

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

**2009**

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 2009, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

G Check all that apply:  Initial return  Initial return of a former public charity  Final return  
 Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>GHR FOUNDATION, INC.</b>	A Employer identification number <b>03-0547519</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>10350 BREN ROAD WEST</b>	B Telephone number <b>(952) 656-4695</b>
	City or town, state, and ZIP code <b>MINNETONKA, MN 55343-9002</b>	C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	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, col. (c), line 16) \$ <b>278,919,779.</b> (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"/>
	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	464,444.	1,785,993.		STATEMENT 1
4 Dividends and interest from securities	706,523.	1,771,787.		STATEMENT 2
5a Gross rents	15,816,170.	7,207,309.		STATEMENT 3
b Net rental income or (loss) <b>15,816,170.</b>				
6a Net gain or (loss) from sale of assets not on line 10	429,972.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	9,746,848.	793,729.		STATEMENT 4
12 Total. Add lines 1 through 11	127,163,957.	11,558,818.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees <b>STMT 5</b>	19,176.	0.		14,714.
b Accounting fees <b>STMT 6</b>	34,115.	0.		34,115.
c Other professional fees <b>STMT 7</b>	929,721.	2,046,365.		492,577.
17 Interest		194,261.		
18 Taxes <b>STMT 8</b>	-417,208.	11,433.		0.
19 Depreciation and depletion	2,380,391.	0.		
20 Occupancy				
21 Travel, conferences, and meetings	19,330.	508.		20,135.
22 Printing and publications				
23 Other expenses <b>STMT 9</b>	5,204,260.	3,780.		152,087.
24 Total operating and administrative expenses. Add lines 13 through 23	8,169,785.	2,256,347.		713,628.
25 Contributions, gifts, grants paid	17,874,975.			12,735,485.
26 Total expenses and disbursements. Add lines 24 and 25	26,044,760.	2,256,347.		13,449,113.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,119,197.			
b Net investment income (if negative, enter -0-)		9,302,471.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments			43,545,985.	35,204,970.	35,204,970.
	3	Accounts receivable ▶ 283,771.					
		Less: allowance for doubtful accounts ▶			270,147.	283,771.	283,771.
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶ 15,923,155.					
		Less: allowance for doubtful accounts ▶				15,923,155.	15,923,155.
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges			1,851,581.	2,556,213.	2,556,213.
	10a	Investments - U.S. and state government obligations STMT 10			4,991,030.	1,030,920.	1,030,920.
	b	Investments - corporate stock STMT 11			12,059,057.	12,102,350.	12,102,350.
	c	Investments - corporate bonds					
	11	Investments - land, buildings, and equipment basis ▶ 147,983,691.					
	Less accumulated depreciation ▶ 8,737,863.			142,234,657.	139,245,828.	139,245,828.	
12	Investments - mortgage loans						
13	Investments - other STMT 12			65,780,562.	72,572,572.	72,572,572.	
14	Land, buildings, and equipment: basis ▶						
	Less accumulated depreciation ▶						
15	Other assets (describe ▶)						
16	<b>Total assets (to be completed by all filers)</b>			270,733,019.	278,919,779.	278,919,779.	
Liabilities	17	Accounts payable and accrued expenses			2,023,037.	1,166,523.	
	18	Grants payable			164,187,332.	169,326,821.	
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶ STATEMENT 13)			1,038,008.	552,800.	
23	<b>Total liabilities (add lines 17 through 22)</b>			167,248,377.	171,046,144.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds			0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds			103,484,642.	107,873,635.		
30	<b>Total net assets or fund balances</b>			103,484,642.	107,873,635.		
31	<b>Total liabilities and net assets/fund balances</b>			270,733,019.	278,919,779.		

**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	103,484,642.
2	Enter amount from Part I, line 27a	2	1,119,197.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN / LOSS	3	3,269,796.
4	Add lines 1, 2, and 3	4	107,873,635.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>107,873,635.</b>

**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	SHORT TERM PARTNERSHIP GAIN OR LOSS	P	VARIOUS	VARIOUS
b	LONG TERM PARTNERSHIP GAIN OR LOSS	P	VARIOUS	VARIOUS
c	OPUS CORPORATION	D	VARIOUS	VARIOUS
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			402,401.
b			-1,262,169.
c			-61,716.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			402,401.
b			-1,262,169.
c			-61,716.
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	-921,484.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	9,465,878.	278,315,433.	.034011
2007	4,997,945.	209,922,969.	.023808
2006	1,261,236.	112,515,681.	.011209
2005	986,574.	39,093,238.	.025236
2004	1,757,427.	30,164,855.	.058261

2	Total of line 1, column (d)	2	.152525
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	.030505
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	270,560,401.
5	Multiply line 4 by line 3	5	8,253,445.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	93,025.
7	Add lines 5 and 6	7	8,346,470.
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	13,449,113.

**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	93,025.
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	93,025.
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	93,025.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	94,802.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	65,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	159,802.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	66,777.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 66,777.   Refunded <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>MARGARET BOZESKY</u> Telephone no. ▶ <u>(952) 656-4695</u> Located at ▶ <u>10350 BREN ROAD WEST, MINNETONKA, MN</u> ZIP+4 ▶ <u>55343</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> N/A			

**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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
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. ▶ _____, _____, _____		
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 2009 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 2009.)	3b	X
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 2009?	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)?  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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No  
 N/A

	5b	X
	6b	X
	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.

(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
SEE STATEMENT 14		0.	0.	0.

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ADLER MANAGEMENT, LLC 10350 BREN ROAD WEST, MINNETONKA, MN 55343	MANAGEMENT	886,038.
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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	0.

**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	34,406,764.
b	Average of monthly cash balances	1b	54,193,278.
c	Fair market value of all other assets	1c	186,080,568.
d	<b>Total</b> (add lines 1a, b, and c)	1d	274,680,610.
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	274,680,610.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,120,209.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	270,560,401.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	13,528,020.

**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	13,528,020.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	93,025.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	93,025.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	13,434,995.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	13,434,995.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	13,434,995.

**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	13,449,113.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	13,449,113.
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	5	93,025.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	13,356,088.

**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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				13,434,995.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			13,142,588.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 13,449,113.				
a Applied to 2008, but not more than line 2a			13,142,588.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				306,525.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				13,128,470.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

**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 2009, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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					
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 the instructions.)**

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number 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 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 <b>SEE STATEMENT 15</b>				
<b>Total</b>			▶ 3a	<b>12735485.</b>
b Approved for future payment <b>SEE STATEMENT 16</b>				
<b>Total</b>			▶ 3b	<b>3,431,708.</b>





**GHR Foundation, Inc.**  
**FEIN: 03-0547519**  
**A Statement Attached To and Made Part of Form 990-PF**  
**For the year ended December 31, 2009**

GHR Foundation, Inc. was originally formed to perpetuate the values and ethical principles that have guided the lives of its founders. It is the Founders' vision that through significant support of education and also of causes that exemplify the Judeo-Christian tradition of mutual love and respect for all humankind, the world will be a better place where poverty, illiteracy, intolerance and chronic health issues (both physical and mental) will be eased. The Foundation employs Catholic social values, entrepreneurial creativity and the spirit and practice of transformational philanthropy to achieve this goal.

The Foundation establishes long-term partnerships with select educational and social service institutions and devotes a significant portion of its charitable giving to these organizations. In making large annual gifts within a long-term funding commitment, the Foundation is affording its grantees the time and opportunity to create and innovate, to leverage resources for even greater impact, and to touch the lives of those they serve in ways that are more powerful.

Other long-term grants are given to a select group of organizations. These grants address important social issues as opposed to a single organization. The grants are transformational and support creative, entrepreneurial programs with high standards of conduct and measurable impact. Examples of such grants, as seen in certain current focus areas of the foundation, include the Children in Families Initiative, the Interreligious Dialogue Initiative, the Muslim-Christian Common Action Initiative, and the Sister Support Initiative. In addition, the Solutions Initiative was developed in 2009 to respond to the economic stress facing the Foundation's grantees.

**The GHR Foundation does *not* accept unsolicited grant applications.**

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**FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1**


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SOURCE	AMOUNT
INTEREST	464,444.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	464,444.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	706,523.	0.	706,523.
TOTAL TO FM 990-PF, PART I, LN 4	706,523.	0.	706,523.

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**FORM 990-PF RENTAL INCOME STATEMENT 3**


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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
GROSS RENTS	1	15,816,170.
TOTAL TO FORM 990-PF, PART I, LINE 5A		15,816,170.

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**FORM 990-PF OTHER INCOME STATEMENT 4**


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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME ON FINANCING LEASE	393,529.	0.	
PARTNERSHIP INCOME	9,183,834.	0.	
SECURITIES LITIGATION	11,874.	0.	
BOND AMORTIZATION	8,088.	0.	
OTHER INVESTMENT INCOME	0.	793,729.	
TAX REFUNDS	1,462.	0.	
OTHER INCOME	148,061.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	9,746,848.	793,729.	

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FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	19,176.	0.		14,714.
TO FM 990-PF, PG 1, LN 16A	19,176.	0.		14,714.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	34,115.	0.		34,115.
TO FORM 990-PF, PG 1, LN 16B	34,115.	0.		34,115.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	886,038.	2,046,365.		474,952.
CONSULTING FEES	43,683.	0.		17,625.
TO FORM 990-PF, PG 1, LN 16C	929,721.	2,046,365.		492,577.

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FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	68,000.	0.		0.
FOREIGN TAXES PAID	0.	11,433.		0.
DEFERRED TAXES	-485,208.	0.		0.
TO FORM 990-PF, PG 1, LN 18	-417,208.	11,433.		0.

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FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	653.	0.		653.
BANK FEES	17,047.	3,780.		0.
PROFESSIONAL DEVELOPMENT AND CONFERENCES	1,760.	0.		1,760.
FOUNDATION INITIATIVE AND DUE DILIGENCE	100,262.	0.		132,683.
OTHER	10,909.	0.		12,716.
RENTAL	3,664,291.	0.		0.
AMORTIZATION	1,405,063.	0.		0.
PUBLIC RELATIONS	4,275.	0.		4,275.
TO FORM 990-PF, PG 1, LN 23	5,204,260.	3,780.		152,087.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 10
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
NEW YORK ST URBAN	X		1,030,920.	1,030,920.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,030,920.	1,030,920.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,030,920.	1,030,920.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CONAGRA FOODS, INC.	2,020,863.	2,020,863.
3M COMPANY	2,480,100.	2,480,100.
AT&T INC.	1,962,100.	1,962,100.
JPMC CAP XI 5.875% PREFERRED	630,705.	630,705.
JPMC CAP XIX 6.625% PREFERRED	622,480.	622,480.
WELLS FARGO 6.25% PREFERRED	1,144,741.	1,144,741.
WELLS FARGO 7.875% PREFERRED	1,111,511.	1,111,511.
USB CAP VIII 6.35% PREFERRED	1,041,750.	1,041,750.
USB CAP XI 6.6% PREFERRED	1,088,100.	1,088,100.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,102,350.	12,102,350.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEIDLER FUND	FMV	42,362.	42,362.
LOEB ARBITRAGE FUND	FMV	8,408,579.	8,408,579.
NORTHSTAR SEIDLER	FMV	470,974.	470,974.
RIVERSTONE	FMV	417,442.	417,442.
CARLYLE EUROPE	FMV	681,283.	681,283.
ADLER CP IV	FMV	886,524.	886,524.
ADLER EUROPEAN GROWTH	FMV	427,598.	427,598.
ADLER ASIAN PRIVATE EQUITY	FMV	829,170.	829,170.
ADLER ENERGY INFRASTRUCTURE	FMV	908,416.	908,416.
CMC-HERTZ PARTNERS LP	FMV	1,606,844.	1,606,844.
CPJ II INTERNATIONAL	FMV	1,653,079.	1,653,079.
ADLER CPV, LLC	FMV	1,642,688.	1,642,688.
ADLER PRIVATE EQUITY, LLC	FMV	6,961,884.	6,961,884.
ADLER OAKTREE, LLC	FMV	4,809,834.	4,809,834.
ADLER ROYALTY, LLC	FMV	3,039,569.	3,039,569.
ADLER EUROPEAN GROWTH II, LLC	FMV	1,027.	1,027.
NOTE RECEIVABLE - YOKOHAMA	FMV	3,715,982.	3,715,982.
ADLER BOND FUND, LLC	FMV	1,555,460.	1,555,460.
ADLER EQUITY FUND, LLC	FMV	16,333,638.	16,333,638.
ADLER ENERGY INFRASTRUCTURE III, LLC	FMV	557,804.	557,804.
ADLER HEALTH CARE, LLC	FMV	1,311,810.	1,311,810.
ADLER AGGRESSIVE EQUITY, LLC	FMV	3,500,471.	3,500,471.
ADLER OPPORTUNISTIC DEBT, LLC	FMV	11,514,552.	11,514,552.
PINEBRIDGE NEW EUROPE PARTNERS II, LP	FMV	1,295,582.	1,295,582.
TOTAL TO FORM 990-PF, PART II, LINE 13		72,572,572.	72,572,572.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DEFERRED TAX LIABILITY	1,038,008.	552,800.	
TOTAL TO FORM 990-PF, PART II, LINE 22	1,038,008.	552,800.	

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT 14  
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GERALD RAUENHORST C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	DIRECTOR 8.00	0.	0.	0.
MARK RAUENHORST C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	VICE CHAIR, TREASURER, DIRECTOR 4.00	0.	0.	0.
LUZ CAMPA C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	SECRETARY, VICE CHAIR 8.00	0.	0.	0.
AMY R. GOLDMAN C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	EXEC DIRECTOR CHAIR, DIRECTOR 4.00	0.	0.	0.
PETER KAROFF C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	DIRECTOR 4.00	0.	0.	0.
JOSEPH J. RAUENHORST C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	DIRECTOR 4.00	0.	0.	0.
CARDINAL THEODORE MCCARRICK C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	DIRECTOR 4.00	0.	0.	0.
MARGARET A. BOZESKY C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	TAX OFFICER 4.00	0.	0.	0.
MATT RAUENHORST C/O TAX DEPT., 10350 BREN ROAD WEST MINNETONKA, MN 55343	DIRECTOR 4.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

**GHR FOUNDATION, INC.**  
*A Statement Attached to and Made Part of Form 990-PF,  
 For the Year Ending 12/31/09*

*Part XV, Grants and Contributions Paid During the Year 2009*

Recipient Name & Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
4Kids of South Florida Inc 2401 W Cypress Creek Road Fort Lauderdale, FL 33309	None	Public Charity	general operations	\$5,000
Adoption Option Committee, Inc PO Box 24132 Minneapolis, MN 55424	None	Public Charity	general operations	\$2,000
African Sisters Education Collaborative c/o Marywood University 2300 Adams Avenue Scranton, PA 18509	None	Public Charity	Capital and program funding for Bigwa Secondary school	\$252,222
Alzheimer's Disease and Related Disorders Association, Inc 4550 West 77th Street, Suite 200 Minneapolis MN 55435	None	Public Charity	Alzheimer's Early Identification and Support Project	\$250,000
Apostles of the Sacred Heart of Jesus 295 Benham Street Hamden, CT 06514	None	Public Charity	Sacred Heart Learning Center	\$100,000
Archdiocese of St. Paul and Minneapolis 226 Summit Avenue St. Paul, MN 55102-2197	None	Public Charity	Urban Elementary Catholic Schools Fund	\$500,000
Archdiocese of St. Paul and Minneapolis 226 Summit Avenue St. Paul, MN 55102-2197	None	Public Charity	Solutions Changing the Paradigm in Small Catholic Elementary Schools	\$80,000
Archdiocese of Washington 5001 Eastern Avenue PO Box 29260 Washington, DC 20017	None	Public Charity	Former Archbishop's Special Fund general operations	\$25,000
Carmen Pampa Fund 1821 University Avenue #S-218 St. Paul, MN 55104	None	Public Charity	expand, deepen, and energize donor base to increase general operating funds available to the Unidad Academica Campesina-Carmen Pampa (UAC-CP) in rural Bolivia	\$80,000
Catholic Charities of the Archdiocese of St. Paul and Minneapolis 1200 Second Avenue S Minneapolis, MN 55403	None	Public Charity	capacity building by examining and re-engineering existing systems and processes	\$80,000
Catholic Charities of the Archdiocese of St. Paul and Minneapolis 1200 Second Avenue S Minneapolis, MN 55403	None	Public Charity	general operations	\$25,000
Catholic Relief Services 228 West Lexington Street Baltimore, MD 21201	None	Public Charity	Saving Lives, Protecting Livelihoods Transforming CRS Emergency Programs	\$800,000

Recipient Name & Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Catholic Relief Services 228 West Lexington Street Baltimore, MD 21201	None	Public Charity	faith leaders on the Kenyan coast will adopt an interfaith approach to eliminate child marriage by raising awareness, promoting children's rights, extending opportunities to girls for microfinance and vocational training	\$147,975
Catholic Relief Services 228 West Lexington Street Baltimore, MD 21201	None	Public Charity	CRS Vietnam	\$56,171
Catholic Relief Services 228 West Lexington Street Baltimore, MD 21201	None	Public Charity	build fundraising and advocacy capacity of Cantas Lebanon Migrant Center (CLMC)	\$80,000
Center for Interfaith Action on Global Poverty c/o Washington National Cathedral Wisconsin & Massachusetts Aves, NW Washington, DC 20016	None	Public Charity	implementation of 2009-10 Nigenan Interfaith Action Association (NIFAA) led Muslim-Christian faith leader training program in three Nigenan states in support of the Nigenan National Malana Control Programme	\$530,000
Congressional Coalition on Adoption Institute 311 Massachusetts Avenue NE Washington, DC 20002	None	Public Charity	"Africa The Way Forward" Policy Summit	\$75,000
Cristo Rey Jesuit High School 1852 West 22nd Place Chicago, IL 60608	None	Public Charity	support alumni and secure mission	\$50,000
Cristo Rey Network 14 East Jackson Boulevard Suite 1200 Chicago, IL 60604	None	Public Charity	Educational Initiative	\$5,000
Cristo Rey Network 14 East Jackson Boulevard Suite 1200 Chicago, IL 60604	None	Public Charity	Cross Selling Initiative to create 10 new jobs to Cristo Rey Network schools and students	\$80,000
Daughters of Charity of St Vincent de Paul Proyecto Juan Diego, Inc PO Box 8038 Brownsville, TX 78526	None	Public Charity	Project support for family intervention programs at Proyecto Juan Diego center	\$50,000
Diocese of Venice 1000 Pinebrook Rd Venice, FL 34292	None	Public Charity	Bishop's Annual Appeal	\$2,000
Dominican Sisters of Peace 2130 Airport Dr Columbus, OH 43219-2098	None	Public Charity	Project support for the introduction of innovative farming methodologies to improve the lives of the poor in rural Nigena by providing food and additional income generating activities	\$150,000
Don Bosco Cristo Rey High School PO Box 56481 Washington, DC 20040-6481	None	Public Charity	"Maintain, Training and Sustain" Program	\$80,000
EveryChild 4 Bath Place Rivington Street London EC2A 3DR United Kingdom	None	Foreign - see Expenditure Responsibility Report	Reduce children in Kyiv Oblast Institutions	\$244,210

<b>Recipient Name &amp; Address</b>	<b>Relationship to Foundation Manager or Substantial Contributor</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of Grant or Contribution</b>	<b>Amount</b>
Feed My Starving Children 401 93rd Ave NW Coon Rapids, MN 55433	None	Public Charity	general operations	\$10,000
Foundations and Donors Interested in Catholic Activities, Inc 1350 Connecticut Avenue, NW Suite 825 Washington, DC 20036	None	Public Charity	general operations	\$7,500
Holt International Children's Services PO Box 2880 1195 City View Eugene, OR 97402	None	Public Charity	Establish new model of child welfare in 3 communities	\$209,060
Hope Community Center 1016 North Park Avenue Apopka, FL 32712	None	Public Charity	Welcome to the REAL (Relational, Empathetic, Augmented, Leadership) World	\$77,000
Institute of the Sisters of Mercy of the Americas 8380 Colesville Rd Suite 300 Silver Spring, MD 20910	None	Public Charity	Mercy Leadership Development Program	\$75,000
Interfaith Center of New York 475 Riverside Drive Suite 540 New York, NY 10115	None	Public Charity	Catholic and Muslim social service project to develop ongoing relationships between the two communities through shared social services projects that serve both groups	\$169,000
Little Sisters of the Poor of St Paul 330 Exchange Street S St. Paul, MN 55102	None	Public Charity	general operations	\$8,000
Marquette University PO Box 1881 Milwaukee, WI 53201-1881	None	Public Charity	Transform the College of Engineering	\$700,000
Marquette University PO Box 1881 Milwaukee, WI 53201-1881	None	Public Charity	J Rauenhorst Scholarship Fund	\$5,000
Marquette University PO Box 1881 Milwaukee, WI 53201-1881	None	Public Charity	Discovery Energy Lab	\$1,300,000
Mayo Clinic 200 First Street, SW Rochester, MN 55905	None	Public Charity	Discovery and Innovation Fund	\$900,000
Mayo Clinic 200 First Street, SW Rochester, MN 55905	None	Public Charity	general operations	\$1,000
Mercy Corps 45 SW Ankeny Street Portland, OR 97204	None	Public Charity	providing joint activities to young people in two neighborhoods in Lebanon at the center of sectarian violence to address social and economic needs and build on common interests	\$200,000
Minnesota Council of Churches 122 Franklin Ave W, Suite 100 Minneapolis, MN 55404	None	Public Charity	Taking Root	\$160,000

Recipient Name & Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
National Religious Vocation Conference 5401 South Cornell Avenue # 207 Chicago, IL 60615	None	Public Charity	Project support to gather experts in areas of vocations religious life, communications, and other applicable disciplines resulting in an action plan for NRVC to develop vocation resources and strategies used to attract new women and men to religious life	\$47,450
Opportunity Partners, Inc 5500 Opportunity Court Minnetonka, MN 55343	None	Public Charity	general operations	\$200,000
Our Lady of Grace School 5051 Eden Avenue Edina, MN 55436	None	Public Charity	Our Lady of Grace Endowment Fund	\$100,000
Pine River-Backus Family Council PO Box 1 Pine River, MN 56474	None	Public Charity	general operations	\$10,000
Professional Givers Anonymous of Collier County Inc 1801 Gulf Shore Blvd N Ste 503 Naples, FL 34102	None	Public Charity	general operations	\$50,000
Progress Valley Inc 308 East 78th Street Richfield MN 55423	None	Public Charity	general operations	\$200,000
Risen Chrst Catholic School 1120 East 37th Street Minneapolis MN 55407	None	Public Charity	build new donor base outside of the Catholic community	\$80,000
Santa Barbara Foundation 15 East Carnilo Street Santa Barbara, CA 93110	None	Public Charity	Peter & Martha Karoff Donor Advised Fund	\$25,000
Save the Children 54 Wilton Road Westport, CT 06880	None	Public Charity	Establish national child welfare model in Nepal	\$125,633
Servants of the Lord and the Virgin of Matara 226 E 113th St New York, NY 10029	None	Public Charity	purchase a Formation House to accommodate 50 women	\$125,000
Sinsinawa Dominicans Inc 585 County Road Z Sinsinawa, WI 53824	None	Public Charity	Centro Guadalupano	\$50,000
Sisters of Notre Dame de Namur 30 Jeffreys Neck Rd Ipswich MA 01938	None	Public Charity	Project and capital funding for the African Photovoltaic Project	\$200,000
Sisters of Notre Dame de Namur Julie Community Center 100 S Washington St Baltimore MD 21231	None	Public Charity	Project support for the Julie community Center	\$50,000

Recipient Name & Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Sisters of the Good Shepherd 25-30 21st Ave Astona, NY 11105	None	Public Charity	Project and capital support for the St Kathenne Drexel Literacy Based Education After School Program for Children of Immigrant Parents	\$70,000
St. Alice Catholic Church PO Box 759 Pequot Lakes, MN 56472	None	Public Charity	general operations	\$2,000
St. Ann Catholic Church 475 9th Ave S Naples, FL 34102	None	Public Charity	general operations	\$2,000
St. Ann School 407 Ninth Ave S Naples FL 34102	None	Public Charity	general operations	\$2,000
St. Catherine University 2004 Randolph Avenue St. Paul, MN 55105	None	Public Charity	NMR Spectrometer in honor of Margaret Howard	\$250,000
St. Catherine University 2004 Randolph Avenue St. Paul, MN 55105	None	Public Charity	Rita Gillach Otte Women's Education Program Fund	\$100,000
St. Catherine University 2004 Randolph Avenue St. Paul, MN 55105	None	Public Charity	School of Health	\$1,000,000
St. Thomas Academy 949 Mendota Heights Road Mendota Heights, MN 55120	None	Public Charity	The Mary Webber Scholarship Endowed Fund	\$100,000
St. Thomas Academy 949 Mendota Heights Road Mendota Heights, MN 55120	None	Public Charity	Defining Moment Capital Campaign	\$25,000
The Canng Tree 8120 Penn Avenue South Suite 464 Bloomington MN 55431	None	Public Charity	general operations	\$5,000
The Convent and Academy of the Visitation 2455 Visitation Dnve Mendota Heights, MN 55120	None	Public Charity	support the education activities which utilize the outdoor classroom on campus	\$100,000
The Papal Foundation 150 Monument Road, Suite 609 Bala Cynwyd, PA 19004	None	Public Charity	to support and carry out the purposes of the Holy See and to be operated in connection with the Holy See - various projects	\$1,000,000
The Sisters of Mercy of the Americas Northeast Community, Inc All-Africa Conference Sister to Sister 2715 Bainbridge Ave Bronx, NY 10458	None	Public Charity	Counseling Training Program for Sisters (CTPS) at Uganda Martyrs University for academic and programmatic evaluation, scholarships for 10 African religious women to complete the program, and capital funding to construct a building to enhance ministry	\$57,000
The Sisters of Mercy of the Americas Northeast Community, Inc All-Africa Conference Sister to Sister 2715 Bainbridge Ave Bronx, NY 10458	None	Public Charity	Project support to assist local African Sisters to plan, develop, present and evaluate a continuing education program for women religious in Sub Saharan Africa	\$30,000



<b>Recipient Name &amp; Address</b>	<b>Relationship to Foundation Manager or Substantial Contributor</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of Grant or Contribution</b>	<b>Amount</b>
Tnangle Fraternity Education Foundation 120 South Center Street Plainfield, IN 46168	None	Public Charity	improve ethical leadership among engineers during the Tnangle Leadership Training Weekend	\$1 000
United Aid for Azerbaijan 197 Suleyman Rahimov Street Apartment 34a Baku Azerbaijan South West Asia	None	Foreign - See Expenditure Responsibility Report	Transform national approach to disabled children in Azerbaijan	\$94,364
University of San Francisco 2130 Fulton Street San Francisco, CA 94117-1080	None	Public Charity	J Rauenhorst Scholarship Fund at the School of Law	\$5,000
University of St. Thomas 2115 Summit Avenue St. Paul, MN 55105-1096	None	Public Charity	Opus College of Business AACSB Accreditation and Ethics and Excellence Initiative	\$800 000
University of St. Thomas 2115 Summit Avenue St. Paul, MN 55105-1096	None	Public Charity	strengthen and support partnerships with community organizations in a more cost-effective manner	\$52,900
University of St. Thomas 2115 Summit Avenue St. Paul, MN 55105-1096	None	Public Charity	supporting the Opus College of Business AACSB Accreditation and Ethics and Excellence Initiative	\$200,000
US Friends of the Archdiocese of Bombay Mumbai Educational Programs 2097 Jonathan Ave San Jose, CA 95125	None	Public Charity	REACH Education Action programme for educational works for the underprivileged	\$5,000
<b>Total</b>				<u><u>\$12,735,485</u></u>

**GHR FOUNDATION, INC.**  
*A Statement Attached to and Made Part of Form 990-PF,  
 For the Year Ending 12/31/09*

*Part XV, Grants and Contributions Approved for Future Payment*

Recipient Name & Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
African Sisters Education Collaborative c/o Marywood University 2300 Adams Avenue Scranton, PA 18509	None	Public Chanty	Capital and program funding for Bigwa Secondary school	\$206,000
Catholic Relief Services 228 West Lexington Street Baltimore, MD 21201	None	Public Chanty	faith leaders on the Kenyan coast will adopt an interfaith approach to eliminate child marriage by raising awareness, promoting children's rights, extending opportunities to girls for microfinance and vocational training	\$251,958
Center for Interfaith Action c/o Washington National Cathedral Wisconsin & Massachusetts Aves, NW Washington, DC 20016	None	Public Chanty	implementation of 2009-10 Nigenan Interfaith Action Association (NIFAA) led Muslim-Christian faith leader training program in three Nigenan states in support of the Nigenan National Malana Control Programme and overall evaluation of the program	\$461,750
Center for Interfaith Action c/o Washington National Cathedral Wisconsin & Massachusetts Aves, NW Washington, DC 20016	None	Public Chanty	Evaluation of 2009-10 NIFAA project	\$ 75,000
Daughters of Chanty of St Vincent de Paul Proyecto Juan Diego, Inc PO Box 8038 Brownsville TX 78526	None	Public Chanty	Project support for family intervention programs at Proyecto Juan Diego center	\$100,000
Marquette University PO Box 1881 Milwaukee, WI 53201	None	Public Chanty	Discovery Energy Lab	\$2,000,000
Servants of the Lord and the Virgin of Matara 226 E 113th St New York, NY 10029	None	Public Chanty	purchase a Formation House to accommodate 50 women	\$125,000
The Sisters of Mercy of the Americas Northeast Community, Inc All-Africa Conference Sister to Sister 2715 Bainbridge Ave Bronx, NY 10458	None	Public Chanty	Counseling Training Program for Sisters (CTPS) at Uganda Martyrs University for academic and programmatic evaluation, scholarships for 10 African religious women to complete the program, and capital funding to construct a building to enhance ministry	\$ 72,000
The Sisters of Mercy of the Americas Northeast Community, Inc All-Africa Conference Sister to Sister 2715 Bainbridge Ave Bronx, NY 10458	None	Public Chanty	Project support to assist local African Sisters to plan, develop, present and evaluate a continuing education program for women religious in Sub Saharan Africa	\$140,000
<b>Total</b>				<b>\$3,431,708</b>

**GHR Foundation**  
FEIN # 03 - 0547519  
**A Statement Attached To and Made Part of Form 990-PF**  
**For the year ended December 31, 2009**

Part VII-B, Statements Regarding Activities  
Questions 5c Expenditure Responsibility Reporting

**Name and Address of Grantee:**

Reverend Father John Phuong Dinh Toai  
Director  
Mai Tam Center  
C/O Archdiocese of Ho Chi Minh City  
Committee for Pastoral Care  
180 Nguyen Dinh Chieu Street  
Ho Chi Minh City  
Vietnam  
Attn: Reverend Father John Phuong Dinh Toai

**Date and Amount of Grant:**

12/12/2008 \$15,000

**Purpose of Grant:**

general operations toward building Mai Tam Home – shelter for OVC with  
AIDS/HIV in Vietnam

**Total amounts expended as of December 31, 2009 since grant was awarded:**

\$15,000

**Has the grantee diverted any portion of the funds from the purpose of the grant (to the knowledge of the Foundation)?**

The Foundation is not aware the grantee has diverted any portion of the funds from the purpose of the grant.

**Report Received from Grantee on:**

8/2/2010

**Date and Results of any Verification of Grantee's Reports:**

Not applicable

**GHR Foundation**  
**FEIN #03-0547519**  
**A Statement Attached To and Made Part of Form 990-PF**  
**For the year ended December 31, 2009**

Part VII-B, Statements Regarding Activities  
Questions 5c Expenditure Responsibility Reporting

**Name and Address of Grantee:**

Kohinoor Choudhury  
Fundraising Manager  
EveryChild  
4 Bath Place  
Rivington Street  
London EC2A 3DR  
United Kingdom

**Date and Amount of Grant:**

12/31/2008 \$244,550.00

**Purpose of Grant:**

Reduce number of children held in Kyiv Oblast Institution

**Total amounts expended as of December 31, 2009 since grant was awarded:**

\$224,473.68 (\$20,076.32 remains unspent)

**Has the grantee diverted any portion of the funds from the purpose of the grant (to the knowledge of the Foundation)?**

The Foundation is not aware the grantee has diverted any portion of the funds from the purpose of the grant

**Report Received from Grantee on:**

January 15, 2010

**Date and Results of any Verification of Grantee's Reports:**

Not applicable

**GHR Foundation**  
**FEIN # 03 - 0547519**  
**A Statement Attached To and Made Part of Form 990-PF**  
**For the year ended December 31, 2009**

Part VII-B, Statements Regarding Activities  
Questions 5c Expenditure Responsibility Reporting

**Name and Address of Grantee:**

Ms. Gwen Burchell  
Director  
United Aid for Azerbaijan  
197 Suleyman Rahimov Street  
Apartment 34a  
Baku  
Azerbaijan  
South West Asia

**Date and Amount of Grant:**

12/31/2008    \$114,508 00

**Purpose of Grant:**

Transform national approach to disabled children in Azerbaijan

**Total amounts expended as of December 31, 2009 since grant was awarded:**

\$93,658 17 (\$20,849 83 remains unspent)

**Has the grantee diverted any portion of the funds from the purpose of the grant (to the knowledge of the Foundation)?**

The Foundation is not aware the grantee has diverted any portion of the funds from the purpose of the grant.

**Report Received from Grantee on:**

3/31/10

**Date and Results of any Verification of Grantee's Reports:**

Not applicable

**GHR Foundation**  
**FEIN # 03-0547519**  
**A Statement Attached To and Made Part of Form 990-PF**  
**For the year ended December 31, 2009**

Part VII-B, Statements Regarding Activities  
Questions 5c Expenditure Responsibility Reporting

**Name and Address of Grantee:**

Kohinoor Choudhury  
Fundraising Manager  
EveryChild  
4 Bath Place  
Rivington Street  
London EC2A 3DR  
United Kingdom

**Date and Amount of Grant:**

12/15/2009    244,210.00

**Purpose of Grant:**

Reduce children in Kyiv Oblast Institution

**Total amounts expended as of December 31, 2009 since grant was awarded:**

\$0

**Has the grantee diverted any portion of the funds from the purpose of the grant (to the knowledge of the Foundation)?**

The Foundation is not aware the grantee has diverted any portion of the funds from the purpose of the grant.

**Report Received from Grantee on:**

Final report not yet received. Grantee received the money at year end 2009 to be used in 2010. Final report to be received by January 31, 2011.

**Date and Results of any Verification of Grantee's Reports:**

Not applicable

**GHR Foundation**

**FEIN # 03 - 0347519**

**A Statement Attached To and Made Part of Form 990-PF  
For the year ended December 31, 2009**

**Part VII-B, Statements Regarding Activities  
Questions 5c Expenditure Responsibility Reporting**

**Name and Address of Grantee:**

Ms. Gwen Burchell  
Director  
United Aid for Azerbaijan  
197 Suleyman Rahimov Street  
Apartment 34a  
Baku  
Azerbaijan  
South West Asia

**Date and Amount of Grant:**

12/15/2009 94,364.00

**Purpose of Grant:**

Transform national approach to disabled children in Azerbaijan

**Total amounts expended as of December 31, 2009 since grant was awarded:**

\$0

**Has the grantee diverted any portion of the funds from the purpose of the grant (to the knowledge of the Foundation)?**

The Foundation is not aware the grantee has diverted any portion of the funds from the purpose of the grant.

**Report Received from Grantee on:**

Final report not yet received. Grantee received the money at year end 2009 to be used in 2010. Final report to be received by January 31, 2011.

**Date and Results of any Verification of Grantee's Reports:**

Not applicable

Articles of Amendment  
to  
Articles of Incorporation  
of

Gerald and Henrietta Rauenhurst Foundation, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N04000007167

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617 1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

GHR Foundation, Inc.

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp " or " Inc." "Company" or "Co." may not be used in the name*

**B. Enter new principal office address, if applicable:**

*(Principal office address **MUST BE A STREET ADDRESS**)*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**C. Enter new mailing address, if applicable:**

*(Mailing address **MAY BE A POST OFFICE BOX**)*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

*Name of New Registered Agent*

\_\_\_\_\_

*New Registered Office Address*

\_\_\_\_\_ *(Florida street address)*

\_\_\_\_\_, Florida  
*(City) (Zip Code)*

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent I am familiar with and accept the obligations of the position*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*





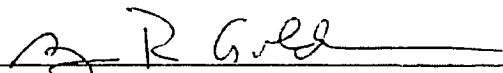
The date of each amendment(s) adoption: September 20, 2010  
*(date of adoption is required)*

Effective date if applicable: \_\_\_\_\_  
*(no more than 90 days after amendment file date)*

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated September 21, 2010

Signature   
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Amy R. Goldman  
(Typed or printed name of person signing)

Chair and Executive Director  
(Title of person signing)



September 22, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

GHR FOUNDATION, INC.  
10350 BREN RD W  
MINNETONKA, MN 55343

Re: Document Number N04000007167

The Articles of Amendment to the Articles of Incorporation of GERALD AND HENRIETTA RAUENHORST FOUNDATION, INC. which changed its name to GHR FOUNDATION, INC., a Florida corporation, were filed on September 22, 2010.

This document was electronically received and filed under FAX audit number H10000209507.

Should you have any questions regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Irene Albritton  
Regulatory Specialist II  
Division of Corporations

Letter Number: 910A00022584



OFFICE OF THE MINNESOTA SECRETARY OF STATE  
**FOREIGN CORPORATION  
 CERTIFICATE OF NAME CHANGE**  
 Minnesota Statutes, Chapter 303  
 Filing Fee: \$50.00

READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

1. Name of Corporation in Home Jurisdiction: (Required)

Gerald and Henrietta Rauenhorst Foundation, Inc.

List the name of this company prior to filing this amendment

2. Alternate Name used in Minnesota (if applies): (Optional)

If applicable, list the alternate name used in Minnesota prior to filing this amendment

3. Governed under the Laws of: Florida

4. A Name Change Amendment has been Filed and Recorded in the Corporation's Home Jurisdiction.

Corporation Name is changed to:

GHR Foundation, Inc.


List the name currently filed in the home jurisdiction

Alternate Name to be used in Minnesota, if applicable:

(Note: This is only required if the corporate name is unavailable in Minnesota or an appropriate entity designation is not provided)

**This amendment has been approved pursuant to Minnesota Statutes, Chapter 303. By filing this name change, the corporation certifies that the name change has been filed and recorded in the corporation's home jurisdiction. If an alternate name is used, the company certifies that its board of directors has adopted and approved the alternate name for use in Minnesota.**

I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Signature: 

Contact Name: Amy R. Goldman

Contact Phone Number: 952-656-4840

E-Mail Address: amy.goldman@ghrfoundation.org

STATE OF MINNESOTA  
 DEPARTMENT OF STATE  
**FILED**

**SEP 22 2010**

*Mark Ritchie*  
 Secretary of State

# Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. . . . . ▶
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only. . . . . ▶

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

Type or print  File by the due date for filing your return See instructions	Name of Exempt Organization <b>GERALD AND HENRIETTA RAUENHORST FOUNDATION, INC.</b>	Employer identification number <b>03-0547519</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>10350 BREN ROAD WEST</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>MINNETONKA MN 55343</b>	

### Check type of return to be filed (file a separate application for each return):

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ MARGARET BOZESKY

Telephone No. ▶ (952) 656-4695 FAX No. ▶ (952) 656-4496

- 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 will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/16/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year 2009 or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

2 If this tax year is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

3 a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	158,040
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	158,040
c	<b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box  **X**. **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).

<b>Type or print</b> File by the extended due date for filing the return. See instructions.	Name of Exempt Organization		Employer identification number
	GERALD AND HENRIETTA RAUENHORST FOUNDATION, INC.		03-0547519
	Number, street, and room or suite no. If a P.O. box, see instructions.		For IRS use only
	10350 BREN ROAD WEST		
City, town or post office, state, and ZIP code. For a foreign address, see instructions			
MINNETONKA MN 55343			

**Check type of return to be filed** (File a separate application for each return):

- |                                      |   |                                      |                                    |
|--------------------------------------|---|--------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990    | <input checked="" type="checkbox"/> Form 990-PF                   | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720   | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 5227   |                                    |

**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  **MARGARET A. BOZESKY**  
 Telephone No.  (952) 656-4695 FAX No.  (952) 656-4496
- 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 11/15/2010

5 For calendar year 2009, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

6 If this tax year 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 REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN.

<b>8 a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$ 158,040
<b>b</b> If this application is for Form 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.	<b>8b</b>	\$ 158,040
<b>c Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$ 0

**Signature and Verification**

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 Margaret A. Bozesky Title Tax Officer Date 8/3/10  
 Form 8868 (Rev 4-2009)