

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

2005

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 2005, or tax year beginning _____, **2005, 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 BARBARA AND BARRE SEID FOUNDATION	A Employer identification number 36-3342443
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 1111 W 35TH STREET 12TH FLR	B Telephone number (see instructions) (773) 869-1111
	City or town State ZIP code CHICAGO IL 60609-1404	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
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		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ 9,248,800.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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1 Contributions, gifts, grants, etc., received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	25,332.	25,332.	25,332.	
4 Dividends and interest from securities	312,567.	312,567.	312,567.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		26,172.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	337,899.	364,071.	337,899.	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) L-16a Stmt	10,017.			
b Accounting fees (attach sch) L-16b Stmt	1,850.			
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	18,279.			
22 Printing and publications	73.			
23 Other expenses (attach schedule) See Line 23 Stmt	20,962.	12,717.	12,717.	
24 Total operating and administrative expenses. Add lines 13 through 23.	51,181.	12,717.	12,717.	
25 Contributions, gifts, grants paid	3,102,332.			3,102,332.
26 Total expenses and disbursements. Add lines 24 and 25	3,153,513.	12,717.	12,717.	3,102,332.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-2,815,614.			
b Net investment income (if negative, enter -0-)		351,354.		
c Adjusted net income (if negative, enter -0-)			325,182.	

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ADMINISTRATIVE AND OPERATING EXPENSES

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
A s s e t s	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	629,031.	2,090,584.	2,090,584.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – US and state government obligations (attach schedule) L-10a Stmt	7,462,109.	2,498,438.	2,480,568.
	b	Investments – corporate stock (attach schedule)			
	c	Investments – corporate bonds (attach schedule) L-10c Stmt	850,917.	1,563,593.	1,563,593.
	11	Investments – land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	8,942,057.	6,152,615.	6,134,745.	
L i a b i l i t i e s	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
N F u n d A s s e t a l i a b l e s	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	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	8,942,057.	6,152,615.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	8,942,057.	6,152,615.		
31	Total liabilities and net assets/fund balances (see instructions)	8,942,057.	6,152,615.		

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	8,942,057.
2	Enter amount from Part I, line 27a	2	-2,815,614.
3	Other increases not included in line 2 (itemize) <u>CAPITAL GAINS FROM SALE OF BONDS</u>	3	26,172.
4	Add lines 1, 2, and 3	4	6,152,615.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,152,615.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a US TREASURY BOND	P	11/23/04	10/13/05
b US TREASURY BOND	P	11/23/04	04/14/05
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 2,500,000.		2,480,078.	19,922.
b 2,489,844.		2,483,594.	6,250.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			19,922.
b			6,250.
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	26,172.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]	3	

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2004	1,799,062.	3,708,227.	0.485154
2003	2,448,435.	3,215,896.	0.761354
2002	2,897,000.	2,909,906.	0.995565
2001	3,034,294.	4,960,247.	0.611722
2000	3,716,343.	6,972,747.	0.532981

2 Total of line 1, column (d)	2	3.386776
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	0.677355
4 Enter the net value of noncharitable-use assets for 2005 from Part X, line 5	4	6,391,234.
5 Multiply line 4 by line 3	5	4,329,134.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,514.
7 Add lines 5 and 6	7	4,332,648.
8 Enter qualifying distributions from Part XII, line 4	8	3,102,332.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	7,027.
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	7,027.
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	7,027.
6 Credits/Payments:			
a 2005 estimated tax pmts and 2004 overpayment credited to 2005	6a	4,827.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	9,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	13,827.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	5.	
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	6,795.	
11 Enter the amount on line 10 to be: Credited to 2006 estimated tax <input type="checkbox"/> 6,795. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.</i>		X
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the organization \$ _____ (2) On organization managers \$ _____		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers \$ _____		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>ILLINOIS</u>		
b If the answer is 'Yes' to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2005 or the taxable year beginning in 2005 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>	X	
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address <input type="checkbox"/> n/a	X	
12 The books are in care of <input type="checkbox"/> BLOOMA STARK, ARONBERG GOLDBEHN DAVIS & GARMISA Telephone no <input type="checkbox"/> (312) 828-9600 Located at <input type="checkbox"/> 1 IBM PLAZA, # 3000, CHICAGO, IL ZIP + 4 <input type="checkbox"/> 60611		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 13		

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.

Table with columns for question descriptions, Yes/No checkboxes, and Yes/No columns. Rows include questions 1a through 6b regarding organizational activities, tax distributions, and investments.

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BARRE SEID CHICAGO, IL	PRES/TREAS 1	0.	0.	0.
BARBARA LANDIS-SEID CHICAGO, IL	SECY AS REQ'D	0.	0.	0.
JOAN FRONTCZAK PARK FOREST, IL	DIRECTOR 1	0.	0.	0.
STEVE BAER RIVERSIDE, IL	DIRECTOR AS REQ'D	0.	0.	0.

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

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

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

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

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

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	0.
2	
3	
4	

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

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

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	5,123,057.
b Average of monthly cash balances	1b	1,365,505.
c Fair market value of all other assets (see instructions)	1c	0.
d Total (add lines 1a, b and c)	1d	6,488,562.
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	
3 Subtract line 2 from line 1d	3	6,488,562.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	97,328.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,391,234.
6 Minimum investment return. Enter 5% of line 5.	6	319,562.

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	319,562.
2a Tax on investment income for 2005 from Part VI, line 5	2a	7,027.
b Income tax for 2005. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	7,027.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	312,535.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	312,535.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	312,535.

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	3,102,332.
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	0.
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	0.
b Cash distribution test (attach the required schedule)	3b	0.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,102,332.
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 instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,102,332.

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 2004	(c) 2004	(d) 2005
1 Distributable amount for 2005 from Part XI, line 7				312,535.
2 Undistributed income, if any, as of the end of 2004:				
a Enter amount for 2004 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2005:				
a From 2000	3,381,374.			
b From 2001	2,813,532.			
c From 2002	2,756,637.			
d From 2003	2,223,876.			
e From 2004	1,618,083.			
f Total of lines 3a through e	12,793,502.			
4 Qualifying distributions for 2005 from Part XII, line 4: ▶ \$ 3,102,332.				
a Applied to 2004, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2005 distributable amount				312,535.
e Remaining amount distributed out of corpus	2,789,797.			
5 Excess distributions carryover applied to 2005 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	15,583,299.			
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				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2004. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2005. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2006				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2000 not applied on line 5 or line 7 (see instructions)	3,381,374.			
9 Excess distributions carryover to 2006. Subtract lines 7 and 8 from line 6a	12,201,925.			
10 Analysis of line 9:				
a Excess from 2001	2,813,532.			
b Excess from 2002	2,756,637.			
c Excess from 2003	2,223,876.			
d Excess from 2004	1,618,083.			
e Excess from 2005	2,789,797.			

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 2005, 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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2005	(b) 2004	(c) 2003	(d) 2002	
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 organization had \$5,000 or more in assets at any time during the year.)

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 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:

c Any submission deadlines:

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

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 ATTACHED SCHEDULE	N/A	PUBLIC	UNRESTRICTED	3,102,332.
Total				3a 3,102,332.
b Approved for future payment NONE		N/A	N/A	0.
Total				3b 0.

Application for Extension of Time to File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ 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)

Form 990-T corporations requesting an automatic 6-month extension – check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6-months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization BARBARA AND BARRE AND SEID FOUNDATION	Employer identification number 36-3342443
	Number, street, and room or suite number. If a P O box, see instructions 1111 W 35TH STREET, #12TH FLR	
	City, town or post office. For a foreign address, see instructions CHICAGO	state ZIP code IL 60609-1404

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 (section 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 ▶ BLOOMA STARK, ARONBERG GOLDGEHN DAVIS & GARMISA

Telephone No ▶ (312) 828-9600 FAX No. ▶ _____

- 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 **Form 990-T corporation**) extension of time until Aug 15, 20 06, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 20 05 or
- ▶ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

3a 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 \$ 10,027.

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 \$ 1,027.

c Balance Due. 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 \$ 9,000.

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.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Underpayment of Estimated Tax by Corporations

2005

Department of the Treasury
Internal Revenue Service

▶ See separate instructions.
▶ Attach to the corporation's tax return.

Name **BARBARA AND BARRE SEID FOUNDATION** Employer identification number **36-3342443**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 34 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220

Part I Required Annual Payment			
1	Total tax (see instructions)	1	7,027.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1		
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c	Credit for Federal tax paid on fuels (see instructions)	2c	
d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	7,027.
4	Enter the tax shown on the corporation's 2004 income tax return (see instructions) Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	4,432.
5	Required Annual Payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	4,432.

Part II Reasons for Filing — Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220, even if it does not owe a penalty (see instructions).

6	<input type="checkbox"/> The corporation is using the adjusted seasonal installment method.
7	<input type="checkbox"/> The corporation is using the annualized income installment method.
8	<input type="checkbox"/> The corporation is a 'large corporation' figuring its first required installment based on the prior year's tax

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)	
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990 – PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year.	9	05/15/05	06/15/05	09/15/05	12/15/05
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10	1,108.	1,108.	1,108.	1,108.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	1,027.		3,800.	
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12				1,503.
13 Add lines 11 and 12	13			3,800.	1,503.
14 Add amounts on lines 16 and 17 of the preceding column	14		81.	1,189.	0.
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	1,027.	0.	2,611.	1,503.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		81.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	81.	1,108.		
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18				1,503.

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 – no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)	19	See Stmt		
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2005 and before 10/1/2005	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 6%	22			
23 Number of days on line 20 after 9/30/2005 and before 4/1/2006	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 7%	24			
25 Number of days on line 20 after 3/31/2006 and before 7/1/2006	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x *%	26			
27 Number of days on line 20 after 6/30/2006 and before 10/1/2006	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365}$ x *%	28			
29 Number of days on line 20 after 9/30/2006 and before 1/1/2007	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365}$ x *%	30			
31 Number of days on line 20 after 12/31/2006 and before 2/16/2007	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365}$ x *%	32			
33 Add lines 22, 24, 26, 28, 30, and 32	33			
34 Penalty. Add columns (a) through (d) of line 33. Enter the total here and on Form 1120, line 33; Form 1120-A, line 29; or the comparable line for other income tax returns	34			5.

***For underpayments paid after March 31, 2006:** For lines 26, 28, 30, and 32, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

DATE	FOR	LOCATION	CONTRIBUTIONS
5/11/05	Advocates for Self-Government	Cartersville, Georgia	\$50,000 00
4/4/05	American Enterprise Institute	Washington, D C	\$10,000.00
3/21/05	American Opera Group	Oak Park, Illinois	\$10,000 00
7/20/05	American Spectator	Arlington, Virginia	\$5,000.00
10/13/05	Americans for Limited Govt Fdtn	Glenview, Illinois	\$750,000 00
8/1/05	Anshe Emet	Evanston, Illinois	\$1,000.00
2/15/04	Blessed Sacrament Yth Cntr	Chicago, Illinois	\$1,000.00
12/25/05	Boy Scouts of America	Chicago, Illinois	\$5,000.00
1/12/05	Catholic Relief Services	Baltimore, Maryland	\$5,000 00
4/4/05	Cato Institute	Washington, D C.	\$5,000.00
9/22/05	Center for the Study of Pop Cltr	Los Angeles, California	\$10,000 00
10/17/05	Chamber Opera Chicago	Chicago, Illinois	\$170,000.00
6/8/05	Chicago Symphony Orchestra	Chicago, Illinois	\$5,000 00
11/18/05	Civic Orchestra	Chicago, Illinois	\$25,000.00
5/3/05	Classical Symphony Orchestra	Chicago, Illinois	\$5,000.00
8/15/05	Competitive Enterprise Institue	Washington, D C.	\$152,490.00
4/4/05	Crisis Magazine	Washington, D.C	\$5,000 00
12/25/05	DePaul Univ	Chicago, Illinois	\$3,000 00
11/10/05	Donors Capital Fund	Arlington, Virginia	\$25,000.00
5/23/05	Ethics & Public Policy Cntr	Washington, D.C.	\$15,000 00
5/11/05	Fdtn for Individual Rights in Educ	Philadelphia, Pennsylvania	\$100,000 00
7/11/05	Fund for American Studies	Washington, D.C.	\$10,000 00
2/9/05	George Mason University Fdtn	Arlington, Virginia	\$575,000.00
9/21/05	Grtr Erie Youth Symphony Orch	Ene, Pennsylvania	\$40,000.00
4/4/05	Heritage Foundation	Washington, D.C.	\$5,000 00
10/05/05	Illinois Taxpayer Education Fdtn	Chicago, Illinois	\$30,000.00
12/25/05	Immaculate Conception Church	Chicago, Illinois	\$1,000 00
8/26/05	Institute for Humane Studies	Arlington, Virginia	\$15,000.00
4/4/05	Institute for Policy Innovation	Lewisville, Texas	\$5,000 00
4/4/05	Intercollegiate Studies Institute	Wilmington, Delaware	\$5,000.00
5/11/05	Intntl Society for Indiv Liberty	Bernicia, California	\$50,000.00
5/16/05	Jerusalem Foundation	New York, New York	\$15,000 00
7/8/05	Keren Hehoshua V Yisroel, Inc.	Far Rockaway, New York	\$12,500.00
12/25/05	Laboratory Schools, The	Chicago, Illinois	\$10,000.00
11/18/05	Leukemia & Lymphoma Society	Chicago, Illinois	\$100.00
12/25/05	Lincoln Park Zoological Soc	Chicago, Illinois	\$11,666 66
12/25/05	Maud Powell Music Festival	La Salle, Illinois	\$1,500.00
7/6/05	Menotti Lyric Theatre	Charleston, South Carolina	\$7,000.00
3/25/05	Mercy Home for Boys & Girls	Chicago, Illinois	\$2,000.00
12/25/05	Metropolitan Opera	New York, New York	\$6,500.00
12/25/05	Morehouse College	Atlanta, Georgia	\$5,000.00
8/2/05	Mount Assisi Academy	Lemont, Illinois	\$6,000.00
10/26/05	Northbrook Symphony Orchestra	Northbrook, Illinois	\$10,000.00
11/9/05	O.P.E.R.A	Evanston, Illinois	\$5,000 00
11/18/05	Opera Moda	Chicago, Illinois	\$1,000.00
5/11/05	Palmer R. Chitester Fund	Erie, Pennsylvania	\$250,575.00
11/9/05	Parents in Charge Fdtn	Glenview, Illinois	\$400,000.00
4/4/05	Philanthropy Roundtable	Washington, D.C.	\$10,000.00
4/15/05	Rsvlt/Chgo College of Perfing Arts	Chicago, Illinois	\$5,000.00
2/22/05	Saint Xavier	Chicago, Illinois	\$7,500.00
12/25/05	Salvation Army	Chicago, Illinois	\$2,500 00
8/26/05	San Miguel School	Chicago, Illinois	\$10,000.00
5/31/05	Santa Fe Opera	Santa Fe, New Mexico	\$25,000.00
4/8/05	Society of American Musicians	Chicago, Illinois	\$1,500.00
12/25/05	Society of the Divine Saviour	Milwaukee, Wisconsin	\$25,000.00
6/10/05	St. Albert	Chicago, Illinois	\$4,000.00

Continued

8/16/05	St. Damien	Chicago, Illinois	\$5,000.00
7/28/05	St. Ignatius	Chicago, Illinois	\$12,000.00
12/25/05	St. Jude's Children's Res. Hosp	Memphis, Tennessee	\$1,000.00
6/30/05	St. Laurence	Chicago, Illinois	\$7,500.00
7/28/05	St. Louis	Chicago, Illinois	\$25,000.00
12/25/05	St. Michael's in Old Town	Chicago, Illinois	\$3,000.00
3/14/05	Tall Grass Arts Assoc	Park Forest, Illinois	\$1,000.00
4/4/05	The New Criterion	Arlington, Virginia	\$5,000.00
12/25/05	United Way/Crusade of Mercy	Chicago, Illinois	\$2,500.00
11/10/05	University of Chicago	Chicago, Illinois	\$100,000.00
4/27/05	Villa Maria Elementary School	Erie, Pennsylvania	\$10,000.00
8/15/05	Visitation Church	Elmhurst, Illinois	\$500.00
12/25/05	WFMT	Chicago, Illinois	\$1,000.00
12/25/05	WTTW	Chicago, Illinois	\$1,000.00
			\$3,102,332

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

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL INCOME TAX	8,100.			
FILING FEES	145.			
INVESTMENT FEES	12,717.	12,717.	12,717.	
Total	<u>20,962.</u>	<u>12,717.</u>	<u>12,717.</u>	

Form 990-PF, Page 1, Part I, Line 16a

L-16a Stmt

Line 16a - Legal Fees: Name of Provider	Type of Service Provided	Amount Paid
ARONBERG GOLDGEHN DAVIS & GARMISA	LEGAL	10,017.
Total		<u>10,017.</u>

Form 990-PF, Page 1, Part I, Line 16b

L-16b Stmt

Line 16b - Accounting Fees: Name of Provider	Type of Service Provided	Amount Paid
DAVID HAFFT & CO., LTD	ACCOUNTING & TAX	1,850.
Total		<u>1,850.</u>

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

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year	
	Book Value	Fair Market Value
US TREASURY NOTES	2,498,438.	2,480,568.
Total	<u>2,498,438.</u>	<u>2,480,568.</u>

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

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
SEP/SUNFLOWER CORP UNSECURED PARTICIPATION NOTES	1,563,593.	1563593
Total	<u>1,563,593.</u>	<u>1563593</u>