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

Department of the Treasury
Internal Revenue Service

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

For calendar year 2000, or tax year beginning , 2000, and ending

G Check all that apply Initial return Final return Amended return Address change Name change

Use the IRS label Otherwise, print or type See Specific Instructions

Name of organization: **FREDERICK HENRY PRINCE TESTAMENTARY TRUST**

Number and street (or P O box number if mail is not delivered to street address): **303 WEST MADISON SUITE 1900**

Room/suite: **AMENDED**

City or town, state, and ZIP code: **CHICAGO, IL 60606**

A Employer identification number: **36-6009208**

B Telephone number (see page 10 of the instructions): **(312) 454-1100**

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **147,848,044**

J Accounting method Cash Accrual Other (specify) _____

(Part I column (d) must be on cash basis)

D 1 Foreign organizations check here

2 Foreign organizations meeting the 65% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A) check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions))		(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 (attach schedule)				
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	72,789.	72,789.		
4	Dividends and interest from securities				
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain or (loss) from sale of assets not on line 10	12,658,498.			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		12,658,498.		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	4,318,011.	4,289,026.		
12	Total Add lines 1 through 11	17,049,298.	17,020,313.		
13	Compensation of officers, directors, trustees, and key employees	70,000.	35,000.		35,000.
14	Other employee salaries and wages	275,844.			275,844.
15	Pension plans, employee benefits	54,781.			54,781.
16 a	Legal fees (attach schedule)	14,146.			14,146.
b	Accounting fees (attach schedule)	5,900.	4,130.		1,770.
c	Other professional fees (attach schedule)	100,809.	31,127.		69,682.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	131,266.	3,219.		28,591.
19	Depreciation (attach schedule) and depletion	21,297.			
20	Occupancy				
21	Travel, conferences and meetings	46,763.			46,763.
22	Printing and publications				
23	Other expenses (attach schedule)	113,616.	139.		113,477.
24	Total operating and administrative expenses Add lines 13 through 23	834,422.	73,615.		640,054.
25	Contributions, gifts, grants paid	9,131,130.			9,131,130.
26	Total expenses and disbursements Add lines 24 and 25	9,965,552.	73,615.		9,771,184.
27 a	Subtract line 26 from line 12				
b	Excess of revenue over expenses and disbursements	7,083,746.			
c	Net investment income (if negative, enter -0-)		16,946,698.		
d	Adjusted net income (if negative, enter -0-)				

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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	474,509.	1,027,074.	1,027,074.	
2 Savings and temporary cash investments				
3 Accounts receivable ▶ 327.				
Less allowance for doubtful accounts ▶	822.	327.	327.	
4 Pledges receivable ▶				
Less allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
7 Other notes and loans receivable (attach schedule) 276,000.	276,000.	376,000.	376,000.	
Less allowance for doubtful accounts ▶				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10 a Investments - U.S. and state government obligations (attach schedule)				
b Investments - corporate stock (attach schedule)				
c Investments - corporate bonds (attach schedule)				
11 Investments - land buildings and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	157,037,843.	146,352,679.	146,352,679.	
14 Land buildings and equipment basis ▶ 154,590.				
Less accumulated depreciation (attach schedule) ▶ 62,626.	99,271.	91,964.	91,964.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see page 16 of the instructions. Also, see page 1, item f)	157,888,445.	147,848,044.	147,848,044.	
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 ▶)				
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances				
Organizations 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				
Organizations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input checked="" type="checkbox"/>				
27 Capital stock, trust principal, or current funds	157,888,445.	147,848,044.		
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 page 17 of the instructions)	157,888,445.	147,848,044.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	157,888,445.	147,848,044.		

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	157,888,445.
2 Enter amount from Part I, line 27a	2	7,083,746.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	164,972,191.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 1	5	17,124,147.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	147,848,044.

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 SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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				
b				
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	12,658,498.
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			}	3

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
1999	6,793,628.	145,297,721.	0.04675660398
1998	5,385,841	135,511,503	0.03974453003
1997	5,008,659.	123,723,725.	0.04048260752
1996	3,794,001.	112,538,397.	0.03371294688
1995	3,701,562.	101,842,587.	0.03634591490
2 Total of line 1, column (d)			2 0.19704260331
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 0.03940852066
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5			4 151,812,828.
5 Multiply line 4 by line 3			5 5,982,719.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 169,467.
7 Add lines 5 and 6			7 6,152,186.
8 Enter qualifying distributions from Part XII, line 4			8 9,771,184

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Line 1: 169,467. Line 2: 169,467. Line 3: NONE. Line 4: 169,467. Line 5: 340,000. Line 6: NONE. Line 7: NONE. Line 8: 340,000. Line 9: 170,533. Line 10: 170,533.

Part VII-A Statements Regarding Activities

Table with 11 rows for activity statements. 1a: No. 1b: No. 1c: N/A. 2: No. 3: No. 4a: No. 4b: N/A. 5: No. 6: No. 7: No. 8a: RHODE ISLAND. 8b: No. 9: No. 10: No. 11: No. 12: SARAH RICHARSON, 303 WEST MADISON SUITE 1900, (312) 454-1100, 60606. 13: NONE.

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

- 1 a During the year did the organization (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
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)?
c Did the organization 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 2000?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2000, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2000?
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3 a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2000 as a result of (1) any purchase by the organization 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?
4 a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the organization 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 2000?
5 a During the year did the organization pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955), or to carry on directly or indirectly any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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 page 20 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?
6 a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If you answered "Yes" to 6b also file Form 8870

Table with columns 'Yes' and 'No' for various sections 1a-1c, 2a-2c, 3a-3b, 4a-4b, 5a-5c, 6a-6b. Includes handwritten 'N/A' and 'X' marks.

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 page 19 of the 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
SEE ATTACHED STATEMENT		70,000.	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the 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
SEE ATTACHED STATEMENT		264,587.	-2,579.	NONE

Total number of other employees paid over \$50,000 ▶ NONE

3 Five highest-paid independent contractors for professional services - (see page 21 of the instructions) if none, enter "NONE"

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

Total number of others receiving over \$50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 <u>NONE</u>	
2	
All other program related investments See page 22 of the instructions	
3 <u>NONE</u>	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 22 of the 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	151,557,402.
b Average of monthly cash balances	1b	2,099,005.
c Fair market value of all other assets (see page 23 of the instructions)	1c	468,291.
d Total (add lines 1a, b, and c)	1d	154,124,698.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	154,124,698.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	2,311,870.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	151,812,828.
6 Minimum investment return Enter 5% of line 5	6	7,590,641.

Part XI Distributable Amount (see page 23 of the 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	7,590,641.
2 a Tax on investment income for 2000 from Part VI, line 5	2a	169,467.
b Income tax for 2000 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	169,467.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	7,421,174.
4 a Recoveries of amounts treated as qualifying distributions	4a	NONE
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	NONE
5 Add lines 3 and 4c	5	7,421,174.
6 Deduction from distributable amount (see page 23 of the instructions)	6	NONE
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	7,421,174.

Part XII Qualifying Distributions (see page 24 of the 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	9,771,184.
b Program-related investments - total of lines 1-3 of Part IX-B	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8 and Part XIII, line 4	4	9,771,184.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	169,467.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	9,601,717.

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 page 24 of the instructions)

	(a) Corpus	(b) Years prior to 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				7,421,174.
2 Undistributed income if any as of the end of 1999				
a Enter amount for 1999			NONE	
b Total for prior years, 1998		NONE		
3 Excess distributions carryover, if any, to 2000				
a From 1995	2,053,505.			
b From 1996	NONE			
c From 1997	NONE			
d From 1998	NONE			
e From 1999	NONE			
f Total of lines 3a through e	2,053,505.			
4 Qualifying distributions for 2000 from Part XII, line 4				
a Applied to 1999, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 25 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 25 of the instructions)	NONE			
d Applied to 2000 distributable amount				7,421,174.
e Remaining amount distributed out of corpus	2,350,010.			
5 Excess distributions carryover applied to 2000 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,403,515.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 25 of the instructions		NONE		
e Undistributed income for 1999 Subtract line 4a from line 2a Taxable amount - see page 23 of the instructions			NONE	
f Undistributed income for 2000 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2001				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)	NONE			
8 Excess distributions carryover from 1995 not applied on line 5 or line 7 (see page 25 of the instructions)	2,053,505.			
9 Excess distributions carryover to 2001 Subtract lines 7 and 8 from line 6a	2,350,010.			
10 Analysis of line 9				
a Excess from 1996	NONE			
b Excess from 1997	NONE			
c Excess from 1998	NONE			
d Excess from 1999	NONE			
e Excess from 2000	2,350,010.			

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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 2000, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
	(a) 2000	(b) 1999	(c) 1998	(d) 1997	
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)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year -- see page 26 of 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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see page 26 of the 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

SEE STATEMENT 2

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

LETTER OF PROPOSAL, IRS LETTER OF DETERMINATION UNDER SECTION 509(A), CURRENT BUDGET, AUDITED FINANCIAL STATEMENTS, DESCRIPTIVE LITERATURE

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE ATTACHED				9,131,130.
Total ▶ 3a				9,131,130.
b Approved for future payment				
Total ▶ 3b				

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)						----- 12658498 =====	

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
UNREALIZED GAIN/LOSS	17124147.

TOTAL	17124147.
	=====

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS
=====

PRINCE CHARITABLE TRUSTS, ATTN: TRUSTEES
10 SOUTH WACKER DRIVE, SUITE 2575, CHICAGO, IL 60606, (312)454-9130

**Frederick Henry Prince Testamentary Trust
FEIN #36-6009208**

**2000 Form 990-PF
Part VII-B, Question 5c
Expenditure Responsibility Statement**

Grantee	The Newport Foundation for the Implementation of the 1992 Comprehensive Land Use Plan (a/k/a The Foundation for Newport) 520 Thames Street Suite 276 Newport, RI 02840
Date and Amount of Grant	12/7/2000 - \$60,000
Purpose of the Grant	General support of 501(c)(3) for fiscal year 2000
Amounts expended by Grantee	\$60,000
Diversion of Funds	To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant
Dates of Reports Received	June 8, 2001 and September 26, 2002
Verification of Reports	None

**Frederick Henry Prince Testamentary Trust
FEIN #36-6009208**

**2000 Form 990-PF
Part VII-B, Question 5c
Expenditure Responsibility Statement**

Grantee	The Newport Foundation for the Implementation of the 1992 Comprehensive Land Use Plan (a/k/a The Foundation for Newport) 520 Thames Street Suite 276 Newport, RI 02840
Date and Amount of Grant	9/27/99 - \$60,000
Purpose of the Grant	General support of 501(c)(3) for fiscal year 1999
Amounts expended by Grantee	\$60,000
Diversion of Funds	To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant
Dates of Reports Received	February 18, 2000 and September 26, 2002
Verification of Reports	None

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

charitable contributions for the year ended December 31, 2000

Part XV of Inc. 3A
FIN 36 6089208

Organization	Status	Purpose	Contribution
Academy of Communications and Technology Charter School Inc	Public	operating support	10,000
Acorn Charter School of Illinois Inc	Public	for a parent/community organizer	10,000
Advocate Charitable Foundation (Helianth Hospital)	Public	for year two of the ACF hospital morale program	50,000
Allendale Association, Inc	Public	operating support	3,500
America in Universt	Public	the Metro Connection	10,000
Amus House	Public	operating support	15,000
Aquidneck Island Fund Trust	Public	purchase of land	200,000
Aquidneck Island Fund Trust	Public	purchase of easements and operating support	550,000
Aquidneck Island Fund Trust	Public	for the Merimt Neighborhoods Funds Fund	5,000
Arch Treasures Association	Public	operating support	10,000
Art Association of Newport (Newport Art Museum)	Public	capital campaign to repair the exterior of the John N A. Griswold House	50,000
Art Resources in Teaching	Public	operating support	5,000
Arts Matter (Gallery 37)	Public	operating support	10,000
Asian American Lead Leadership Improvement and Development for Youth and Families	Public	operating support	10,000
Asian Pacific Islander Domestic Violence Resource Project	Public	operating support	12,000
Big Apple Circus Ltd	Public	to support the Clown Care unit for three days per week at the University of Chicago Children's Hospital and one	10,000
Big Apple Circus Ltd	Public	to support the Clown Care unit for three days per week at the University of Chicago Children's Hospital and one	10,000
Boys Clubs and Girls Clubs of Newport County Inc	Public	capital campaign	20,000
Bread for the City & Zacharias Free Clinic Inc	Public	operating support	25,000
Bread for the City & Zacharias Free Clinic Inc	Public	operating support	10,000
Bull Run Preserve Inc	Public	for the Turn the Mill around campaign	1,000
Business & Professional People for the Public Interest	Public	for the Transportation and Sustainable Growth Project	20,000
Business and Professional People for the Public Interest	Public	for their public education work	15,000
Cahary Bilingual Multicultural Learning Center	Public	challenge grant for capital campaign	25,000
Calvary Bilingual Multicultural Learning Center	Public	operating support	11,250
Calvary Shelter Inc	Public	operating support	10,000
Canil Comidion Association	Public	toward the development of Canal Oiggins Park	17,000
Center for Environmental Citizenship Inc	Public	operating support	300
Central Union Mission	Public	Emergency Shelter support	5,000
Chicago Lake Div School Inc	Public	toward the Washington Regional Initiative	35,000
Chicago Academy of Sciences	Public	operating support	10,000
Chicago Arts Partnership in Education	Public	operating support	25,000
Chicago Chamber Musicians	Public	operating support	10,000
Chicago Children's Museum	Public	SuperMe exhibit	177,500
Chicago Children's Museum	Public	to complete the initial planning phase for the exhibit to be called SuperMe being developed in collaboration with	22,500
Chicago Children's Museum	Public	operating support	25,000
Chicago Commons Association	Public	to train teachers for the Infant Toddler Program at the New City Center	20,000
Chicago Community Foundation (Access Living)	Public	for the Access Living 20th Anniversary Fundowment campaign	34,000
Chicago Foundation for Women	Public	to support their work with public schools in the city of Chicago	160
Chicago Foundation for Women	Public	15th annual luncheon	5,000
Chicago Foundation for Women (Chicago Botanic Garden)	Public	for the Budding Branches Program	10,000
Chicago Horticultural Society (Chicago Botanic Garden)	Public	salary support for GreenNet	16,000
Chicago Horticultural Society (Chicago Botanic Garden)	Public	capital campaign	50,000
Chicago Music and Dance Theater	Public	strategic initiative funding to develop its marketing capabilities	25,000

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

Charitable contributions for the year ended December 31, 2000

Print XV Enc 3A
EIN 36 6009208

Organization	Status	Purpose	Contribution
Chicago Council on School Policy	Public	operating support	15,000
Chicago Public Art Group	Public	operating support	5,000
Chicago Recycling Coalition	Public	operating support	7,000
Chicago Scholars Foundation	Public	to partially underwrite a College Summit workshop	10,000
Chicago Shakespeare Theater	Public	operating support	10,000
Chicago Sinfonia Inc	Public	operating support	5,000
Chicago Theatre Group, Inc (The Goodman Theatre)	Public	Prince Prize	25,000
Chicago Youth Centers	Public	operating support	7,000
Chicago Youth Programs Inc	Public	project support for the Vedus and Clever Girls programs	25,000
Child and Family Services of Newport County	Public	volunteer program	500
Children's Hospital Foundation	Public	operating support	15,000
Chinese American Service League	Public	for the Children's National Medical Center's Pediatric Mobile Clinic	10,000
Christophers House	Public	for the Leadership Generation Project	10,000
Church Community Housing Corporation	Public	for the Infant Fodder Training program	5,000
Citizens for Georgetown Fund	Public	operating support	2,500
Collins Center for Public Policy Inc	Public	planning of the Georgetown 250th anniversary celebration	15,000
Columbia College (Dance Center of Columbia College)	Public	unders Network for Smart Growth and Livable Communities	10,000
Columbia Road Health Services Inc	Public	operating support	20,000
Community Family Life Service Inc	Public	to enhance the employee morale program and assist with board development	11,250
Community Renewal Society	Public	for the Health & Wellness Program	15,000
Community Renewal Society (The Chicago Reporter)	Public	for CAIAYSI	700
Comptons of the Redwood Library and Athleticum	Public	for support of the Chicago Reporter	10,000
Court Theatre Fund	Public	operating support	25,000
Cross City Campaign for Urban School Reform	Public	strategic initiative to study the Theatre's space needs	15,000
Crossroad Health Ministry Incorporated	Public	to support their school reform in Chicago	10,000
Dana Hall Schools	Public	assist with a move to a new facility	2,500
Dance Institute of Washington	Public	operating support	10,000
DC Habitat for Humanity	Public	operating support	10,000
DC Heritage Tourism Coalition Inc	Public	toward a new project in Northeast Washington	20,000
Development Corporation of Columbia Heights Inc	Public	operating support	20,000
Dinner Program for Homeless Women	Public	for the Neighborhood Jobs Initiative	10,000
District of Columbia Arts Center Inc	Public	operating support	7,500
Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States	Public	operating support	5,000
Environmental Defense Fund	Public	operating support	25,000
East Coast Greenway Alliance	Public	to establish a trail database	5,000
Eastman Memorial Hospital	Public	matching grant requirement met for new sources of support	25,000
Emergency Fund for Needy People	Public	operating support	5,000
Empower Program Inc	Public	operating support	20,000
Environmental Defense Fund	Public	for the transportation program in the DC metropolitan region	35,000
Environmental Defense Fund	Public	operating support	25,000
Environmental Law & Policy Center of the Midwest	Public	for employment	250,000
Frankson Institute	Public	operating support	668
Frankson Institute	Public	for the outdoors program	10,000

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

charitable contributions for the year ended December 31, 2000

Part XV Inc VA
11 IN 36 6009208

Organization	Status	Purpose	Contribution
Famous Don	Public	operating support	10,000
Jim Arts Foundation	Public	for general support of Traces of the Trade by Katrina Browne	5,000
John Arts Foundation	Public	for general support of Traces of the Trade by Katrina Browne	5,000
Louella Avenue Renaissance Project Inc	Public	Counseling Services Reserve Bank	10,000
Lorinda International University Foundation Inc	Public	toward the Wallisman Region	1,000
Forest Bluff School Inc	Public	operating support	2,500
Fort Adams Trust Inc	Public	for architectural and engineering planning with special attention to the traffic implications	15,000
Foundation Center	Public	operating support	2,400
Foundation Center	Public	for construction and furnishing of the new Foundation Center facility in Washington DC	10,000
Friends of Bull Run Inc	Public	to implement environmentally sound replacement septic system for the visitor center offices at the Friends of the	15,000
Friends of Conservation Friends of the M is u Mara International Conservation	Public	operating support	20,000
Friends of Lincoln Park	Public	toward the Lily Pond project	50,000
Friends of Rose Park Inc	Public	for a landscape master plan for Rose Park in Georgetown	10,000
Friends of the Caritas House	Public	operating support	15,000
Friends of the Chicago River	Public	operating support	10,000
Friends of the Earth	Public	operating support	20,000
Friends of the Parks	Public	operating support	20,000
Garfield Conservatory Alliance	Public	operating support	20,000
George A. Wiley Center	Public	operating support	10,000
Georgetown Ministers Center	Public	Congregation Based Winter Shelter	7,500
Good Secours of Rhode Island Incorporated	Public	urban membership in Tomony Hill / Park Hallam	12,000
Good Shepherd Ministries, Inc	Public	operating support	10,000
Grace Episcopal Church	Public	operating support	25,000
Grow Smart Rhode Island	Public	operating support	35,000
Grand Complex	Public	operating support	10,000
Haven of Grace Ministries Inc	Public	operating support	10,000
Health and Medicine Policy Research Group	Public	for planning and developing a mobile program for community health centers across the city	16,670
Heikken Institute Medical Research (The Care Center)	Public	for the third year of mobile program	20,000
Heres to Life Foundation	Public	operating support	5,000
Heres to Life Foundation	Public	operating support	5,000
HIV Coalition	Public	for the Chicago AIDS Caregivers retreat	15,000
Honolulu Children Tutorial Project Inc	Public	operating support	11,000
Hospice Care of the District of Columbia	Public	toward the End of Life Care training sessions	50,000
Housing Options for the Mentally Ill in Washington Inc	Public	operating support	500
Hubbard Street Dance Chicago	Public	operating support	200
Hubbard Street Dance Chicago	Public	operating support	25,000
Hubbard Street Dance Chicago	Public	operating support	200,000
Hyde School	Public	Prince Prize	15,000
Illinois Environmental Council Education Fund	Public	toward the endowment of the Frederick Henry Prince Faculty Fund	75,000
Inova Health Systems Foundation	Public	for project support of their outreach program	15,000
International Youth Restoration School Inc	Public	Institute for Nursing Excellence	15,000
Island Arts Center	Public	operating support	5,000
Island Arts Center	Public	operating support	10,000
Island Moving Company	Public	operating support	15,000

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

Charitable contributions for the year ended December 31, 2000

Part XV Line 3A
11 IN 36 6009208

Organization	Status	Purpose	Contribution
Ira & Marion League of America Inc	Public	toward a special insur about Smart Growth in The Baltimore Sun	15 000
John J Kennedy Center for the Performing Arts	Public	for the Kennedy Center/DC public schools partnership	10 000
La Clonica Del Pueblo Inc	Public	operating support	10 000
Lakewood Gardens / Millennium Place	Public	capital campaign for the Millennium Park/MAD Theatre	100 000
L and Trust Alliance Inc	Public	program support	2 500
L and Trust Alliance Inc	Public	operating support	5 000
L and Trust Alliance Inc	Public	toward the High Jump Program	10 000
L and Trust Alliance Inc	Public	program support	10 000
L and Trust Alliance Inc	Public	annual membership contribution to the James Madison Council	15 000
L and Trust Alliance Inc	Public	projects in Bosnia and Kosovo	1 000
L and Trust Alliance Inc	Public	operating support	15 000
L and Trust Alliance Inc	Public	project support for their work to create parks	10 000
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	operating support	18 000
L and Trust Alliance Inc	Public	capital campaign	200
L and Trust Alliance Inc	Public	employee morale/wellness program	250 000
L and Trust Alliance Inc	Public	capital campaign	75 000
L and Trust Alliance Inc	Public	operating support	75 000
L and Trust Alliance Inc	Public	operating support	3 000
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	program support	15 000
L and Trust Alliance Inc	Public	for Mrs Frederick H Prince's participation as a Second Century Patron	10 000
L and Trust Alliance Inc	Public	funds for client security deposits within the Incentives to Opportunity program at the Regional Opportunity Con	10 000
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	toward the Frederick H Prince endowment fund and operating support	15 000
L and Trust Alliance Inc	Public	to complete the pre-development phase of the Bell Multicultural High School/ Lincoln Multicultural Middle Sch	20 000
L and Trust Alliance Inc	Public	strategic initiative grant for planning the Museum's internet strategy	25 000
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	for work on the Narrow River	7 500
L and Trust Alliance Inc	Public	school and outreach programs	10 000
L and Trust Alliance Inc	Public	the twentieth-century art acquisitions program the Collectors Committee	10 000
L and Trust Alliance Inc	Public	toward the HTP Endowment for Youth & Family Programs	125 000
L and Trust Alliance Inc	Public	operating support	2 500
L and Trust Alliance Inc	Public	operating support	2 500
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	operating support	10 000
L and Trust Alliance Inc	Public	operating support	15 000
L and Trust Alliance Inc	Public	for general support of the Exploration Center at Easton's Beach on Newport	10 000
L and Trust Alliance Inc	Public	to support the Exploration Center in Newport in the summer of 2001	20 000
L and Trust Alliance Inc	Public	for their social services programs	20 000
L and Trust Alliance Inc	Public	operating support	15 000
L and Trust Alliance Inc	Public	for Arts Inclusion program	5 000
L and Trust Alliance Inc	Public	toward rep on the Historic Leonard Brown House	20 000
L and Trust Alliance Inc	Public	operating support	60 000
L and Trust Alliance Inc	Public	operating support	20 000
L and Trust Alliance Inc	Public	for the Newport parking study	20 000

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

charitable contributions for the year ended December 31 2000

Part XV line 3A
11 IN 36 600920K

Organization	Status	Purpose	Contribution
Newport Municipal Charitable Fund Inc (City of Newport)	Public	toward sponsorship of the International City Council Management Association	5 000
Newport Public Health Nursing Association Inc	Public	to purchase office equipment	10 000
Newport Public Library	Public	capital campaign	200 000
Newport Public Library	Public	to supplement the book and materials collection budget of the library	10 000
Noble Street Charter School	Public	to support completion of the construction of Noble Street Charter School	200 000
Noble Street Charter School	Public	to support completion of the construction of Noble Street Charter School	200 000
Norman Bird Sanctuary Trust	Public	capital campaign	90 000
Northshore Country Day School	Public	operating support	2 500
Northshore Country Day School	Public	operating support	5 000
Northshore Country Day School	Public	operating support	10 000
Northwestern Memorial Foundation	Public	for NICU reclaimers	15 000
Ocean Adoption Resource Exchange Inc	Public	operating support	15 000
Open Lands Project	Public	for the campaign for livable communities	60 000
Open Lands Project	Public	for mini grants GreenNet	25 000
Orchestral Association	Public	for the Urban Greening Program	25 000
Parents United for Responsible Education	Public	Prince Prize	7 500
Patricia M Star Center for the Arts	Public	operating support	5 000
Peabody Essex Museum Inc	Public	operating support	5 000
Pegasus Players	Public	toward the annual gala and operating support	10 000
People's Music School Inc	Public	operating support	10 000
Perry School Community Services Center Inc	Public	operating support	10 000
Phillips Collection	Public	operating support	15 000
Piedmont Environmental Council	Public	operating support	5 000
Piedmont Environmental Council	Public	toward the Coalition for Summer Growth operating support and the Route 50 Coalition Traffic Calming Plan	285 000
Piedmont Environmental Council	Public	for the purchase of the land known as Ovoka	1 607 936
Piedmont Environmental Council	Public	operating support	15 000
Planned Parenthood of Rhode Island	Public	for the Public Policy and Advocacy programs	25 000
Port Ministries	Public	operating support	10 000
Potomac Conservancy Inc	Public	operating support	15 000
Preservation Alliance of Virginia	Public	a Piedmont workshop on preservation easements	5 000
Preservation Society of Newport County	Public	for Phase I of the Green Animals Landscape Enhancement Project	22 000
President and Directors of Georgetown College (Georgetown Cancer Center)	Public	toward Palliative Care Education and Staff Support Initiative	100 000
Project Exploration	Public	operating support	400
Protestant Episcopal Cathedral Foundation of the District of Columbia	Public	annual operating fund	10 000
Providence Community Health Centers Inc	Public	to repair the exterior of the Olneyville Health Center	25 000
Providence Preservation Society	Public	toward support of the "Ten Most Endangered Properties Program" for one year	10 000
Public Allies Inc	Public	operating support	10 000
Pyramid Atlantic	Public	operating support	5 000
Rape Crisis Center	Public	operating support	5 000
Rochester Theatre	Public	operating support	10 000
Rhode Island Arts Foundation (The Newport Music Festival)	Public	operating support	10 000
Rhode Island Community Food Bank Association	Public	expansion of the Aqueduct Island food distribution program	25 500
Rhode Island Community Foundation	Public	toward one year expenses of the Rhode Island Project of the Association of Massachusetts	2 000
Rhode Island Community Foundation	Public	operating support	40 000
Rhode Island Legal Services	Public	support for the Newport office	20 000

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

charitable contributions for the year ended December 31 2000

Part XV Line 3A
FD-1041 6-0002/08

Organization	Status	Purpose	Contribution
Rhode Island Project Aids Inc	Public	operating support	10 000
Robbert Potter League for Animals Inc	Public	operating support	20 000
Rochelle Lee Fund	Public	for the SIFRAM's program	10 000
Rocky Mountain Conservation Center	Public	operating support	2 000
Roger Williams University	Public	for the parent component of "Bridge to Success"	10 000
Salt Ponds Coalition Inc	Public	for the parent component of "Bridge to Success"	> 000
Salvation Army & Its Component	Public	for the play ground at the Coggswell Elementary School	12 500
Salve Regina University	Public	support for Project I esp II	14 000
Salve Regina University	Public	return of unused funds	(2 196)
Sarah's Circle	Public	operating support	10 000
Sasha Bruce Youthwork Inc	Public	Independent Living Program	10 000
Save Bihnewold Inc	Public	for restoration of the Custens	15 000
Save The Bay Inc	Public	operating support	15 000
Scenic America	Public	for the Journey Through Hallowed Ground program	20 000
Seaman's Church Institute of Newport Rhode Island	Public	capital campaign for building renovation	15 000
Seed Public Charter School of Washington DC	Public	operating support	2 500
Senior Citizens Center Inc (Hills and King House)	Public	assistance with fund raising by Executive Director and Board	7 500
Sexual Assault & Trauma Resource Center of Rhode Island Inc	Public	support for the Newport satellite office of the Rhode Island Children's Advocacy Center	20 000
Shakespeare Theatre	Public	operating support	10 000
Shaw Eco Village Project	Public	the summer internship/design corps	10 000
Sierra Club Foundation	Public	the Sustainable Washington Project	35 000
Sierra Club Foundation	Public	for the Rhode Island Transportation Reform Project	20 000
Sigature Theatre Inc	Public	operating support	10 000
Sinclair Institute (Sinclair in Craft Shows)	Public	for the 2000 Summer in Craft Show	2 500
Society for the Preservation of New England Antiquities Inc	Public	support to strengthen and expand "C.I.C.K. to more Aquidneck Island schools	10 000
Source Theatre Company Inc	Public	capacity building and operating support	10 000
South Providence Neighborhood Ministries	Public	operating support	10 000
Southwest Environmental Law Center Inc	Public	for the Western Transportation Corridor project	30 000
Southwest Women Working Together	Public	for Ann in House	5 000
St George's School	Public	annual operating fund	10 000
Stephens Wolf Theater Company	Public	operating support	25 000
Stephen Wolf Theatre Company	Public	toward a general endowment fund	15 000
Stopover Services of Newport County Inc	Public	operating support	15 000
SURVEY DC Inc	Public	operating support	17 500
Student Conservation Association Inc	Public	support for DC programs	15 000
Studio Theatre	Public	operating support	10 000
Support Center of Washington	Public	operating support	> 000
Surface Transportation Project	Public	toward work in the Washington DC metropolitan area	4 200
Sustainable Community Initiatives	Public	toward the development and processing of the document and the associated activities promoting low impact dev	1 000
Sustainable Development Institute	Public	general support for the environmental newsletter Atlantic CoastWatch	10 000
Taylor Institute	Public	toward the teen pregnancy project	10 000
Textile Museum	Public	development of a virtual format for the Textile Learning Center	10 000
Theonius Monk Institute of Jazz	Public	operating support	10 000
Three Arts Club of Chicago	Public	operating support	1 500

**Frederick Henry Prince Testamentary Trust
(Fleventh Clause)**

charitable contributions for the year ended December 31 2000

Part XV Line 3A
11 IN 36 6009208

Organization	Status	Purpose	Contribution
Books Center	Public	Healthy Farms Health Communities project	10 000
Transitional Housing Corporation	Public	supportive services for parents and children at Partner Arms	10 000
Trinity Repertory Company	Public	operating support	15 000
Trust for Public Land	Public	program support	10 000
University of Arkansas College (College Strike Response Fund)	Public	toward the capital campaign for pre college education programs	60 000
Under Place Foundation Inc	Public	operating support	10 000
U Street Theatre Foundation Inc	Public	operating support	15 000
United States Catholic Conference (Father McCanna Center)	Public	operating support	5 000
United States Catholic Conference (Franciscan Outreach Association)	Public	operating support	5 000
United States Catholic Conference (Little Sisters of the Poor)	Public	operating support	3 400
United States Catholic Conference (Lourdes Convent)	Public	operating support	5 000
United States Catholic Conference (St Joseph School)	Public	operating support	2 500
United States Catholic Conference (Woodlands Academy of the Sacred Heart)	Public	operating support	3 500
United States Court Tennis Preservation Foundation	Public	for development of a new web site	6 000
United Way of Suburban Chicago Naperville	Public	operating support	332
University of Rhode Island Foundation (Coastal Resources Center)	Public	operating support	75 000
Urban Collaborative	Public	operating support	15 000
Urban Gateways	Public	operating support	800
Urban Gateways	Public	operating support	10 000
Urban Institute	Public	operating support	7 500
Valley Conservation Council Inc	Public	operating support	5 000
Wash Collge	Public	operating support	600
Volunteers in Newport Education	Public	toward the study on support of individuals artists in Chicago	10 000
Volunteers of America Inc	Public	the Community Partnership Project	5 000
Washington Area Community Investment Fund Inc	Public	toward the William Grifford Fund	15 000
Washington Chamber Symphony	Public	for their benefit "Jazzin July celebration"	5 000
Washington Chamber Symphony	Public	operating support	5 000
Washington College	Public	towards Viva Vivaldi	5 000
Washington DC Institution of	Public	operating support	2 500
Washington Drama Society Inc	Public	operating support	10 000
Washington Opera	Public	operating support	15 000
Washington Performing Arts Society	Public	operating support	20 000
Washington Regional Association of Grantmakers	Public	toward the Washington Opera's Domingo Gala for the 21st Century	7 000
Washington Regional Association of Grantmakers	Public	the Leadership Fund and staff support for Smart Growth working group	10 000
Washington Regional Association of Grantmakers (Washington AIDS Partnership)	Public	support for year II phase II of the Collaborative	5 000
Washington Regional Association of Grantmakers	Public	hospital morale program	20 000
Washington Regional Network for Livable Communities	Public	operating support	35 000
Washington Regional Network for Livable Communities	Public	challenge grant for capital campaign	10 000
Washington Service Services Corporation	Public	for the hiring of a general manager for the employment services division	30 000
Washington School Inc	Public	visiting artists and operating support	12 500
Washington Theatre Agency Project	Public	the Washington Theatre Agency Project	5 000
WDF / Alliance Inc	Public	operating support	200
West Hollywood Neighborhood Association	Public	operating support	7 500
Westlands Inn Inc	Public	plan and design for the cleanup of Hubbits Creek	10 000

**Frederick Henry Prince Testamentary Trust
(Eleventh Clause)**

Charitable contributions for the year ended December 31, 2000

Part XV Line 5A
11 IN 36 6009208

Organization	Status	Purpose	Contribution
Whitford Performance Center	Public	strategic initiative grant to pilot the teacher training program outside of Chicago	25,000
Windows to the World Communications (WTTW Channel 11)	Public	operating support	10,000
Women Empowered Against Violence Inc	Public	operating support	10,000
Women's Health and Education Fund	Public	operating support	10,000
Woods Hole Research Center Inc	Public	Challenge Grant for major donors	10,000
Woolly Mammoth Theatre Company	Public	operating support	5,000
Young Playwrights Theater Inc	Public	operating support	15,000
Zachary's Soup Kitchen	Public	operating support	10,000
Totals			97,000