

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

2013

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 2013, or tax year beginning , 2013, and ending

Name of foundation Stuart Family Foundation		A Employer identification number 36-3422731
Number and street (or P.O. box number if mail is not delivered to street address) 150 Field Drive	Room/suite Suite 100	B Telephone number (see the instructions) (847) 295-7100
City or town, state or province, country, and ZIP or foreign postal code Lake Forest IL 60045		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
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		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 11,089,861.	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)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> 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 (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 (att sch)	5,001,772.			
	2 Check <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments.	3,075.	3,075.		
	4 Dividends and interest from securities.	161,139.	161,139.		
	5a Gross rents.				
	b Net rental income or (loss).				
	6a Net gain/(loss) from sale of assets not on line 10	2,543,743.			
	b Gross sales price for all assets on line 6a.	2,997,881.			
	7 Capital gain net income (from Part IV, line 2)		2,543,743.		
	8 Net short-term capital gain.				
	9 Income modifications.				
	10a Gross sales less returns and allowances.				
b Less Cost of goods sold.					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11.	7,709,729.	2,707,957.			
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages.				
	15 Pension plans, employee benefits.				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach sch).				
	c Other prof fees (attach sch)				
	17 Interest.				
	18 Taxes (attach schedule) (see instrs) See Line 18 Stmt	91,074.			
	19 Depreciation (attach sch) and depletion.	256.			
	20 Occupancy.				
	21 Travel, conferences, and meetings.	41,257.			41,257.
	22 Printing and publications.	487.			487.
	23 Other expenses (attach schedule) See Line 23 Stmt	293,323.	10,051.		283,047.
	24 Total operating and administrative expenses. Add lines 13 through 23.	426,397.	11,125.		324,791.
	25 Contributions, gifts, grants paid.	2,515,550.			2,515,550.
26 Total expenses and disbursements. Add lines 24 and 25.	2,941,947.	11,125.		2,840,341.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements.	4,767,782.				
b Net investment income (if negative, enter -0-).		2,696,832.			
c Adjusted net income (if negative, enter -0-).					

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS			
1 Cash — non-interest-bearing	666.	74,244.	74,244.
2 Savings and temporary cash investments	378,695.	525,521.	525,521.
3 Accounts receivable			
Less allowance for doubtful accounts			
4 Pledges receivable			
Less allowance for doubtful accounts			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach sch)			
Less allowance for doubtful accounts			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments — U.S. and state government obligations (attach schedule)			
b Investments — corporate stock (attach schedule) L-10b. Stmt	2,723,294.	2,289,843.	10,489,498.
c Investments — corporate bonds (attach schedule)			
11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)			
12 Investments — mortgage loans			
13 Investments — other (attach schedule)			
14 Land, buildings, and equipment basis 9,373.			
Less accumulated depreciation (attach schedule) L-14. Stmt 8,775.	855.	598.	598.
15 Other assets (describe)			
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	3,103,510.	2,890,206.	11,089,861.
LIABILITIES			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, & other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES			
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	3,103,510.	2,890,206.	
30 Total net assets or fund balances (see instructions)	3,103,510.	2,890,206.	
31 Total liabilities and net assets/fund balances (see instructions)	3,103,510.	2,890,206.	

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	3,103,510.
2 Enter amount from Part I, line 27a	2	4,767,782.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	7,871,292.
5 Decreases not included in line 2 (itemize) Fair market value in excess of tax basis of stock contributed	5	4,981,086.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,890,206.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See schedule attached				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	2,543,743.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		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 (column (b) divided by column (c))
2012	2,767,183.	8,889,497.	0.311287
2011	2,658,460.	9,098,931.	0.292173
2010	2,763,170.	8,303,759.	0.332761
2009	2,961,827.	7,319,054.	0.404673
2008	4,682,694.	12,365,319.	0.378696

2 Total of line 1, column (d)	2	1.719590
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	0.343918
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	8,512,855.
5 Multiply line 4 by line 3	5	2,927,724.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,968.
7 Add lines 5 and 6	7	2,954,692.
8 Enter qualifying distributions from Part XII, line 4	8	2,840,341.

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a 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 instrs)		
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		1 53,937.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2 0.
3 Add lines 1 and 2		3 53,937.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 53,937.
6 Credits/Payments		
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a 57,630.	
b Exempt foreign organizations – tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c 10,000.	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments Add lines 6a through 6d	7 67,630.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 13,693.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 13,693. Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
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? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		NA
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
IL - Illinois		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of <u>Teresa Acuna</u> Telephone no <u>(847) 735-7089</u>			
Located at <u>150 Field Dr., Suite 100, Lake Forest, IL</u> ZIP + 4 <u>60045</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year 15				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country				

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	NA
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	NA
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If 'Yes,' did it have excess business holdings in 2013 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 2013.)	3 b	NA
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?. ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5 b**

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6 b**

X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**7 b**

N/A

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
Robert D. Stuart, Jr. 150 Field Dr., Suite 100 Lake Forest, IL 60045	Director, President Minimal	0.	0.	0.
Alexander D. Stuart 150 Field Dr., Suite 100 Lake Forest, IL 60045	Director, V.P. Minimal	0.	0.	0.
Marian S. Pillsbury 150 Field Dr., Suite 100 Lake Forest, IL 60045	Director, V.P. Minimal	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc				
		8,978.	269.	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

None

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		None

Part IX-A Summary of Direct Charitable Activities

N/A

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)

N/A

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	0.
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	None

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	6,686,818.
b Average of monthly cash balances	1 b	1,954,958.
c Fair market value of all other assets (see instructions)	1 c	716.
d Total (add lines 1a, b, and c)	1 d	8,642,492.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1 e		
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	8,642,492.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	129,637.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,512,855.
6 Minimum investment return. Enter 5% of line 5	6	425,643.

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	425,643.
2 a Tax on investment income for 2013 from Part VI, line 5 2 a		53,937.
b Income tax for 2013. (This does not include the tax from Part VI) 2 b		
c Add lines 2a and 2b	2 c	53,937.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	371,706.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	371,706.
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	371,706.

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	1 a	2,840,341.
b Program-related investments — total from Part IX-B	1 b	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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,840,341.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,840,341.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				371,706.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013				
a From 2008 4,110,684.				
b From 2009 2,596,990.				
c From 2010 2,351,932.				
d From 2011 2,252,415.				
e From 2012 2,371,494.				
f Total of lines 3a through e	13,683,515.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 2,840,341.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions).				
c Treated as distributions out of corpus (Election required — see instructions).				
d Applied to 2013 distributable amount				371,706.
e Remaining amount distributed out of corpus	2,468,635.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	16,152,150.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	4,110,684.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	12,041,466.			
10 Analysis of line 9				
a Excess from 2009 2,596,990.				
b Excess from 2010 2,351,932.				
c Excess from 2011 2,252,415.				
d Excess from 2012 2,371,494.				
e Excess from 2013 2,468,635.				

BAA

Form 990-PF (2013)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b Check box to indicate whether the foundation is a private operating foundation described in section



4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2013

(b) 2012

(c) 2011

(d) 2010

(e) Total

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a 'Assets' alternative test — enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test — enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

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

Robert D. Stuart, Jr.

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

None

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	3,075.	
4 Dividends and interest from securities			14	161,139.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory . . .			18	2,543,743.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,707,957.	
13 Total. Add line 12, columns (b), (d), and (e)				13	2,707,957.

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

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF

▶ Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Stuart Family Foundation

Employer identification number

36-3422731

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)() (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ,

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

or 990-PF.

Name of organization

Employer identification number

Stuart Family Foundation

36-3422731

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Robert D. Stuart, Jr. 150 N. Field Drive, Suite 100 Lake Forest IL 60045	\$ 5,001,772	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

Stuart Family Foundation

36-3422731

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	12,100 shs Pepsico common stock	\$ 999,218.	10/21/13
1	12,000 shs Pepsico common stock	\$ 996,180.	10/22/13
1	12,200 shs Pepsico common stock	\$ 1,011,441.	10/25/13
1	11,800 shs Pepsico common stock	\$ 1,003,000.	10/29/13
1	11,500 shs Pepsico common stock	\$ 991,933.	11/14/13
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Foreign Tax Payments	1,074.	1,074.		
Federal Tax Payments	90,000.			
Total	91,074.	1,074.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Administrative Expenses	289,395.	10,051.		279,344.
Delivery Expense	660.			660.
Office Expense	117.			117.
Bank Fees	225.			
Filing Fees	66.			66.
Books & Subscriptions	2,860.			2,860.
Total	293,323.	10,051.		283,047.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/> Blair Pillsbury Enders 150 Field Dr., Suite 100 Lake Forest, IL 60045	Director Minimal	0.	0.	0.
Person.. <input checked="" type="checkbox"/> Business <input type="checkbox"/> Trevor Potter 150 Field Dr., Suite 100 Lake Forest IL 60045	Director Minimal	0.	0.	0.
Person . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> James M. Stuart 150 Field Dr., Suite 100 Lake Forest, IL 60045	Director Minimal	0.	0.	0.
Person . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> Teresa Acuna 150 Field Dr., Suite 100 Lake Forest IL 60045	Treasurer 2.00	8,978.	269.	0.
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/> Catherine A. Bertini 150 Field Dr., Suite 100 Lake Forest IL 60045	Director Minimal	0.	0.	0.
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/> Maren M. Stuart 150 Field Dr., Suite 100 Lake Forest IL 60045	Director Minimal	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(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

Total

8,978. 269. 0.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Credit Suisse	25,119.	7,655,362.
Vanguard	2,264,724.	2,834,136.
Total	<u>2,289,843.</u>	<u>10,489,498.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Computer and Office Equipment	9,373.	8,775.	598.
Total	<u>9,373.</u>	<u>8,775.</u>	<u>598.</u>

STUART FAMILY FOUNDATION
2013 Form 990-PF
FEIN: 36-3422731

Part I, Line 19

<u>Type</u>	<u>Date Acq</u>	<u>Cost</u>	<u>Life</u>	<u>Method</u>	<u>A/D</u> <u>12/31/12</u>	<u>2013</u> <u>Rate</u>	<u>Depr</u> <u>2013</u>	<u>A/D</u> <u>12/31/13</u>
Furniture	06/01/2002	520	7 yrs.	SL	520	N/A	0	520
Apple Computer	12/03/2003	2,263	5 yrs.	SL	2,263	N/A	0	2,263
Software (Norton Anti-virus)	12/03/2003	141	3 yrs.	SL	141	N/A	0	141
Software (Microsoft Office)	12/03/2003	140	3 yrs	SL	140	N/A	0	140
Toshiba TV/VCR/DVD	12/01/2004	335	7 yrs	SL	335	N/A	0	335
Dell Laptop Computer (Inspiron 6000)	06/27/2005	1,232	5 yrs.	SL	1,232	N/A	0	1,232
TV Stand	03/28/2005	269	7 yrs	SL	269	N/A	0	269
Apple iMAC G5 (model Power Mac 12,1)	01/20/2006	1,574	5 yrs.	SL	1,574	N/A	0	1,574
Maxtor One Touch II backup	01/20/2006	249	5 yrs	SL	249	N/A	0	249
MS Office 2004 (Mac)	01/20/2006	382	3 yrs	SL	382	N/A	0	382
Printer	07/24/2006	656	5 yrs	SL	656	N/A	0	656
File Cabinet	01/25/2006	329	7 yrs.	SL	329	N/A	0	329
Apple iMAC G5 (model iMAC 11,2)	04/08/2011	1,282	5 yrs	SL	427	20.00%	256	684
Total		<u><u>9,373</u></u>			<u><u>8,518</u></u>		<u><u>256</u></u>	<u><u>8,775</u></u>

STUART FAMILY FOUNDATION
2013 Form 990-PF
FEIN: 36-3422731

Part IV - Capital Gains Schedule, Line 1

(a) <u>Security</u>	(b) <u>How</u> <u>Acquired</u>	(c) <u>Date</u> <u>Acquired</u>	(d) <u>Date Sold</u>	(e) <u>Gross</u> <u>Sales Price</u>	(g) <u>Cost</u>	(h) <u>Gain/Loss</u>
LONG TERM CAPITAL GAINS / (LOSSES)						
Sold 7,100 shs Pepsico	gift	06/30/2011	01/10/2013	\$498,674	\$963	\$497,711
Sold 14,052 839 shs Vanguard Total Stock Market Index	purchase	various	01/10/2013	500,000	449,650	50,350
Sold 26,000 shs Pepsico	gift	06/30/2011	03/11/2013	1,999,207	3,525	1,995,682
Subtotal - Net Long Term Capital Gain Income				<u>\$2,997,881</u>	<u>\$454,138</u>	<u>\$2,543,743</u>

Line 2 Capital Gain net income

2,543,743

Stuart Family Foundation
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Part XV, Line 3a

Acumen Fund	400
Advancing Girls Education in Africa Inc.	500
America Abroad Media	150,000
America Abroad Media	200,000
America Abroad Media	100,000
American Council of Trustees and Alumni	50,000
American for Campaign Reform	10,000
Art Institute of Chicago	3,500
Autism Speaks	1,500
Big Shoulders Fund	1,000
Bill of Rights Institute	75,000
Bipartisan Policy Center	150,000
Boy Scouts of America- Northeast Council	10,000
Bravo Waukegan	2,000
Brunswick School	3,750
Buffalo Bill Historical Center	2,000
Campaign Legal Center	175,000
Campaign Finance Institute	15,000
Center for Strategic & International Studies	100,000
Center for Strategic & International Studies	6,300
Channel 11 WTTW	2,000
Chatham Hall	14,000
Chicago Botanic Garden	2,500
Chicago Public Radio	2,000
Chicago Symphony Orchestra	5,000
Children's Hospital of Chicago Foundation	1,000
Chinati Foundation	1,000
Colonial Williamsburg Foundation	1,000
Common Good	10,000
Consortium to Lower Obesity in Chicago Children (CLOCC)	50,000
Constitutional Rights Foundation Chicago	50,000
Convergence-Consensus Building Institute	25,000
Convergence-Consensus Building Institute	50,000
Dreamyard Project	500
Endeavor	500
Executive Service Corps of Chicago	5,000
Food Corps Inc.	50,000
Food Tank	20,000
Fresh Taste	10,000
George Washington University- Stuart Scholar	22,000

Stuart Family Foundation
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Part XV, Line 3a

Girl Scouts of Greater Chicago	5,000
Global Citizen Year	600
Global Youth Leadership Institute	25,000
Gorton Community Center	5,000
Grace Episcopal Church	10,000
Healthy Schools Campaign	50,000
Heifer Project International	2,500
Illinois St. Andrew Society	1,000
Illinois Policy Institute	25,000
Inner City Muslim Action Network (IMAN)	20,000
Interfaith Youth Core	75,000
International Women's Health Coalition	700
Jamestown Foundation	75,000
Junior Achievement	5,000
KIPP NYC	1,000
Lake Forest Academy	1,500
Lake Forest Cemetery Commission	1,500
Lake Forest College	3,750
Lake Forest College	5,000
Lake Forest Open Lands Association	2,500
Lambs Foundation	1,500
Low Country Institute	5,000
Manhattan Institute	75,000
McKinlock Foundation	1,000
Montpelier Foundation	10,000
Morality in Media	50,000
Museum of Science and Industry	2,000
National Center for Family Philanthropy	500
National Parks Conservation Association	2,000
Natural Resources Defense Council	1,000
Near West Side Initiative	10,000
New Yorkers for Parks	500
National Outdoor Leadership School	500
North Avenue Day Nursery	7,500
Northwestern Lake Forest Hospital	5,000
Pacific Primary	500
Parents Television Council	100,000
Philanthropy Roundtable	5,000
Princeton University	700
Puppies Behind Bars	8,000
Quilliam Foundation	150,000

Stuart Family Foundation

2013 Form 990-PF

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Part XV, Line 3a

Quilliam Foundation	15,000
Quilliam Foundation	10,000
Reading Power	15,000
Rehabilitation Institute of Chicago	30,000
Robert College of Istanbul	25,000
Rockefeller University	1,400
Rush University Medical Center	2,000
San Francisco Day School	2,000
Securing America's Future Energy (SAFE)	100,000
SEED NY	10,000
Shedd Aquarium	1,500
STATS	35,000
St. Andrews School	13,000
St. Bernards School	4,500
St. Paul's School	1,000
Stevenson Center on Democracy	2,000
Teak Fellowship	700
Urban Gateways	1,000
Urban Initiatives	15,000
USPAK Foundation	2,250
William F. Buckley Jr. Program at Yale	2,000
Women's World Banking	75,000
World Learning	10,000
World Learning	10,000
World Learning	1,000
Yale University	1,000
Yellowstone Park Foundation	2,000

TOTAL	<u><u>\$2,515,550</u></u>
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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☐ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions. STUART FAMILY FOUNDATION	Employer identification number (EIN) or 36-3422731
	Number, street, and room or suite no. If a P.O. box, see instructions. 150 N. FIELD DRIVE, SUITE 100	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LAKE FOREST, IL 60045	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ **0** ☒ **4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **TERESA ACUNA**
Telephone No. **847-735-7089** Fax No. **847-295-7167**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4** I request an additional 3-month extension of time until **NOVEMBER 15**, 20 **14**.
- 5** For calendar year 2013, or other tax year beginning , 20 , and ending , 20 .
- 6** If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7** State in detail why you need the extension
Additional time is respectfully requested in order to gather all information necessary to file a complete and accurate tax return.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 54,000
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 67,630
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Teresa Acuna* Title *CPA* Date *8/11/2014*