

Form **8879-EO**

IRS e-file Signature Authorization for an Exempt Organization

OMB No. 1545-1878

For calendar year 2011, or fiscal year beginning _____, 2011, and ending _____, 20_____

▶ **Do not send to the IRS. Keep for your records.**

▶ **See instructions on back.**

2011

Department of the Treasury
Internal Revenue Service

Name of exempt organization

HOWARD FAMILY FOUNDATION, INC.

Employer identification number

16-1589334

Name and title of officer

**SALLY C. THOMAS
PRESIDENT/DIR**

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a, below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than 1 line in Part I.

| | | | | | | |
|----|----------------------------|-------------------------------------|---|--|----|-----------|
| 1a | Form 990 check here ▶ | <input type="checkbox"/> | b | Total revenue, if any (Form 990, Part VIII, column (A), line 12) | 1b | _____ |
| 2a | Form 990-EZ check here ▶ | <input type="checkbox"/> | b | Total revenue, if any (Form 990-EZ, line 9) | 2b | _____ |
| 3a | Form 1120-POL check here ▶ | <input type="checkbox"/> | b | Total tax (Form 1120-POL, line 22) | 3b | _____ |
| 4a | Form 990-PF check here ▶ | <input checked="" type="checkbox"/> | b | Tax based on investment income (Form 990-PF, Part VI, line 5) | 4b | 28 |
| 5a | Form 8868 check here ▶ | <input type="checkbox"/> | b | Balance Due (Form 8868, Part I, line 3c or Part II, line 8c) | 5b | _____ |

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2011 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize **SHEPHERD & GOLDSTEIN** to enter my PIN **01219** as my signature
ERO firm name Enter five numbers, but do not enter all zeros

on the organization's tax year 2011 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2011 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature } _____

Date } **08/07/12**

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

04283401608

do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2011 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.**

ERO's signature } _____

Date } _____

**ERO Must Retain This Form—See Instructions
Do Not Submit This Form To the IRS Unless Requested To Do So**

For Paperwork Reduction Act Notice, see back of form.

Form **8879-EO** (2011)

Form **990-PF**

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

OMB No. 1545-0052

2011

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning , and ending

| | | |
|--|--|--|
| Name of foundation HOWARD FAMILY FOUNDATION, INC. | | A Employer identification number 16-1589334 |
| Number and street (or P.O. box number if mail is not delivered to street address) 12202 WOOD RIDGE COURT | Room/suite | B Telephone number (see instructions) 309-243-5663 |
| City or town, state, and ZIP code DUNLAP IL 61525 | | C If exemption application is pending, check here <input type="checkbox"/> u |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> u 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> u |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> u |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) u \$ 190,401 | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> u |

| 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) ... | 22,334 | | | |
| | 2 Check <input type="checkbox"/> u <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 9,263 | 3,141 | 3,141 | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 STMT 1 | 943 | | | |
| | b Gross sales price for all assets on line 6a 943 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 943 | | |
| | 8 Net short-term capital gain | | | 0 | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns & allowances | | | | |
| b Less: Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | | | | |
| 12 Total. Add lines 1 through 11 | 32,540 | 4,084 | 3,141 | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc. | 0 | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) STMT 2 | 1,500 | 710 | | |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | | | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses (att. sch.) STMT 3 | 567 | 567 | | | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 2,067 | 1,277 | 0 | 0 | |
| 25 Contributions, gifts, grants paid | 9,500 | | | 9,500 | |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 11,567 | 1,277 | 0 | 9,500 | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | 20,973 | | | | |
| b Net investment income (if negative, enter -0-) | | 2,807 | | | |
| c Adjusted net income (if negative, enter -0-) | | | 3,141 | | |

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

| 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 | 35,423 | 46,432 | 46,431 |
| | 2 Savings and temporary cash investments | | | |
| | 3 Accounts receivable u | | | |
| | Less: allowance for doubtful accounts u | | | |
| | 4 Pledges receivable u | | | |
| | Less: allowance for doubtful accounts u | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (att. schedule) u | | | |
| | Less: allowance for doubtful accounts u | 0 | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments—U.S. and state government obligations (attach schedule) | | | |
| | b Investments—corporate stock (attach schedule) | | | |
| | c Investments—corporate bonds (attach schedule) | | | |
| | 11 Investments—land, buildings, and equipment: basis u | | | |
| Less: accumulated depreciation (attach sch.) u | | | | |
| 12 Investments—mortgage loans | | | | |
| 13 Investments—other (attach schedule) SEE STATEMENT 4 | 161,963 | 171,927 | 143,970 | |
| 14 Land, buildings, and equipment: basis u | | | | |
| Less: accumulated depreciation (attach sch.) u | | | | |
| 15 Other assets (describe u) | | | | |
| 16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item 1) | 197,386 | 218,359 | 190,401 | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe u) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0 | 0 | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. u <input checked="" type="checkbox"/> | | | |
| | 24 Unrestricted | 197,386 | 218,359 | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. u <input type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| 29 Retained earnings, accumulated income, endowment, or other funds | | | | |
| 30 Total net assets or fund balances (see instructions) | 197,386 | 218,359 | | |
| 31 Total liabilities and net assets/fund balances (see instructions) | 197,386 | 218,359 | | |

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| 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 | 197,386 |
| 2 Enter amount from Part I, line 27a | 2 | 20,973 |
| 3 Other increases not included in line 2 (itemize) u | 3 | |
| 4 Add lines 1, 2, and 3 | 4 | 218,359 |
| 5 Decreases not included in line 2 (itemize) u | 5 | |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 | 6 | 218,359 |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P—Purchase D—Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a HOWARD FAMILY LIMITED PARTNERSHIP | P | 01/01/11 | 12/31/11 |
| b HOWARD FAMILY LIMITED PARTNERSHIP | P | 12/01/10 | 12/31/11 |
| 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 | | 122 | -122 |
| b 1,065 | | | 1,065 |
| c | | | |
| d | | | |
| e | | | |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---------------------------|--------------------------------------|---|---|
| a | | | -122 |
| b | | | 1,065 |
| c | | | |
| d | | | |
| e | | | |

| | | |
|--|----------|-------------|
| 2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | 2 | 943 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 | 3 | -122 |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2010 | 10,457 | 180,567 | 0.057912 |
| 2009 | 13,295 | 83,369 | 0.159472 |
| 2008 | 12,445 | 139,571 | 0.089166 |
| 2007 | 12,230 | 156,165 | 0.078315 |
| 2006 | 12,330 | 130,129 | 0.094752 |

| | | |
|---|----------|-----------------|
| 2 Total of line 1, column (d) | 2 | 0.479617 |
| 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 | 0.095923 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 0 |
| 5 Multiply line 4 by line 3 | 5 | |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 28 |
| 7 Add lines 5 and 6 | 7 | 28 |
| 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions. | 8 | 9,500 |

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

| | | | |
|-----------|---|----|----|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 28 |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | 0 |
| 3 | Add lines 1 and 2 | 3 | 28 |
| 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 | 28 |
| 6 | Credits/Payments: | | |
| a | 2011 estimated tax payments and 2010 overpayment credited to 2011 | 6a | |
| b | Exempt foreign organizations—tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | |
| 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 u | 9 | 28 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid u | 10 | |
| 11 | Enter the amount of line 10 to be: Credited to 2012 estimated tax u Refunded u | 11 | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|-----------|----------|------------|
| 1a | | X |
| b | | X |
| c | | X |
| d | | |
| e | | |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| b | | N/A |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| b | X | |
| 9 | | X |
| 10 | | X |

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? Website address WWW.HOWARDFAMILYFOUNDATION.ORG | 13 | X | |
| 14 | The books are in care of SALLY C. THOMAS 12202 WOOD RIDGE COURT Located at DUNLAP IL ZIP+4 61525 | Telephone no. 309-243-5663 | | |
| 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 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country u | 16 | Yes | No X |

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

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

| | | Yes | No |
|-----|--|-----|----------|
| 1a | During the year did the foundation (either directly or indirectly): | | |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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 checked="" 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)? N/A Organizations relying on a current notice regarding disaster assistance check here u <input type="checkbox"/> | 1b | |
| 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 2011? | 1c | 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years u 20 , 20 , 20 , 20 | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) N/A | 2b | |
| 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 , 20 , 20 , 20 | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If "Yes," did it have excess business holdings in 2011 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 2011.) N/A | 3b | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | 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 2011? | 4b | X |

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here **u**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 |
|---|---|---|---|---------------------------------------|
| SALLY C. THOMAS 12202 RIDGE COURT DUNLAP IL 61525 | PRESIDENT 0.20 | 0 | 0 | 0 |
| BRECKENRIDGE M. THOMAS 12202 RIDGE COURT DUNLAP IL 61525 | DIRECTOR 0.20 | 0 | 0 | 0 |
| TODD L. THOMAS 47 LAXFIELD ROAD SHREWSBURY MA 01545 | TREAS/SEC/DI 0.20 | 0 | 0 | 0 |

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000 **0**

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

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services | | u |

Part IX-A Summary of Direct Charitable Activities

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

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 N/A | |
| 2 | |
| All other program-related investments. See instructions. | |
| 3 | |
| Total. Add lines 1 through 3 | ▶ |

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

| | | | |
|---|---|----|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 0 |
| b | Average of monthly cash balances | 1b | 0 |
| c | Fair market value of all other assets (see instructions) | 1c | 0 |
| d | Total (add lines 1a, b, and c) | 1d | 0 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0 |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0 |
| 3 | Subtract line 2 from line 1d | 3 | 0 |
| 4 | Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions) | 4 | 0 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 0 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 0 |

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

| | | | |
|----|---|----|----|
| 1 | Minimum investment return from Part X, line 6 | 1 | |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 2a | 28 |
| b | Income tax for 2011. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 28 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 0 |

Part XII Qualifying Distributions (see instructions)

| | | | |
|---|--|----|-------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 | 1a | 9,500 |
| b | Program-related investments—total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 9,500 |
| 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 | 28 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 9,472 |

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 2010 | (c) 2010 | (d) 2011 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2011 from Part XI, line 7 | | | | 0 |
| 2 Undistributed income, if any, as of the end of 2011: | | | | |
| a Enter amount for 2010 only | | | | |
| b Total for prior years: 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | 12,330 | | | |
| b From 2007 | 12,230 | | | |
| c From 2008 | 12,445 | | | |
| d From 2009 | 13,295 | | | |
| e From 2010 | 10,500 | | | |
| f Total of lines 3a through e | 60,800 | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4: u \$ <u>9,500</u> | | | | |
| a Applied to 2010, 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 2011 distributable amount | | | | |
| e Remaining amount distributed out of corpus | 9,500 | | | |
| 5 Excess distributions carryover applied to 2011 (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 | 70,300 | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b. Taxable amount—see instructions | | | | |
| e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions | | | | |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 | | | | 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 2006 not applied on line 5 or line 7 (see instructions) | 12,330 | | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a | 57,970 | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 | 12,230 | | | |
| b Excess from 2008 | 12,445 | | | |
| c Excess from 2009 | 13,295 | | | |
| d Excess from 2010 | 10,500 | | | |
| e Excess from 2011 | 9,500 | | | |

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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) | | | | |
| a Paid during the year SEE STATEMENT 5 | | | | 9,500 |
| Total | | | | u 3a 9,500 |
| b Approved for future payment N/A | | | | |
| Total | | | | u 3b |

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

| Description | | How Received | | | | | |
|--|---------------|--------------|------------|------|---------|--------------|-----------------|
| Whom Sold | Date Acquired | Date Sold | Sale Price | Cost | Expense | Depreciation | Net Gain / Loss |
| LONG-TERM GAIN/LOSS FROM PASS-THROUGH ENTITY | | | | | | | |
| | | | \$ 943 | \$ | \$ | \$ | \$ 943 |
| TOTAL | | | \$ 943 | \$ 0 | \$ 0 | \$ 0 | \$ 943 |

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|-----------------|----------|----------------|--------------|--------------------|
| ACCOUNTING FEES | \$ 113 | \$ 710 | \$ | \$ |
| ACCOUNTING FEES | 1,387 | | | |
| TOTAL | \$ 1,500 | \$ 710 | \$ 0 | \$ 0 |

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|----------------|--------|----------------|--------------|--------------------|
| EXPENSES | \$ | \$ | \$ | \$ |
| OTHER EXPENSES | 567 | 567 | | |
| TOTAL | \$ 567 | \$ 567 | \$ 0 | \$ 0 |

Federal Statements**Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments**

| <u>Description</u> | <u>Beginning of Year</u> | <u>End of Year</u> | <u>Basis of Valuation</u> | <u>Fair Market Value</u> |
|--------------------|------------------------------|------------------------|-------------------------------|------------------------------|
| INVESTMENTS | \$ 161,963 | \$ 171,927 | | \$ 143,970 |
| TOTAL | \$ 161,963 | \$ 171,927 | | \$ 143,970 |

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Federal Statements

FYE: 12/31/2011

**Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year**

| Name | Address | Relationship | Status | Purpose | Amount |
|---------------------------------|-----------------------------|--------------|--------|--------------------|--------|
| AMERICAN RED CROSS-CENTRAL IL | CHAP 311 JOHN GWYNN JR. AVE | | | | |
| PEORIA IL 61605 | N/A | | NONE | SUPPORT OPERATIONS | 1,500 |
| PEORIA SYMPHONY ORCHESTRA | 203 HARRISON STREET | | | | |
| PEORIA IL 61602 | N/A | | NONE | SUPPORT OPERATIONS | 1,500 |
| SEA SCOUT SHIP 54-BS07 | 2003 FOXWOOD RUN | | | | |
| NORMAL IL 61761 | N/A | | NONE | SUPPORT OPERATIONS | 250 |
| ITHACA COLLEGE | 953 DANBY ROAD | | | | |
| ITHACA NY 14850 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| AMERICAN RED CROSS-WORCESTER | CHAPTE 2000 CENTURY DRIVE | | | | |
| WORCESTER MA 01606 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| SHREWSBURY YOUTH & FAMILY | 240 MAPLE STREET | | | | |
| SHREWSBURY MA 01545 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| IVY BOATING FOUNDATION | 5102 N GALINA RD. | | | | |
| PEORIA HEIGHTS IL 61614 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| TAHOE COMMUNITY NURSERY SCHOOL | P.O. BOX 1265 | | | | |
| TAHOE CITY CA 96145 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| FIRST FEDERATED CHURCH | 3601 N SHERIDAN ROAD | | | | |
| PEORIA IL 61604 | N/A | | NONE | SUPPORT OPERATIONS | 1,000 |
| NATIONAL PUBLIC RADIO | 1501 W. BRADLEY AVE | | | | |
| PEORIA IL 61625 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| IMUS RANCH | 1453 OLD LAS VEGAS HIGHWA | | | | |
| RIBERA NM 87560 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| CHESHIRE ACADEMY | 10 MAIN STREET | | | | |
| CHESIRE CT 06410 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| SALVTION ARMY - WORCESTER | 640 MAIN STREET | | | | |
| WORCESTER MA 01608 | N/A | | NONE | SUPPORT OPERATIONS | 500 |
| YMCA OF CENTRAL MASS | 4 VALENTE DRIVE | | | | |
| NORTHBOROUGH MA 01581 | N/A | | NONE | SUPPORT OPERATIONS | 250 |
| HUMANE SOCIETY OF TRUCKEE-TAHOE | P.O. BOX 9041 | | | | |
| TRUCKEE CA 96162 | N/A | | NONE | SUPPORT OPERATIONS | 500 |

Federal Statements

Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

| <u>Name</u> | <u>Address</u> | <u>Relationship</u> | <u>Status</u> | <u>Purpose</u> | <u>Amount</u> |
|-------------|----------------|---------------------|---------------|----------------|---------------|
| TOTAL | | | | | <u>9,500</u> |

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Federal Statements**Direct Public Support**

| <u>Contributor</u> | <u>Cash Contribution</u> | <u>Noncash Contribution</u> |
|----------------------|------------------------------|---------------------------------|
| LILIAN C HOWARD-CLAT | <u>22,334</u> | <u></u> |
| TOTAL | <u><u>22,334</u></u> | <u><u>0</u></u> |

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Federal Statements**Taxable Dividends from Securities**

| <u>Description</u> | <u>Amount</u> | <u>Unrelated Business Code</u> | <u>Exclusion Code</u> | <u>Postal Code</u> | <u>US Obs (\$ or %)</u> |
|--------------------|-----------------|------------------------------------|---------------------------|------------------------|-----------------------------|
| HOWARD FAMILY LP | \$ 9,263 | | | | |
| TOTAL | <u>\$ 9,263</u> | | | | |

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