

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation EDMOND AND ALICE OPLER FOUNDATION		A Employer identification number 36-3137745	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 547		Room/suite	B Telephone number (see instructions) (312) 372-0440
City or town, state or province, country, and ZIP or foreign postal code OAK LAWN, IL 60454			
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
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	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 20,383,822		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis )	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	78,180	78,180		
	4 Dividends and interest from securities	392,736	392,736		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,183,323			
	b Gross sales price for all assets on line 6a	4,120,255			
	7 Capital gain net income (from Part IV, line 2)		1,183,323		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	17	17		
	12 Total. Add lines 1 through 11	1,654,256	1,654,256		
	13 Compensation of officers, directors, trustees, etc	144,000	28,800		115,200
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,360	3,360		0
	b Accounting fees (attach schedule)	14,800	14,800		0
	c Other professional fees (attach schedule)	101,308	101,308		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,016	2,203		8,813
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,542	7,542		0
	24 Total operating and administrative expenses. Add lines 13 through 23	282,026	158,013		124,013
	25 Contributions, gifts, grants paid	830,200			830,200
	26 Total expenses and disbursements. Add lines 24 and 25	1,112,226	158,013		954,213
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	542,030			
	b Net investment income (if negative, enter -0-)		1,496,243		
c Adjusted net income(if negative, enter -0-)					

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		<b>(a)</b> Book Value	<b>(b)</b> Book Value	<b>(c)</b> Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	25,698	14,831	14,831
	<b>2</b> Savings and temporary cash investments . . . . .	1,224,883	716,385	716,385
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	4,966,353	3,931,307	7,651,674
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	5,107,796	6,831,149	6,775,378
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	3,950,448	4,300,751	5,225,554
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	15,275,178	15,794,423	20,383,822	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	15,275,178	15,794,423	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	15,275,178	15,794,423	
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) .	15,275,178	15,794,423		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	15,275,178
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	542,030
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	15,817,208
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	22,785
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	15,794,423

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	1,183,323
<b>3</b> 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		<b>3</b>	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	963,858	18,127,443	0 053171
2015	996,350	19,251,267	0 051755
2014	1,060,850	19,956,959	0 053157
2013	1,007,351	18,953,292	0 053149
2012	963,850	18,036,398	0 053439
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 264671
<b>3</b> 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			<b>3</b> 0 052934
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 18,994,578
<b>5</b> Multiply line 4 by line 3			<b>5</b> 1,005,459
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 14,962
<b>7</b> Add lines 5 and 6			<b>7</b> 1,020,421
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 954,213

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)**

<b>1a</b>	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)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	29,925
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	29,925
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	29,925
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	10,924
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	30,924
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	999
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 999 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ 0 <b>(2)</b> On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> 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>	<b>2</b>	No
<b>3</b> 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> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> 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> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
<b>b</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? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> 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 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>WINEBERG SOLHEIM HOWELL SHAIN CPA</b> Telephone no <b>(312) 372-0440</b>			

Located at **180 N LASALLE SUITE 2200 CHICAGO IL** ZIP+4 **60601**

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/>	<b>15</b>		
<b>16</b>	At any time during calendar year 2017, 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?	<b>16</b>	<b>Yes</b>	<b>No</b>
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country <b>▶</b>				

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
(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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	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 2017? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<b>3a</b>	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>b</b>	If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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 2017?	<b>4b</b>		<b>No</b>

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

<b>5a</b> During the year did the foundation pay or incur any amount to <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(2)</b> 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 <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(4)</b> 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 <b>(5)</b> 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>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here.  <input type="checkbox"/>	<b>5b</b>		
<b>c</b> 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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b> 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>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	<b>6b</b>		<b>No</b>
<b>7a</b> 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>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>7b</b>		

**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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BARBARA KUPFERBERG 1255 N GOLFSTREAM APT 1204 SARASOTA, FL 34236	DIRECTOR 20 00	48,000	0	0
RITA EGAN 9724 S TULLEY AVE OAK LAWN, IL 60453	TREASURER/PRESIDENT 20 00	48,000	0	0
ROSEMARY MORRIS 10905 S KENNETH OAK LAWN, IL 60453	SECRETARY 20 00	48,000	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

**Total** number of other employees paid over \$50,000. . . . . **0****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

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

**Total** number of others receiving over \$50,000 for professional services. . . . . **0****Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	

**Total.** Add lines 1 through 3. . . . . **0**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	18,673,081
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	610,755
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	19,283,836
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	19,283,836
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	289,258
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	18,994,578
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	949,729

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	949,729
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	29,925
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	29,925
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	919,804
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	919,804
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	919,804

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	954,213
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	954,213
<b>5</b>	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).	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	954,213

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				919,804
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				70,785
<b>b</b> From 2013. . . . .				72,897
<b>c</b> From 2014. . . . .				87,356
<b>d</b> From 2015. . . . .				42,634
<b>e</b> From 2016. . . . .				66,664
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	340,336			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 954,213				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				919,804
<b>e</b> Remaining amount distributed out of corpus	34,409			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	374,745			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	70,785			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	303,960			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				72,897
<b>b</b> Excess from 2014. . . . .				87,356
<b>c</b> Excess from 2015. . . . .				42,634
<b>d</b> Excess from 2016. . . . .				66,664
<b>e</b> Excess from 2017. . . . .				34,409

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

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

**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) )

**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

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

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

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

- c Any submission deadlines

- Form
- 990-PF**
- (2017)

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	830,200
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

## Enter gross amounts unless otherwise indicated

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**Form **990-PF** (2017)

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

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

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

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

**b** If "Yes," complete the following schedule

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

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-06-13 Date	***** Title

May the IRS discuss this return with the preparer shown below (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--

<b>Paid Preparer Use Only</b>	Print/Type preparer's name  MICHAEL S SOLHEIM CPA	Preparer's Signature	Date  2018-06-13	Check if self-employed <input type="checkbox"/>	PTIN  P00570974
	Firm's name <b>▶</b> WINEBERG SOLHEIM HOWELL & SHAIN PC				
	Firm's address <b>▶</b> 180 N LASALLE ST STE 2200 CHICAGO, IL 60601				
					Firm's EIN <b>▶</b> 36-2700600
					Phone no (312) 372-0440

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
250000 BHPP BILLITON FIN	P	2013-11-06	2017-03-23
334 NATIONAL GRID PLC	P	2010-12-27	2017-05-26
250000 UNITED TECHNOLOGIES	P	2016-12-13	2017-06-01
250000 AT&T	P	2012-06-12	2017-06-01
727 BRIGHTHOUSE FINANCIAL	P	2012-02-17	2017-08-10
1214 COMCAST	P	2000-01-05	2017-09-15
272 BRIGHTHOUSE FINANCIAL	P	2012-02-17	2017-09-15
500 GILEAD SCIENCES	P	2004-01-28	2017-09-15
500 PUBLIC STORAGE	P	1996-06-06	2017-09-15
175 JPMORGAN CHASE	P	2002-01-09	2017-09-15

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
252,608		252,150	458
23		16	7
250,000		250,775	-775
250,000		249,530	470
42		34	8
44,674		17,861	26,813
15,247		12,696	2,551
41,214		3,843	37,371
106,578		10,747	95,831
16,032		6,837	9,195

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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	
			458
			7
			-775
			470
			8
			26,813
			2,551
			37,371
			95,831
			9,195

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
250000 CATERPILLAR FINANCIAL	P	2015-08-25	2017-11-07
50 ALPHABET	P	2014-08-25	2017-11-07
500 ANSYS	P	2007-01-18	2017-11-07
300 PUBLIC STORAGE	P	1996-06-06	2017-11-07
632 VERIZON COMMUNICATIONS	P	2014-03-24	2017-11-07
1000 COMCAST	P	2000-01-05	2017-11-07
200 MCDONALDS	P	2014-03-20	2017-11-07
795 AMERICAN EXPRESS	P	1999-06-29	2017-11-07
1000 METLIFE	P	2012-02-17	2017-11-07
200 BOEING	P	2014-08-25	2017-11-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
250,000		250,000	0
51,468		28,927	22,541
76,052		11,277	64,775
63,463		6,448	57,015
28,532		29,392	-860
36,729		14,712	22,017
33,993		19,322	14,671
75,701		29,283	46,418
53,472		34,507	18,965
53,131		25,615	27,516

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			0
			22,541
			64,775
			57,015
			-860
			22,017
			14,671
			46,418
			18,965
			27,516

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
500 FISERV	P	2002-09-23	2017-11-07
285 MICROSOFT	P	1999-11-09	2017-11-07
333 NATIONAL GRID PLC	P	2010-12-27	2017-11-07
1000 NIKE	P	2007-06-06	2017-11-07
335 PROCTER & GAMBLE	P	2002-01-09	2017-11-07
1500 GILEAD SCIENCES	P	2004-01-28	2017-11-07
200 3M COMPANY	P	2007-10-30	2017-11-07
485 HONEYWILL INTERNATIONAL	P	2006-02-28	2017-11-07
300 KANSAS CITY SOUTHERN	P	2012-10-10	2017-11-07
465 UNITED TECHNOLOGIES	P	2008-04-28	2017-11-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
63,349		7,643	55,706
23,939		12,398	11,541
20,462		16,056	4,406
55,138		14,088	41,050
29,000		12,943	16,057
109,282		11,529	97,753
46,018		17,189	28,829
71,084		19,857	51,227
31,759		22,368	9,391
56,015		33,989	22,026

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			55,706
			11,541
			4,406
			41,050
			16,057
			97,753
			28,829
			51,227
			9,391
			22,026



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
35 UNITED TECHNOLOGIES	P	2006-05-19	2017-11-07
352 ATHENE HOLDING LTD	P	2006-06-08	2017-11-07
405 ATHENE HOLDING LTD	P	2006-06-08	2017-11-07
450 SABRE CORP	P	2016-12-20	2017-02-09
400 DISCOVERY COMMUNICATIONS	P	2015-08-10	2017-02-09
140 HAIN CELESTIAL GROUP	P	2015-09-16	2017-09-06
180 HAIN CELESTIAL GROUP	P	2016-11-21	2017-09-06
40 AMERIPRISE FINANCIAL	P	2016-04-12	2017-09-06
80 MSCI	P	2016-04-21	2017-09-06
170 MOSAIC COMPANY	P	2015-02-18	2017-12-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
4,216		2,188	2,028
17,287		4,193	13,094
19,890		7,814	12,076
9,989		11,455	-1,466
10,851		11,170	-319
4,631		8,088	-3,457
5,954		7,030	-1,076
5,396		3,756	1,640
8,941		2,727	6,214
4,241		8,944	-4,703

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			2,028
			13,094
			12,076
			-1,466
			-319
			-3,457
			-1,076
			1,640
			6,214
			-4,703

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
60 PERRIGO COMPANY	P	2013-12-19	2017-12-21
210 US SILICA HOLDINGS	P	2017-04-17	2017-12-21
200 US SILICA HOLDINGS	P	2017-05-31	2017-12-21
120 TRACTOR SUPPLY	P	2016-12-21	2017-12-21
ATHENE HOLDING LTD	P		2017-04-07
300 WALT DISNEY	P	2016-02-10	2017-01-20
8000 GENERAL ELECTRIC	P	2013-07-12	2017-11-14
4000 INTEL CORP	P	2004-07-21	2017-07-28
5000 INTL PAPER COMPANY	P	2014-09-30	2017-01-20
2700 JPMORGAN CHASE	P	2010-03-23	2017-01-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
5,237		9,132	-3,895
6,757		9,484	-2,727
6,435		7,559	-1,124
8,833		9,348	-515
43			43
29,147		26,694	2,453
144,323		189,920	-45,597
141,397		92,700	48,697
255,794		233,175	22,619
194,099		128,977	65,122

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-3,895
			-2,727
			-1,124
			-515
			43
			2,453
			-45,597
			48,697
			22,619
			65,122

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
2500 MICROSOFT CORP	P	2000-08-10	2017-11-14
1100 NEXTERA ENERGY	P	2016-02-10	2017-05-24
40 C INTC	P	2017-03-17	2017-01-03
40 C INTC	P	2017-11-27	2017-03-15
14 C CVX	P	2017-05-10	2016-12-01
10 C CVX	P	2017-12-04	2017-08-09
18 C PG	P	2017-12-15	2017-08-17
18 C PG	P	2017-07-21	2016-12-19
17 C MRK	P	2017-04-21	2017-01-11
20 C MRK	P	2016-08-08	2017-06-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
198,145		88,993	109,152
140,907		125,055	15,852
2,800			2,800
3,000		19,200	-16,200
5,810		840	4,970
1,840		6,500	-4,660
4,410			4,410
2,700			2,700
1,955			1,955
5,000		300	4,700

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			109,152
			15,852
			2,800
			-16,200
			4,970
			-4,660
			4,410
			2,700
			1,955
			4,700

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
20 C MRK	P	2017-10-20	2017-06-22
25 C MSFT	P	2017-05-10	2017-05-10
40 C VZ	P	2017-01-06	2017-01-06
33 C COP	P	2017-04-03	2017-04-06
33 C VNQ	P	2017-01-20	2017-01-20
1196 SEL SECT RL EST	P	2016-09-22	2017-03-23
927 BAIRD SHT TRM BD	P	2016-02-11	2017-06-21
4225 BAIRD SHT TRM BD	P	2016-09-28	2017-09-25
3608 BAIRD SHT TRM BD	P	2017-06-07	2017-10-03
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,080			2,080
6,050		7,500	-1,450
3,400		480	2,920
4,191		99	4,092
3,630			3,630
37,496		38,930	-1,434
9,000		8,926	74
410,000		408,687	1,313
35,000		35,036	-36
154,375			154,375

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			2,080
			-1,450
			2,920
			4,092
			3,630
			-1,434
			74
			1,313
			-36
			154,375

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
AVENUES TO INDEPENDENCE 5100 MUSEUM DR PARK RIDGE, IL 60068	NONE	501C	CIVIC & SOCIAL	10,000
CANCER WELLNESS CENTER 215 REVERE DR NORTHBROOK, IL 60062	NONE	501C	CIVIC & SOCIAL	20,000
CANINE THERAPY CORPS 1700 W IRVING PARK RD SUITE 311 CHICAGO, IL 60613	NONE	501C	CIVIC & SOCIAL	9,000
CENTER FOR ENRICHED LIVING 280 SAUNDERS RD RIVERWOODS, IL 60015	NONE	501C	CIVIC & SOCIAL	6,000
CHICAGO HORTICULTURAL SOCIETY 1000 LAKE COOK RD GLENCOE, IL 60022	NONE	501C	CIVIC & SOCIAL	15,000
<b>Total . . . . .</b> ► <b>3a</b>				830,200

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
CHICAGO ZOOLOGICAL SOCIETY 3300 GOLF RD BROOKFIELD, IL 60513	NONE	501C	CIVIC & SOCIAL	15,000
CHILDREN'S MUSEUM IN OAK LAWN 5100 MUSEUM DR OAK LAWN, IL 60453	NONE	501C	CIVIC & SOCIAL	25,000
CHILDREN'S ONCOLOGY SERVICES INC 213 W INSTITUTE PLACE SUITE 511 CHICAGO, IL 60610	NONE	501C	CIVIC & SOCIAL	15,000
COLLEGE BOUND OPPORTUNITIES 2033 N MILWAUKEE AVE SUITE 246 RIVERWOODS, IL 60174	NONE	501C	CIVIC & SOCIAL	10,000
CORAZON A CORAZON 8235 S SOUTH SHORE DR CHICAGO, IL 60617	NONE	501C	CIVIC & SOCIAL	10,000
<b>Total . . . . .</b> ► <b>3a</b>				830,200

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
DEBORAH'S PLACE 2822 W JACKSON BLVD CHICAGO, IL 60612	NONE	501C	CIVIC & SOCIALCIVIC & SOCIAL	15,000
DENTAL LIFELINE NETWORK ILLINOIS PO BOX 211 NORTHBROOK, IL 60065	NONE	501C	CIVIC & SOCIAL	15,000
DISABLED PATRIOT FUND 10767 W 163RD PLACE ORLAND PARK, IL 60467	NONE	501C	CIVIC & SOCIAL	10,000
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO 721 N LASALLE DR CHICAGO, IL 60654	NONE	501C	CIVIC & SOCIAL	10,000
GIGI'S PLAYHOUSE TINLEY PARK 16800 S OAK PARK AVE TINLEY PARK, IL 60477	NONE	501C	CIVIC & SOCIAL	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				830,200


**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
GREAT LAKES ADAPITIVE SPORTS ASSOCIATION 27864 IRMA LEE CIRCLE 101 LAKE FOREST, IL 60045	NONE	501C	CIVIC & SOCIAL	7,500
CRISIS CENTER FOR SOUTH SUBURBIA 9028 W 159TH ST ORLAND PARK, IL 60462	NONE	501C	CIVIC & SOCIAL	10,000
GOOD SHEPHERD MANOR 6720 S CORNELL AVE CHICAGO, IL 60649	NONE	501C	CIVIC & SOCIAL	30,000
ALIVE CENTER500 W 5TH AVE NAPERVILLE, IL 60563	NONE	501C	CIVIC & SOCIAL	5,000
JEWISH CHILD AND FAMILY SERVICES 216 W JACKSON BLVD SUITE 800 CHICAGO, IL 60606	NONE	501C	CIVIC & SOCIAL	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				830,200



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
BEDS PLUS CARE150 S ASHLAND AVE LA GRANGE, IL 60525	NONE	501C	CIVIC & SOCIAL	10,000
THE BUNKER INCUBATOR 222 W MERCHANDISE MART PLAZA CHICAGO, IL 60654	NONE	501C	CIVIC & SOCIAL	10,000
JUNIOR ACHIEVEMENT OF CHICAGO 651 W WASHINGTON BLVD SUITE 404 CHICAGO, IL 606612123	NONE	501C	CIVIC & SOCIAL	25,000
KESHET600 ACADEMY DR SUITE 130 NORTHBROOK, IL 60062	NONE	501C	CIVIC & SOCIAL	20,000
KOHL CHILDREN'S MUSEUM 2100 PATRIOT BLVD GLENVIEW, IL 60026	NONE	501C	CIVIC & SOCIAL	7,500
<b>Total . . . . .</b> 				830,200
<b>3a</b>				

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**


Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
LA RABIDA CHILDREN'S HOSPITAL 6501 S PROMONTORY DR CHICAGO, IL 60649	NONE	501C	CIVIC & SOCIAL	10,000
LAKE COUNTY HAVENPO BOX 127 LIBERTYVILLE, IL 600480127	NONE	501C	CIVIC & SOCIAL	8,000
LAWRENCE HALL YOUTH SERVICES 4833 N FRANCISCO AVE CHICAGO, IL 606253640	NONE	501C	CIVIC & SOCIAL	10,000
CENTER OF CONCERN1665 ELK BLVD DES PLAINES, IL 60016	NONE	501C	CIVIC & SOCIAL	5,000
LINCOLN PARK ZOOLOGICAL SOCIETY 2001 N CLARK ST CHICAGO, IL 606144712	NONE	501C	CIVIC & SOCIAL	15,000
<b>Total . . . . .</b>  <b>3a</b>				830,200

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
LITTLE CITY FOUNDATION 1760 W ALGONQUIN RD PALATINE, IL 600674799	NONE	501C	CIVIC & SOCIAL	24,000
LITTLE COMPANY OF MARY HOSPITAL 2800 W 95TH ST EVERGREEN PARK, IL 60805	NONE	501C	CIVIC & SOCIAL	25,000
LITTLE SISTERS OF THE POOR ST JOSEPH'S HOME FOR THE EDLERLY 80 W NORTHWEST HIGHWAY PALATINE, IL 60067	NONE	501C	CIVIC & SOCIAL	10,000
LITTLE SISTERS OF THE POOR ST MARY'S HOME 2325 N LAKEWOOD AVE CHICAGO, IL 606143193	NONE	501C	CIVIC & SOCIAL	20,000
LOYOLA UNIVERSITY MEDICAL CENTER 2160 S FIRST AVE RM 2516 MAYWOOD, IL 60153	NONE	501C	CIVIC & SOCIAL	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				830,200

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
LYDIA HOME ASSOCIATION 4300 W IRVING PARK RD CHICAGO, IL 606412825	NONE	501C	CIVIC & SOCIAL	20,000
MARIA KAUPAS CENTER2740 W 68TH ST CHICAGO, IL 60629	NONE	501C	CIVIC & SOCIAL	10,000
MARILLAC ST VINCENT FAMILY SERVICES 2145 N HALSTED ST CHICAGO, IL 60614	NONE	501C	CIVIC & SOCIAL	10,000
MARKLUND CHILDERS HOME INC 1S450 WYATT DR GENEVA, IL 60134	NONE	501C	CIVIC & SOCIAL	16,000
THE ARK6450 N CALIFORNIA CHICAGO, IL 60645	NONE	501C	CIVIC & SOCIAL	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				830,200

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
PADS LAKE COUNTY1800 GRAND AVE WAUKEGAN, IL 60085	NONE	501C	CIVIC & SOCIAL	15,000
RONALD MCDONALD HOUSE CHARITIES OF CHICAGOLAND AND NW INDIANA 1301 W 22ND ST OAK BROOK, IL 60523	NONE	501C	CIVIC & SOCIAL	10,200
OPERATION BLESSING OF SOUTHWEST CHICAGOLAND 4901 W 128TH PLACE ALSIP, IL 60803	NONE	501C	CIVIC & SOCIAL	7,500
SENIOR SERVICES OF WILL COUNTY 251 N CENTER ST JOLIET, IL 60435	NONE	501C	CIVIC & SOCIAL	10,000
CHICAGO JESUIT ACADEMY 5058 W JACKSON BLVD CHICAGO, IL 60644	NONE	501C	CIVIC & SOCIAL	10,000
<b>Total</b> . . . . . 				830,200
<b>3a</b>				

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
PARK LAWN ASSOCIATION 10833 SOUTH LAPORTE OAK LAWN, IL 60453	NONE	501C	CIVIC & SOCIAL	10,000
FRIENDS OF FISHER HOUSE 2720 DUNDEE RD NORTHBROOK, IL 60062	NONE	501C	CIVIC & SOCIAL	10,000
JOURNEYCARE405 LAKE ZURICH RD BARRINGTON, IL 60010	NONE	501C	CIVIC & SOCIAL	15,000
SHARING CONNECTIONS INC 5111 CHASE AVE DOWNERS GROVE, IL 60515	NONE	501C	CIVIC & SOCIAL	12,000
SNOW CITY ARTS FOUNDATION 630 S HERMITAGE SUITE 103 CHICAGO, IL 60612	NONE	501C	CIVIC & SOCIAL	7,500
<b>Total . . . . . ▶</b> <b>3a</b>				830,200

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
SOUTH SUBURBAN SPECIAL RECREATION ASSOCIATION 19910 80TH AVE TINLEY PARK, IL 60487	NONE	501C	CIVIC & SOCIAL	10,000
ST COLETTA'S OF ILLINOIS INC 18350 CROSSING DRIVE TINLEY PARK, IL 60487	NONE	501C	CIVIC & SOCIAL	15,000
THE CHICAGO LIGHT HOUSE FOR PEOPLE WHO ARE BLIND OR VISUALLY IMPAIRED 1850 W ROOSEVELT RD CHICAGO, IL 60608	NONE	501C	CIVIC & SOCIAL	30,000
WINGS PROGRAMPO BOX 95615 PALATINE, IL 60095	NONE	501C	CIVIC & SOCIAL	10,000
MISERIACORDIA6300 N RIDGE AVE CHICAGO, IL 60660	NONE	501C	CIVIC & SOCIAL	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				830,200

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
THE PEACE CORNER - YOUTH CENTER 5022 W MADISON CHICAGO, IL 60644	NONE	501C	CIVIC & SOCIAL	10,000
THE THRESHOLDS 4101 N RAVENSWOOD AVE CHICAGO, IL 60613	NONE	501C	CIVIC & SOCIAL	30,000
SERTOMA CENTRE4343 W 123RD ST ALSIP, IL 60803	NONE	501C	CIVIC & SOCIAL	15,000
WELLNESS HOUSE 131 N COUNTY LINE RD HINSDALE, IL 60521	NONE	501C	CIVIC & SOCIAL	30,000
WTTW CHANNEL 11 5400 N ST LOUIS AVE CHICAGO, IL 60625	NONE	501C	CIVIC & SOCIAL	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				830,200



**TY 2017 Accounting Fees Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	14,800	14,800		0

**TY 2017 Investments Corporate Bonds Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
GOFEN & GLOSSBERG CORP BONDS	4,115,780	4,053,787
BAIRD TAXABLE BOND FUNDS	2,715,369	2,721,591

**TY 2017 Investments Corporate Stock Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
GOFEN AND GLOSSBERG EQUITIES	2,397,231	5,350,180
BAIRD EQUITIES	1,534,076	2,301,494

**TY 2017 Investments - Other Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
GOFEN AND GLOSSBERG PARTNERSHIPS	AT COST	59,416	59,416
BAIRD STOCK FUNDS	AT COST	3,235,439	4,112,941
BAIRD BALANCED FUNDS	AT COST	1,005,896	1,053,197

**TY 2017 Legal Fees Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,360	3,360		0

**TY 2017 Other Decreases Schedule**

**Name:** EDMOND AND ALICE OPLER FOUNDATION

**EIN:** 36-3137745

Description	Amount
LIMITED PARTNERSHIP BOOK/TAX DIFFERENCE	22,785

**TY 2017 Other Expenses Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	7,542	7,542		0

## TY 2017 Other Income Schedule

**Name:** EDMOND AND ALICE OPLER FOUNDATION

**EIN:** 36-3137745

### Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NET LP INCOME	17	17	17



**TY 2017 Other Professional Fees Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT COUNSEL FEES -GOFEN	58,419	58,419		0
INVESTMENT COUNSEL FEES -BAIRD	42,889	42,889		0

**TY 2017 Taxes Schedule****Name:** EDMOND AND ALICE OPLER FOUNDATION**EIN:** 36-3137745

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAX	11,016	2,203		8,813