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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 separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation

CARL R. HENDRICKSON FAMILY FDN.

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

Room/suite

135 S. LASALLE, IL4-135-14-19

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

CHICAGO, IL 60603

A Employer identification number

30-6410098

B Telephone number (see instructions)

866-752-2127

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), 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) ▶ \$ 10,768,379.

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

(Part I, column (d) must be on cash basis)

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)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input 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	241,288.	237,977.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	334,162.			
b Gross sales price for all assets on line 6a	4,251,765.			
7 Capital gain net income (from Part IV, line 2)		334,162.		
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)	4,297.	7.		STMT 2
12 Total. Add lines 1 through 11	579,747.	572,146.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	88,744.	53,246.		35,497.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	2,000.	NONE	NONE	2,000.
c Other professional fees (attach schedule) STMT 4	31,615.	1,252.		30,363.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	14,652.	1,768.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 6	3,613.	3,241.		885.
24 Total operating and administrative expenses. Add lines 13 through 23.	140,624.	59,507.	NONE	68,745.
25 Contributions, gifts, grants paid	515,750.			515,750.
26 Total expenses and disbursements. Add lines 24 and 25	656,374.	59,507.	NONE	584,495.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-76,627.			
b Net investment income (if negative, enter -0-)		512,639.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

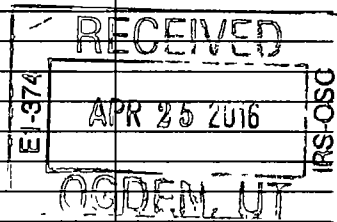
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		372,349.	242,332.	242,332.
	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 ▶	NONE			
	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) . STMT 7		10,373,160.	10,473,100.	10,178,835.
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) STMT 8		438,193.	441,311.	347,212.
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)		11,183,702.	11,156,743.	10,768,379.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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)			NONE	
Net Assets or Fund Balances	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				
	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		11,183,702.	11,156,743.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		11,183,702.	11,156,743.	
	31	Total liabilities and net assets/fund balances (see instructions)		11,183,702.	11,156,743.	

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	11,183,702.
2	Enter amount from Part I, line 27a	2	-76,627.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	157,468.
4	Add lines 1, 2, and 3	4	11,264,543.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	107,800.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,156,743.

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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 4,149,626.		3,917,603.	232,023.		
b 102,139.			102,139.		
c					
d					
e					
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			232,023.		
b			102,139.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	334,162.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div> </div>					

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.

(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))
2014	543,241.	12,511,301.	0.043420
2013	522,985.	11,558,440.	0.045247
2012	476,222.	11,040,529.	0.043134
2011	446,412.	10,661,074.	0.041873
2010	510,411.	10,128,066.	0.050396
2 Total of line 1, column (d)			2 0.224070
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 0.044814
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 11,278,416.
5 Multiply line 4 by line 3			5 505,431.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,126.
7 Add lines 5 and 6			7 510,557.
8 Enter qualifying distributions from Part XII, line 4			8 584,495.

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	5,126.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	5,126.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,126.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,853.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,853.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	1,727.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax <input checked="" type="checkbox"/> 1,727. Refunded <input type="checkbox"/>	11		

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
b 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
c 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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ _____		
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?		
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 checked="" 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 2015 or the taxable year beginning in 2015 (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)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	X	
14 The books are in care of <u>BANK OF AMERICA</u> Telephone no. <u>(866) 752-2127</u> Located at <u>135 S. LASALLE, IL4-135-14-19, CHICAGO, IL</u> ZIP+4 <u>60603</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>		
16 At any time during calendar year 2015, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u></u>		

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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)?		X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <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.)		X
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>		
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 2015 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 2015.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		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 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** X

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
BANK OF AMERICA, NA 135 S. LASALLE, CHICAGO, IL 60603	TRUSTEE 1	88,744.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	11,065,585.
b	Average of monthly cash balances	1b	384,584.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	11,450,169.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	11,450,169.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	171,753.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,278,416.
6	Minimum investment return. Enter 5% of line 5	6	563,921.

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	563,921.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	5,126.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,126.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	558,795.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	558,795.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	558,795.

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	584,495.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	584,495.
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	5,126.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	579,369.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				558,795.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only.			513,305.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ <u>584,495.</u>				
a Applied to 2014, but not more than line 2a			513,305.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				71,190.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016.				487,605.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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)

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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 SCHEDULE	N/A	PC	SEE ATTACHED SCHEDULE	515,750.
Total			▶ 3a	515,750.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) 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			14	241,288.	
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	334,162.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	EXCISE TAX REFUND			1	4,297.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				579,747.	
13	Total. Add line 12, columns (b), (d), and (e)				579,747.	

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

[illegible]

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? | | Yes | No |
|---|--------------|-----|----|
| 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

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.

**Sign
Here**

Karen J. Kiser
Signature of officer or trustee

04/11/2016
Date

SVP Tax
Title

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

BANK OF AMERICA, N.A.

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address ►

Phone no.

Name	Address	Relationship	Foundation Status	Purpose	Amount
ALBANY YOUTH CENTER	139 South Albany Avenue Chicago, IL 60612	N/A	PC	GRANT SUPPORTS MISSIONARY WORK	5,000
ALEXIAN BROTHERS AIDS MINISTRY	825 Wellington Avenue Chicago, IL 60657	N/A	PC	GRANT SUPPORTS THE BONAVENTURE HOUSE TRANSITIONAL LIVING PROGRAM FOR HOMELESS ADULTS WITH HIV/AIDS	15,000
BIG BROTHERS BIG SISTERS OF METROPOLITAN CHICAGO	560 West Lake Street, 5th Floor Chicago, IL 60661	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
BREAKTHROUGH URBAN MINISTRIES	402 N. St. Louis Ave. Chicago, IL 60624	N/A	PC	GRANT SUPPORTS HOMELESS INTERVENTION.	10,000
CADENCE INTERNATIONAL	P.O. Box 1268 Englewood, CO 80150	N/A	PC	SUPPORT MISSIONARY WK-JEFF CAMPBELL	12,000
CARA PROGRAM	237 S Desplaines Chicago, IL 60661	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	5,000
CASA CENTRAL SOCIAL SERVICE CORP	1343 N. California Avenue Chicago, IL 60622	N/A	PC	GRANT SUPPORTS THE LA POSADA INTERIM HOUSING PROGRAM FOR HOMELESS FAMILIES	20,000
CENTER FOR ENRICHED LIVING	280 Saunders Road Riverwoods, IL 60015	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
CENTRO DE SALUD ESPERANZA	2001 S. California Ave. Suite 100 Chicago, IL 60608	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
CHICAGO LIGHTHOUSE	1850 West Roosevelt Road Chicago, IL 60608	N/A	PC	GRANT SUPPORTS THE CHICAGO LIGHTHOUSE CHILDREN AND YOUTH PROGRAMS	10,000
CHILD EVANGELISM FELLOWSHIP	26010 Liberty Lane Washington, IL 61571	N/A	PC	TO SUPPORT MISSIONARY WORK - BRIAN CORDES	20,000
CHILDREN'S HOME & AID SOC OF IL	125 South Wacker Drive, 14th Floor Chicago, IL 60606	N/A	PC	GRANT SUPPORTS THE DANIEL F. AND ADA L. RICE CHILD & FAMILY CENTER	10,000
CHILDSERV	125 South Wacker Drive, 14th Floor Chicago, IL 60606	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
DONIKA, INC	400 North County Farm Road Wheaton, IL 60187	N/A	PC	GRANT SUPPORTS ASSISTIVE TECHNOLOGY COMPUTER TRAINING FOR PERSONS WITH DISABILITIES	15,000
EAST VILLAGE YOUTH PROGRAM	3643 W. Belmont Ave. Chicago, IL 60618	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	5,000
EASTER SEALS DUPAGE AND THE FOX	830 S. Addison Avenue Villa Park, IL 60181	N/A	PC	GRANT SUPPORTS PEDIATRIC OUTPATIENT MEDICAL REHABILITATION SERVICES	10,000
FIRST BAPTIST CHURCH OF ELMHURST	343 South York Street Elmhurst, IL 60126-2321	N/A	PC	GRANT SUPPORTS ROOF REPLACEMENT	47,250
FIRST BAPTIST CHURCH OF ELMHURST	343 South York Street Elmhurst, IL 60126-2321	N/A	PC	ANNUAL GRANT FOR 2015	6,000
FRANCISCAN OUTREACH ASSOCIATION	1645 W LeMoine St Chicago, IL 60622	N/A	PC	GRANT SUPPORTS STREETS-TO-HOME INITIATIVE	5,000
GENEVA FOUNDATION	3800 W Grand Avenue Chicago, IL 60651	N/A	PC	GRANT SUPPORTS THE GENEVA FOUNDATION'S EDUCATION INITIATIVE	10,000
GOOD NEWS PARTNERS	1600 W. Jonquil Terrace Chicago, IL 60626	N/A	PC	GRANT SUPPORTS THE YOUTH ADVOCACY PROGRAM	10,000
INSTITUTE OF WOMEN TODAY	7315 S. Yale Ave. Chicago, IL 60621	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
INTER ACT MINISTRIES	31000 S.E. Kelso Road Boring, OR 97009	N/A	PC	TO SUPPORT MISSIONARY WORK	11,500
INTER-CITY COMPUTER STARS FDN	415 N. Dearborn Street, Floor 3 Chicago, IL 60654	N/A	PC	GRANT SUPPORTS THE I.C.STARS BUSINESS, LEADERSHIP AND TECHNOLOGY WORKFORCE TRAINING PROGRAM	10,000

Name	Address	Relationship	Foundation Status	Purpose	Amount
LITTLE CITY FOUNDATION	1760 W. Algonquin Road Palatine, IL 60067-4799	N/A	PC	GRANT SUPPORTS THE CHILDREN'S SCHOOL AND RESIDENTIAL PROGRAMS	10,000
LOAVES AND FISHES CMTY PANTRY	1871 High Grove Ln Naperville, IL 60540	N/A	PC	GRANT SUPPORTS THE CLIENT ENGAGEMENT MODEL	20,000
MISSIONS DOOR	2530 Washington Street Denver, CO 80205-3142	N/A	PC	TO SUPPORT MISSIONARY WORK - RUTH PALNICK	7,000
MUSIC AND DANCE THEATER CHICAGO	205 East Randolph Drive Chicago, IL 60601	N/A	PC	GRANT SUPPORTS THE ACCESS TICKETS PROGRAM AND ARTS EDUCATION PARTNERSHIPS	10,000
NEW MOMS, INC.	5317 W. Chicago Ave. Chicago, IL 60651	N/A	PC	GRANT SUPPORTS BRIGHT BEGINNINGS	10,000
NORTH LAWDALE EMP NETWORK	3726 W Flournoy St Chicago, IL 60624	N/A	PC	GRANT SUPPORTS THE U-TURN PERMITTED AND SWEET BEGINNINGS	10,000
OLD IRVING PARK COMMUNITY CLINIC	5425 W Addison Street Chicago, IL 60641	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
PHILOSOPHIA INTERNATIONAL	P.O. Box 190162 Boise, ID 83719	N/A	PC	SUPPORT MISSIONARY WK-CLARK & ANN PEDDICORD	20,000
RAINBOW HOSP AND PALLIATIVE CARE	1550 Bishop Court Mount Prospect, IL 60056	N/A	PC	GRANT SUPPORTS THE GOOD MOURNING PROGRAM FOR CHILDREN, TEENS AND FAMILIES	10,000
SEGUN SERVICES, INC.	3100 South Central Avenue Cicero, IL 60804-3987	N/A	PC	GRANT SUPPORTS COMMUNITY EMPLOYMENT PROGRAMS (CEP)	15,000
SENIOR HOME SHARING	711 E. Roosevelt Rd Wheaton, IL 60187	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	15,000
SHORE COMMUNITY SERVICES	8350 Laramie Avenue Skokie, IL 60077	N/A	PC	GRANT SUPPORTS CHILDREN AND ADULTS WITH INTELLECTUAL AND OTHER DEVELOPMENTAL DISABILITIES	10,000
ST JOSEPH SERVICES, INC	1501 N. Oakley Blvd. Chicago, IL 60622	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
ST. MARTIN DE PORRES HIGH SCHOOL	501 S. Martin Luther King Jr. Ave. Waukegan, IL 60085	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	10,000
THE EVANGELICAL ALLIANCE MISSION	PO Box 969 Wheaton, IL 60187-0969	N/A	PC	SUPPORT MISSIONARY WK- MARK CROOKS	12,000
THE KIDS EQUIPMENT NETWORK	PO Box 465 Itasca, IL 60143	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	5,000
THE NIGHT MINISTRY	4711 N. Ravenswood Avenue Chicago, IL 60640	N/A	PC	GRANT SUPPORTS THE OUTREACH & HEALTH MINISTRY PROGRAM	7,500
THE PEACE CORNER	5022 West Madison Chicago, IL 60644	N/A	PC	GRANT SUPPORTS GENERAL OPERATIONS	15,000
THRESHOLDS	4101 N. Ravenswood Ave. Chicago, IL 60613	N/A	PC	GRANT SUPPORTS THRESHOLDS HOMELESS FAMILIES PROGRAM	10,000
WORLD VENTURE	1501 West Mineral Avenue Littleton, CO 80120	N/A	PC	SUPPORT MISSIONARY WK-DIANE ELIASON	5,000
WYCLIFFE BIBLE TRANSLATORS	P.O.Box 628200 Orlando, FL 32862	N/A	PC	TO SUPPORT MISSIONARY WORK - JEFF JOHNSON	7,500
					515,750

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	6,117.	6,117.
FOREIGN DIVIDENDS	18,587.	18,587.
NONDIVIDEND DISTRIBUTIONS	3,311.	
DOMESTIC DIVIDENDS	103,897.	103,897.
OTHER INTEREST	1.	1.
US GOVERNMENT INTEREST REPORTED AS QUALI	17.	17.
NONQUALIFIED FOREIGN DIVIDENDS	7,359.	7,359.
NONQUALIFIED DOMESTIC DIVIDENDS	101,999.	101,999.
	-----	-----
TOTAL	241,288.	237,977.
	=====	=====

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND PARTNERSHIP INCOME	4,297.	7.
TOTALS	----- 4,297. =====	----- 7. =====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	2,000.			2,000.
TOTALS	2,000.	NONE	NONE	2,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
PBG MGMT FEES - BOA	1,252.	1,252.	
GRANTMAKING FEES - BOA	2,330.		2,330.
NON-EMPLOYEE PAYMENTS- CHAR	28,033.		28,033.
	-----	-----	-----
TOTALS	31,615.	1,252.	30,363.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
EXCISE TAX - PRIOR YEAR	6,039.	
EXCISE TAX ESTIMATES	6,845.	
FOREIGN TAXES ON QUALIFIED FOR	1,029.	1,029.
FOREIGN TAXES ON NONQUALIFIED	739.	739.
	-----	-----
TOTALS	14,652.	1,768.
	=====	=====

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
STATE FILING FEE	30.		30.
STATE FILING FEE	5.		5.
DIVIDEND INVESTMENT EXPENSE -	2,728.	2,728.	
OTHER CHARITABLE EXPENSES	850.	513.	850.
PARTNERSHIP EXPENSES			
TOTALS	----- 3,613. =====	----- 3,241. =====	----- 885. =====

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
464287614 ISHARES RUSSELL 1000	699,734.		
73935S105 POWERSHARES DB COMMO	170,763.		
921943858 VANGUARD FTSE DEVELO	274,621.	434,558.	421,913.
922042858 VANGUARD FTSE EMERGI	706,378.	244,790.	196,620.
922908553 VANGUARD REIT ETF	523,962.	218,491.	271,401.
057071813 BAIRD MIDCAP FUND IN	502,000.	283,962.	270,387.
466001864 IVY ASSET STRATEGY F	502,000.	253,232.	204,023.
552983694 MFS VALUE FUND CL I	506,779.	506,779.	646,168.
76628R615 RIDGEWORTH MID CAP V	502,000.	294,935.	253,245.
87234N302 TCW SELECT EQUITIES	570,337.		
89154Q737 TOUCHSTONE SMALL CAP	354,000.	354,000.	355,800.
904504842 UNDISCOVERED MANAGER	354,000.	354,000.	354,966.
19765N245 COLUMBIA DIVIDEND IN	557,253.	557,253.	655,657.
38145C646 GOLDMAN SACHS STRATE	829,000.	526,686.	475,302.
693390700 PIMCO TOTAL RETURN F	766,486.	477,981.	433,369.
693390841 PIMCO HIGH YIELD FD	215,000.	215,000.	183,082.
22544R305 CREDIT SUISSE COMMOD	578,345.	432,640.	264,025.
04314H204 ARTISAN INTERNATIONAL	435,450.	435,450.	480,890.
04314H881 ARTISAN INTL VALUE F	418,277.	418,277.	407,608.
592905509 METRO WEST T/R BD CL	906,775.	906,775.	885,106.
233051200 DB X-TRACKERS MSCI E		325,402.	286,945.
464287200 ISHARES CORE S&P 500		1,844,044.	1,813,304.
464287499 ISHARES RUSSELL MID-		461,790.	436,330.
464287655 ISHARES RUSSELL 2000		402,055.	373,673.
744336504 PRUDENTIAL GLOBAL RE		425,000.	409,725.
19765H362 COLUMBIA SHORT TERM		100,000.	99,296.
	-----	-----	-----
TOTALS	10,373,160.	10,473,100.	10,178,835.
	=====	=====	=====

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
8EQO29993 MAN FRM ALTERNATIVE	C	290,657.	293,775.	291,870.
99Z984108 EXELSIOR MULTI-STRAT	C	6,216.	6,216.	2,842.
127994101 CMH-ACADEMY PARK L P	C	141,320.	141,320.	52,500.
		-----	-----	-----
TOTALS		438,193.	441,311.	347,212.
		=====	=====	=====

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION

AMOUNT

TRANSFEROR - CARL R. HENDRICKSON FAMILY FOUNDATION
CARRYING VALUE ADJUSTMENT
PARTNERSHIP ADJUSTMENT

11,493.
136,401.
9,574.

TOTAL

157,468.
=====

STATEMENT 9

CARL R. HENDRICKSON FAMILY FDN.

30-6410098

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

DESCRIPTION -----	AMOUNT -----
DEFERRED INCOME	1,845.
PARTNERSHIP GAIN ADJUSTMENT	102,139.
ROC BASIS ADJUSTMENT	3,816.

TOTAL	107,800.
	=====

STATEMENT 10

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS

102,139.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

102,139.00
=====

CARL R. HENDRICKSON FAMILY FDN.
FORM 990PF, PART XV - LINES 2a - 2d
=====

30-6410098

RECIPIENT NAME:
SEE ATTACHED
FORM, INFORMATION AND MATERIALS:
SEE ATTACHED
SUBMISSION DEADLINES:
SEE ATTACHED
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SEE ATTACHED

STATEMENT 12