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

2016

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Department of the Treasury
Internal Revenue Service► 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.

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation THE FOOTPRINTS FOUNDATION		A Employer identification number 26-2982850
Number and street (or P.O. box number if mail is not delivered to street address) 460 FORT HILL DRIVE		Room/suite (331) 281-0340
City or town, state or province, country, and ZIP or foreign postal code NAPERVILLE, IL 60540		C If exemption application is pending, check here ► <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here . ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,066,110	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions.)</i>		(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 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	24,609	24,609		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(7,987)			
	b Gross sales price for all assets on line 6a	443,882			
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	1,877	0	0		
12 Total. Add lines 1 through 11	18,499	24,609	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	7,100	0	0	0
	c Other professional fees (attach schedule)	11,559	11,559	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	0	0	0	0
	19 Depreciation (attach schedule) and depletion . . .	0	0	0	0
	20 Occupancy				
	21 Travel, conferences, and meetings	1,687	1,687		
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,542	3,168	0	374
	24 Total operating and administrative expenses. Add lines 13 through 23	23,888	14,727	0	374
25 Contributions, gifts, grants paid	51,353			51,353	
26 Total expenses and disbursements. Add lines 24 and 25	75,241	14,727	0	51,727	
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	(56,742)				
b Net investment income (if negative, enter -0-)		9,882			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

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	5,972	11,071	11,071
	2	Savings and temporary cash investments	165,696	32,312	32,312
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts	0	0	0
	4	Pledges receivable			
		Less: allowance for doubtful accounts	0	0	0
	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)	0		
		Less: allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	633,022	825,467	825,467
	c	Investments—corporate bonds (attach schedule)	234,140	183,084	183,084
Liabilities	11	Investments—land, buildings, and equipment: basis	0		
		Less: accumulated depreciation (attach schedule)	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	14,278	14,176	14,176
	14	Land, buildings, and equipment: basis	0		
		Less: accumulated depreciation (attach schedule)	0	0	0
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,053,108	1,066,110	1,066,110
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
		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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,053,108	1,066,110	
	30	Total net assets or fund balances (see instructions)	1,053,108	1,066,110	
	31	Total liabilities and net assets/fund balances (see instructions)	1,053,108	1,066,110	
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	1,053,108	
2	Enter amount from Part I, line 27a		2	(56,742)	
3	Other increases not included in line 2 (itemize) ►		3	69,744	
4	Add lines 1, 2, and 3		4	1,066,110	
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	1,066,110	

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 TOTAL CAPITAL GAIN DISTRIBUTIONS					
b BMO HARRIS X3366 ST COVERED, PROPERTY TYPE: SECURITIES					
c BMO HARRIS X3366 LT COVERED, PROPERTY TYPE SECURITIES					
d BMO HARRIS X3366 ST NON-COVERED, PROPERTY TYPE SECURITIES					
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 1,372			0	1,372	
b 126,348			126,811	(463)	
c 310,524			320,358	(9,834)	
d 5,638			4,700	938	
e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			0	1,372	
b			0	(463)	
c			0	(9,834)	
d			0	938	
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	(7,987)	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	56,096	1,108,712	0 050596
2014	50,035	1,125,226	0 044467
2013	47,807	1,086,703	0 043993
2012	56,586	1,067,458	0 053010
2011	43,855	1,021,699	0 042924

2 Total of line 1, column (d)	2	0 234990
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 046998
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,036,350
5 Multiply line 4 by line 3	5	48,706
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	99
7 Add lines 5 and 6	7	48,805
8 Enter qualifying distributions from Part XII, line 4 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.	8	51,727

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	99		
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	99		
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:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	90		
b	Exempt foreign organizations—tax withheld at source				
c	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld				
7	Total credits and payments. Add lines 6a through 6d	7	90		
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			8	9
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 2017 estimated tax				

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	✓
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>	1b	✓
1c	Did the foundation file Form 1120-POL for this year?	1c	✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
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>	2	✓
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>	3	✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	✓
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓
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>	7	✓
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	8b	✓
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	✓
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	✓

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)	11	✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	✓
14	The books are in care of ► DALE BATSON Located at ► 460 FORT HILL DRIVE, NAPERVILLE, IL	Telephone no. ► (331) 281-0340 ZIP+4 ► 60540	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		► □
16	At any time during calendar year 2016, 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. If "Yes," enter the name of the foreign country ►	16	Yes ✓

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	□ Yes □ Yes □ Yes □ Yes □ Yes □ Yes	✓ No ✓ No ✓ No ✓ No ✓ No ✓ No
1b	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 ► □		
1c	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 2016?		✓
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 _____, 20 _____, 20 _____, 20 _____	□ Yes □ Yes	✓ No ✓ No
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	□ Yes	✓ No
3b	If "Yes," did it have excess business holdings in 2016 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 2016.)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
4b	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 2016?		✓

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			6b	✓
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
JOHN F WEINBERGER 460 FORT HILL DRIVE, NAPERVILLE, IL 60540	PRESIDENT, 80	0	0	0	0
LISA WEINBERGER 460 FORT HILL DRIVE, NAPERVILLE, IL 60540	VICE PRESIDENT, 30.0	0	0	0	0
JOHN P STANLEY 460 FORT HILL DRIVE, NAPERVILLE, IL 60540	TREASURER, 10	0	0	0	0
DALE BATSON 460 FORT HILL DRIVE, NAPERVILLE, IL 60540	SECRETARY, 10	0	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."					
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances	
NONE					
Total number of other employees paid over \$50,000					0

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

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

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

Total number of others receiving over \$50,000 for professional services ►

Part IX-A Summary of Direct Charitable Activities

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

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

Part IV - Summary of Program-Related Investments (See instructions)		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		
1		
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0

Form 990-PF (2016)

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	1,026,961
b	Average of monthly cash balances	1b	10,994
c	Fair market value of all other assets (see instructions)	1c	14,176
d	Total (add lines 1a, b, and c)	1d	1,052,131
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	
3	Subtract line 2 from line 1d	3	1,052,131
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	15,781
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,036,350
6	Minimum investment return. Enter 5% of line 5	6	51,818

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	51,818
2a	Tax on investment income for 2016 from Part VI, line 5	2a	99
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b		99
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,719
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	51,719
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	51,719

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	51,727
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	51,727
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	99
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	51,628

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				51,719
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0	
b Total for prior years: 20 <u>12</u> , 20 <u>13</u> , 20 <u>14</u>		0		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	3,311			
c From 2013				
d From 2014				
e From 2015	750			
f Total of lines 3a through e	4,061			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>51,727</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2016 distributable amount				51,719
e Remaining amount distributed out of corpus	8			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)				0
6 Enter the net total of each column as indicated below:	4,069			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b	0			
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions	0			
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	4,069			
10 Analysis of line 9:				
a Excess from 2012	3,311			
b Excess from 2013	0			
c Excess from 2014	0			
d Excess from 2015	750			
e Excess from 2016	8			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ►			
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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 / 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).)

(SEE STATEMENT)

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
LISA WEINBERGER, 5901 LAGRANGE ROAD, COUNTRYSIDE, IL 60525

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED SCHOLARSHIP APPLICATIONS

c Any submission deadlines:

SUBMISSION DEADLINES ARE DETERMINED AT THE TIME APPLICATIONS ARE DISTRIBUTED.

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

(SEE STATEMENT)

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year (SEE STATEMENT)</i>				
Total				► 3a 51,353
<i>b Approved for future payment</i>				
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 (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	24,609	
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			1	(7,987)	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a <u>EXCISE TAX REFUND</u>			1	568	
b <u>S CORP SCH K-1 INCOME</u>	900099	1,132			
c <u>MISCELLANEOUS INCOME</u>			1	177	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		1,132		17,367	0
13 Total. Add line 12, columns (b), (d), and (e)			13		18,499

(See worksheet in line 13 instructions to verify calculations.)

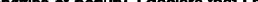
Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	<p>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.</p> <p> 15/3/17</p> <p>SECRETARY PRESIDENT</p>	<p>May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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Paid Preparer Use Only	Print/Type preparer's name JACKIE COBURN	Preparer's signature <i>Jacqueline Coburn</i>	Date 2017 04 28 16 57 26 -05'00'	Date 4/28/2017	Check <input type="checkbox"/> if self-employed	PTIN P00244301
	Firm's name ► CROWE HORWATH LLP			Firm's EIN ►	35-0921680	
	Firm's address ► 225 WEST WACKER DRIVE SUITE 2600, CHICAGO, IL 60606-1224			Phone no	(312) 899-7000	

Supplemental Information

Supplemental Information. additional information (see instructions)

Return Reference - Identifier	Explanation
FORM 990 PF PART XV, LINE 2D - RESTRICTIONS AND LIMITATIONS	THE FOUNDATION DOES NOT ACCEPT UNSOLICITED APPLICATIONS FOR FUNDS FOR CONTRIBUTIONS MADE TO CHARITABLE ORGANIZATIONS. ALL CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS ARE PRE-SELECTED AT THE DISCRETION OF THE BOARD. THE FOUNDATION DOES ACCEPT UNSOLICITED APPLICATIONS FOR FUNDS TO INDIVIDUALS UNDER ITS TWO SCHOLARSHIP PROGRAMS. THE JOHN F. WEINBERGER CONTINENTAL MOTORS CHALLENGE SCHOLARSHIP FUND AND THE DIAMOND WARD MEMORIAL SCHOLARSHIP. PLEASE SEE THE ATTACHED SCHOLARSHIP APPLICATIONS FOR MORE INFORMATION

Part I, Line 6a

Net gain or (loss) from sale of assets

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Accumulated Depreciation	Sales Expense	Total (net)
(1) Publically Traded Securities					443,882	451,869				(7,987)
Total					443,882	451,869		0	0	(7,987)

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income
(1) MISCELLANEOUS INCOME	177	0	0
(2) CONTINENTAL CLASSICS MOTORS, INC	1,132	0	0
(3) EXCISE TAX REFUND	568	0	0
TOTAL	1,877	0	0

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) ACCOUNTING FEES	7,100	0	0	0
TOTAL	7,100	0	0	0

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) INVESTMENT MANAGEMENT FEES	11,559	11,559	0	0
TOTAL	11,559	11,559	0	0

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) MISCELLANEOUS EXPENSE	33	0	0	33
(2) PREMIUM AMORTIZATION EXPENSE	3,168	3,168	0	0
(3) WEBSITE - ESPERANZA	341	0	0	341
TOTAL	3,542	3,168	0	374

Description	BOY Amount	EOY Amount	Fair Market Value
EQUITIES	412,471	642,989	642,989
ALTERNATIVE - LOW VOLATILITY	41,364	44,115	44,115
INTERNATIONAL	96,983	80,179	80,179
REITS	32,689	58,184	58,184
ALTERNATIVE - HIGH VOLATILITY	49,515	0	0

Part II, Line 10c (Column a,
Column b & Column c)

Investments—Corporate Bonds (continued)

Description	BOY Amount	EOY Amount	Fair Market Value
FIXED INCOME	234,140	183,084	183,084

Description	Type	BOY Amount	EOY Amount	Fair Market Value
CONTINENTAL CLASSICS MOTORS, INC		14,278	14,176	14,176

Description	Amount
(1) UNREALIZED GAIN	69,744
TOTAL	69,744

Name	Title
JOHN F WEINBERGER	PRESIDENT
LISA WEINBERGER	VICE PRESIDENT

Name and Address	Relationship	Foundation status	Purpose	Amount
CASA DE ESPERANZA MINISTRIES PO BOX 234 GRAND HAVEN, MI, 49417	NONE	PC	TO HELP MODA ESPERANZA IN HONDURAS.	500
CREATIVE WOMEN OF THE WORLD 125 WEST WANE STREET FORT WAYNE, IN, 46802	NONE	PC	TO INSPIRE BUSINESS & TRAINING FOR WOMEN	1,000
GENEVA CONCOURS OF ELEGANCE 202 CAMPBELL ST SUITE 1A GENEVA, IL, 60134	NONE	PC	TO PRODUCE THE BEST CLASSIC AUTO EVENT IN GENEVA.	500
HEALTH ALLIANCE FOR AUSTIN MUSICIANS - HAAM 3010 SOUTH LAMAR SUITE 200 AUSTIN, TX, 78704	NONE	PC	PROVIDE ACCESS TO HEALTHCARE FOR AUSTIN LOW-INCOME MUSICIANS	7,250
HYNDA GAMZE EDUCATIONAL SCHOLARSHIP C/O GLENBARD NORTH HIGH SCHOOL 2300 SHERMER ROAD NORTHBROOK, IL, 60062	NONE	PC	EDUCATIONAL SCHOLARSHIP	1,000
LOAVES & FISHES 1871 HIGH GROVE LANE NAPERVILLE, IL, 60540	NONE	PC	TO HELP END HUNGER & PROVIDE FOOD.	10,000
MCPHERSON COLLEGE 1600 EAST EUCLID MCPHERSON, KS, 67460	NONE	PC	EDUCATIONAL SCHOLARSHIP IN AUTO RESTORATION.	10,000
MISERICORDIA 6300 N. RIDGE CHICAGO, IL, 60660	NONE	PC	SUPPORTS PEOPLE WITH DISABILITIES.	250
NORTHWESTERN MEMORIAL FOUNDATION 151 E. HURON SUITE 3-200 CHICAGO, IL, 60611	NONE	PC	RAISES FUNDS FOR NORTHWESTERN MEMORIAL HOSPITAL	10,000
RAVINIA 418 SHERIDAN RD. HIGHLAND PARK, IL, 60035	NONE	PC	PRESENTS PERFORMANCES BY ARTISTS	4,000
SISTERS OF ST JOSEPH 1515 W. OGDEN AVE. LAGRANGE PARK, IL, 60526	NONE	PC	TO SUPPORT THEIR LITERACY PROGRAM	5,503
UNIVERSITY OF EVANSVILLE 1800 LINCOLN AVE. EVANSVILLE, IN, 47722	NONE	PC	FUNDRAISER FOR PURPLE ACES	350
WOMEN'S SPORTS FOUNDATION 1899 HEMPSTEAD TURNPIKE, STE 400 EAST MEADOW, NY, 11554	NONE	PC	PROMOTES WOMEN IN SPORTS & FITNESS.	1,000