC	P	10/14/14	10/13/15
g	30 SHS VERIZON COMMUNICATIONS	P	01/14/15	10/08/15
h	137 SHS OLIN CORPORATION	P	03/31/15	11/23/15
i	46 SHS STARWOOD HTLS & RSTS WW INC	P	05/13/14	03/12/15
j	2 SHS CHIPOTLE MEXICAN GRILL INC	P	08/28/15	11/25/15
k	7 SHS MCKESSON CROP	P	08/28/15	10/27/15
l	86 SHS BAXTER INTL INC	P	03/17/15	10/13/15
m	5 SHS CENTERPOINT ENERGY INC	P	12/30/14	03/31/15
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 169.		119.	50.
b 62.		94.	<32.>
c 4,271.		3,847.	424.
d 4,023.		2,593.	1,430.
e 2,268.		2,533.	<265.>
f 332.		388.	<56.>
g 1,308.		1,402.	<94.>
h 2,856.		4,398.	<1,542.>
i 3,748.		3,685.	63.
j 1,160.		1,452.	<292.>
k 1,269.		1,399.	<130.>
l 2,859.		3,211.	<352.>
m 102.		121.	<19.>
n			
o			

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			50.
b		**	<32.>
c			424.
d			1,430.
e			<265.>
f		**	<56.>
g		**	<94.>
h		**	<1,542.>
i		**	63.
j		**	<292.>
k		**	<130.>
l		**	<352.>
m		**	<19.>
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	<785.>
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	<4,109.>

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Part XV | Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - JOSEPH ACADEMY

FURTHER EXEMPT PURPOSE

FURTHER EXEMPT PURPOSE

;ListTotal 1000

Form 990-PF

Dividends and Interest from Securities

Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
MORGAN STANLEY ACCT#044197	156.	0.	156.	156.	156.
MORGAN STANLEY ACCT#049352 OLD ACCT#121910,	4,305.	0.	4,305.	4,305.	4,305.
MORGAN STANLEY ACCT#051383	3,058.	0.	3,058.	3,058.	3,058.
To Part I, line 4	7,519.	0.	7,519.	7,519.	7,519.

Form 990-PF

Other Income

Statement 2

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
OTHER INCOME-MS ACCT#049352 (OLD ACCT#121910	1,142.	1,142.	1,142.
OTHER INCOME-MS ACCT#051383	2,414.	2,414.	2,414.
OTHER INCOME-MS ACCT#044197	23.	23.	23.
Total to Form 990-PF, Part I, line 11	3,579.	3,579.	3,579.

Form 990-PF

Accounting Fees

Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEE	2,600.	0.	0.	0.
To Form 990-PF, Pg 1, ln 16b	2,600.	0.	0.	0.

Form 990-PF

Other Professional Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT AND MANAGEMENT FEE	1,630.	0.	0.	0.
To Form 990-PF, Pg 1, ln 16c	1,630.	0.	0.	0.

Form 990-PF

Taxes

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES DIVIDENDS	46.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	46.	0.	0.	0.

Form 990-PF

Other Expenses

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ILLINOIS CHARITY BUREAU CORPORATE BOND COST	15.	0.	0.	0.
AMORTIZATION	594.	0.	0.	0.
SECRETARY OF STATE	10.	0.	0.	0.
To Form 990-PF, Pg 1, ln 23	619.	0.	0.	0.

Form 990-PF

Corporate Stock

Statement 7

Description	Book Value	Fair Market Value
ENERGY TRANSFER PARTNERS L.P.-290 SHS	14,912.	11,081.
AT&T INC	0.	0.
BRISTOL MYERS SQUIBB CO	1,765.	4,557.
ENERGY TRANSFER PARTNERS L.P.-81 SHS	4,039.	3,095.
HONEYWELL INTL INC.	2,147.	3,950.
JOHNSON & JOHNSON	13,576.	17,717.
MICROCHIP TECHNOLOGY INC	2,660.	3,959.
COLUMBIA PIPELINE GRP INC (NISOURCE)-99 SHS	1,333.	1,898.
ONEOK	3,038.	2,653.
VERIZON COMMUNICATIONS	3,205.	3,772.
WILLIAMS COS INC	5,500.	4,314.
ELINK MIDSTREAM LLC	0.	0.
DU PONT EL DE NEMOURS & CO-83 SHS	4,231.	5,589.
ENERGY TRANSFER EQTY LP-300 SHS	3,501.	5,682.
PEMBINA PIPELINE CORP COM-93 SHS	0.	0.
PEPSICO INC NC	6,524.	7,913.
PERKIN ELMER INC	2,950.	5,103.
SPECTRA ENERGY CORP COM	2,639.	2,175.
ENERGY TRANSFER EQTY LP-600 SHS	11,126.	22,728.
BCE INC (NEW)	5,346.	5,038.
ENTERPRISE PROD PRTNERS L.P.	3,733.	3,047.
MDU RES GROUP INC	0.	0.
NATL FUEL GAS CO (NFG)-35 SHS	0.	0.
UNITED PARCEL SERVICE INC CL-B	5,170.	6,284.
GENERAC HLDGS INC COM	6,011.	3,210.
ALPHABET INC GOOGLE INC CL C	3,078.	3,713.
ALPHABET INC GOOGLE INC CL A	3,088.	3,814.
BAXTER INTL INC	315.	344.
CENTERPOINT ENERGY INC	0.	0.
DU PONT EL DE NEMOURS & CO-10 SHS	682.	673.
GATX CORP	0.	0.
LYONDELLBASELL NV CL-A	6,133.	7,666.
MARKWEST ENGY PTNRS LP	6,737.	4,800.
NATL FUEL GAS CO (NFG)-35 SHS	0.	0.
COLUMBIA PIPELINE GRP INC COM (NISOURCE)-10 SHS	212.	192.
PEMBINA PIPELINE CORP COM-50 SHS	0.	0.
PFIZER INC	5,523.	5,899.
PINNACLE FOODS INC	2,362.	3,309.
PLAINS GP HLDGS L P SHS A REP	0.	0.
STARWOOD HTLS & RESTS WW INC	0.	0.
APPLE INC	3,290.	3,549.
BAXALTA INC COM	2,606.	2,957.
CROWN CASTLE INTL CORP NEW COM	6,139.	6,271.
DOW CHEMICAL CO	2,765.	3,232.
DU PONT EL DE NEMOURS & CO-19 SHS	1,307.	1,279.
MERCK & CO INC NEW COM	4,404.	4,347.
PUBLIC STORAGE	4,539.	4,801.

WALGREENS BOOTS ALLIANCE INC	6,136.	6,134.
ALPHABET INC CL C (GOOG)	1,887.	2,228.
AMERISOURCEBERGEN CORP (ABC)	1,515.	1,480.
AMSURG INC COMMON	2,000.	2,102.
APPLE INC	2,801.	2,958.
BALL CORPORATION	2,295.	2,430.
BLACKROCK INC	1,551.	1,819.
BRISTOL MYERS SQUIBB CO	1,645.	1,809.
CONSTELLATION BRANDS INC CL A	2,530.	2,805.
ENERGY TRANS EQTY LP	2,230.	1,515.
FACEBOOK INC CL-A	1,353.	1,564.
FEDEX CORP	1,526.	1,585.
HONEYWELL INTL INC.	1,996.	2,079.
LYONDELLBASELL NV CL-A	1,692.	1,916.
MASTERCARD INC CL A	2,330.	2,448.
ONEOK INC NEW	1,742.	1,474.
PEPSICO INC NC	1,396.	1,502.
PERKIN ELMER INC	1,965.	2,126.
QUINTILES TRANSNATIONAL HLDGS	1,856.	1,700.
SPECTRA ENERGY CORP COM	1,132.	1,048.
STERICYCLE INC	1,419.	1,207.
TARGA RESOURCES CP	1,292.	786.
THERMO FISHER SCIENTIFIC	1,914.	2,076.
V F CORPORATION	2,550.	2,265.
W W CRAIGNER INC	1,560.	1,404.
WALGREENS BOOTS ALLIANCE INC	2,520.	2,437.
WALT DISNEY CO HLDG CO	1,533.	1,702.
WILLIAMS CO INC	2,140.	1,645.
SPDR S&p MIDCAP 400 ETF TRUST	1,292.	1,331.
KINDER MORGAN INCORP	3,857.	2,616.
LOCKHEED MARTIN CORP	3,604.	3,945.
Total to Form 990-PF, Part II, line 10b	221,845.	244,747.

Form 990-PF	Corporate Bonds	Statement	8
Description		Fair Market	
	Book Value	Value	
CAPITAL ONE BANK - 5.000%	0.	0.	
ENTERGY CORP-10,000 SHS	0.	0.	
PITNEY BOWES INC	15,033.	15,068.	
ENTERGY CORP -15,000 SHS	15,194.	15,450.	
Total to Form 990-PF, Part II, line 10c	30,227.	30,518.	

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 9

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
GEORGE P. KENDALL, JR. 1105 NORMANDY LANE GLENVIEW, IL 60025	PRESIDENT 0.00	0.	0.	0.
MARY ANN KENDALL 1105 NORMANDY LANE GLENVIEW, IL 60025	TREASURER 0.00	0.	0.	0.
ANN KENDALL 2417 PEACHTREE LANE NORTHBROOK, IL 60062	VICE PRESIDENT 0.00	0.	0.	0.
CHRISTOPHER Q. KENDALL 325 HARRIET WINONA, MN 55987	VICE PRESIDENT 0.00	0.	0.	0.
G. PRESTON KENDALL, III 1045 QUEENS LANE GLENVIEW, IL 60025	VICE PRESIDENT 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

GEORGE P. KENDALL JR & MARY ANN KENDALL

.36-3432892

Form 990-PF

Cash Deemed Charitable Explanation Statement
Part X, Line 4

Statement 10

This is the cash available for contributions at 11/30.

Form 990-PF

Grant Application Submission Information
Part XV, Lines 2a through 2d

Statement 11

Name and Address of Person to Whom Applications Should be Submitted

GEORGE P. & MARY ANN KENDALL, JR.
1105 Normandy Ln
Glenview, IL 60025

Telephone Number Name of Grant Program

847-729-8292 CRISTO REY JESUIT HIGH SCHOOL - LIZZY SEEBERG FUND

Form and Content of Applications

THE SCHOOL'S FINANCIAL STATEMENT AND THEIR MISSION MUST BE ATTACHED WITH THE APPLICATION.

Any Submission Deadlines

N/A

Restrictions and Limitations on Awards

BASED ON EACH PROGRAM NEEDS, THE BOARD DECIDES ON THE AMOUNT OF AWARDS.