FORM	REPORT OF CAMPAIGN CONTRIBUTIONS AND EXPENDITURES (CHECK APPROPRIATE BOXES) (PLEASE TYPE OR PRINT IN BLACK INK)	FOR OFFICE USE ONLY
D-2	☑ Pre-Election Report - Election Date: November 2, 2010 ☐ Semi-Annual Report ☐ Non-Participation - Election Date: ☐ Final Report ☐ Amendment of Report Indicated Above	10 OCT 18 PM 3:41 STATE BOARD OF ELECTIONS

Full name and complete mailing address of Political Committee:
TWO PARTY SYSTEM INC.
P.O. BOX 81737
CHICAGO, IL 60681-0737

☐ CHECK IF ADDRESS CHANGE

POLITICAL COMMITTEE
NON-PROFIT ORGANIZATION

IDENTIFICATION NO.

REPORTING PERIOD		CASH AVAILABLE AT THE BEGINNING OF THE REPORTING PERIOD:	STATE POLITICAL COMMITTEES RETURN TO:	LOCAL POLITICAL COMMITTEES AND STATE AND LOCAL POLITICAL COMMITTEES RETURN ORIGINAL TO:
07/01/10	10/03/10	$ 207,383.21	STATE BOARD OF ELECTIONS PO BOX 4187 SPRINGFIELD, IL 62708-4187	STATE BOARD OF ELECTIONS AND A COPY TO EACH APPROPRIATE COUNTY CLERK.
FROM	THRU			

SEE PAMPHLET "A GUIDE TO CAMPAIGN DISCLOSURE" FOR GUIDANCE.

COMPLETE 1-7 FOR PRE-ELECTION REPORTS.

COMPLETE ALL SECTIONS FOR SEMI-ANNUAL AND FINAL REPORTS.

SECTION A – RECEIPTS

1. Individual Contributions:
   - a. Itemized (from Schedule A) $ 104,000.00 (1a)
   - b. Not-Itemized $ (1b)
2. Transfers In:
   - a. Itemized (from Schedule A) $ (2a)
   - b. Not-Itemized $ (2b)
3. Loans Received:
   - a. Itemized (from Schedule A) $ 100,000.00 (3a)
   - b. Not-Itemized $ (3b)
4. Other Receipts:
   - a. Itemized (from Schedule A) $ (4a)
   - b. Not-Itemized $ 83.05 (4b)
   - TOTAL RECEIPTS (1-4) $ 204,083.05

****

5. In-Kind Contributions:
   - a. Itemized (from Schedule I) $ 1,891.57 (5a)
   - b. Not-Itemized $ (5b)
   - TOTAL IN-KIND $ 1,891.57

SECTION B – EXPENDITURES

6. Transfers Out:
   - a. Itemized (from Schedule B) $ 74,040.62 (6a)
   - b. Not-Itemized $ (6b)
7. Loans made:
   - a. Itemized (from Schedule B) $ (7a)
   - b. Not-Itemized $ (7b)
8. Expenditures:
   - Itemized (from Schedule B) $ 236,416.78 (8a)
   - Not-Itemized $ 68.02 (8b)
   - TOTAL EXPENDITURES (6-8) $ 310,525.42

SECTION C - DEBTS AND OBLIGATIONS

(Include previously reported unpaid debts)

9. a. Itemized (from Schedule C) $ 195,433.61 (9a)
   - b. Not-Itemized $ 96.67 (9b)
   - TOTAL DEBTS & OBLIGATIONS $ 195,530.28

SECTION D - CASH BALANCE

Funds available at the beginning of the reporting period:	$ 207,383.21	(A)
Total Receipts (Section A)	$ 204,083.05	(B)
Subtotal	$ 411,466.26	(C)
Total Expenditures (Section B)	$ 310,525.42	(D)
Funds available at the close of the reporting period:	$ 100,940.84	(E)

****

INVESTMENT TOTAL	$	(F)

VERIFICATION

I DECLARE THAT THIS REPORT OF CAMPAIGN CONTRIBUTIONS OR THIS SEMI-ANNUAL REPORT OF CAMPAIGN CONTRIBUTIONS AND EXPENDITURES (INCLUDING ACCOMPANYING SCHEDULES AND STATEMENTS) HAS BEEN EXAMINED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF IS A TRUE, CORRECT AND COMPLETE REPORT AS REQUIRED BY ARTICLE 9 OF THE ELECTION CODE. I UNDERSTAND THAT WILLFULLY FILING A FALSE OR INCOMPLETE REPORT IS A BUSINESS OFFENSE SUBJECT TO A FINE OF UP TO $5000.

Judy D. McGarvey, Treasurer — October 18, 2010

SIGNATURE OF TREASURER OR CANDIDATE — DATE

(THIS FORM MAY BE REPRODUCED)

NAME OF POLITICAL COMMITTEE:
TWO PARTY SYSTEM INC.

REPORTING PERIOD

07/01/2010	10/03/2010
FROM	THRU

FOR OFFICE USE ONLY

SCHEDULE A

INDICATE THE PART OF FORM D-2 BEING ITEMIZED:

- [x] PART 1- INDIVIDUAL CONTRIBUTIONS INCLUDING TICKETS AND RAFFLE SALES
- [ ] PART 2- TRANSFERS IN POLITICAL COMMITTEE CONTRIBUTIONS INCLUDING TICKET AND RAFFLE SALES
- [ ] PART 3- LOANS RECEIVED INCLUDING ENDORSER
- [ ] PART 4- OTHER RECEIPTS

POLITICAL COMMITTEE IDENTIFICATION NO.

NON-PROFIT ORGANIZATION

SEE PAMPHLET " A GUIDE TO CAMPAIGN DISCLOSURE" FOR GUIDANCE.

ITEMIZED RECEIPTS FULL NAME, MAILING ADDRESS, AND ZIP CODE	DATE RECEIVED	AMOUNT OF EACH RECEIPT	AGGREGATE AMOUNT FOR THIS REPORTING PERIOD
Byron Trott BDT Capital Partners, LLC 401 N. Michigan Ave., Suite 3100 Chicago, IL 60611	07/27/2010	**$100,000.00**	**$100,000.00**
		EMPLOYER: **BDT Capital Partners, LLC**	OCCUPATION: **Managing Partner & CIO**
Peter B. Bensinger 600 Mayflower Lake Forest, IL 60045	09/08/2010	**$4,000.00**	**$4,000.00**
		EMPLOYER: **Bensinger, DuPont & Assoc.**	OCCUPATION: **President & CEO**
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:

USE SEPARATE PAGE(S) FOR EACH NUMBERED PART

TOTAL THIS PERIOD $ 104,000.00
(LAST PAGE OF THIS PART ONLY)

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Patrick G. Ryan 150 N. Michigan Avenue, Suite 2100 Chicago, IL 60601-7559	09/30/2010	**$100,000.00** EMPLOYER: **Ryan Specialty Group**	**$100,000.00** OCCUPATION: **Chairman**
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:
		EMPLOYER:	OCCUPATION:

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TOTAL THIS PERIOD $ 100,000.00
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SCHEDULE I
IN-KIND CONTRIBUTIONS

SEE PAMPHLET "A GUIDE TO CAMPAIGN DISCLOSURE" FOR GUIDANCE.

FULL NAME, MAILING ADDRESS, AND ZIP CODE	DATE RECEIVED	AMOUNT OF EACH RECEIPT	AGGREGATE AMOUNT FOR THIS REPORTING PERIOD
CONTRIBUTOR Ryan Enterprises Group LLC 150 N. Michigan Avenue, Suite 2100 Chicago, IL 60601	09/22/2010	$29.07 **EMPLOYER:**	**OCCUPATION**
VENDOR PAID (if applicable) FedEx P.O. Box 94515 Palatine, IL 60094-4515	**DESCRIPTION** Package Delivery Service		
CONTRIBUTOR Ryan Enterprises Group LLC 150 N. Michigan Avenue, Suite 2100 Chicago, IL 60601	8/25/2010	$1,812.50 **EMPLOYER:**	**OCCUPATION**
VENDOR PAID (if applicable) Sidley Austin LLP One South Dearborn Chicago, IL 60603	**DESCRIPTION** Legal and Professional Services		
CONTRIBUTOR Ryan Enterprises Group LLC 150 N. Michigan Avenue, Suite 2100 Chicago, IL 60601	9/29/2010	$50.00 **EMPLOYER:**	$1,891.57 **OCCUPATION**
VENDOR PAID (if applicable) Sidley Austin LLP One South Dearborn Chicago, IL 60603	**DESCRIPTION** Legal and Professional Services		
CONTRIBUTOR		**EMPLOYER:**	**OCCUPATION**
VENDOR PAID (if applicable)	**DESCRIPTION**		

TOTAL THIS PERIOD $ $1,891.57
(LAST PAGE OF THIS PART ONLY)

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NAME OF POLITICAL COMMITTEE:

TWO PARTY SYSTEM INC.

REPORTING PERIOD

FROM	THRU
7/1/2010	10/3/2010

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SCHEDULE B

INDICATE THE PART OF FORM D-2 BEING ITEMIZED:

[X] PART 6 - TRANSFERS OUT EXPENDITURES TO POLITICAL COMMITTEES - INCLUDING TICKET & RAFFLE PURCHASES

[ ] PART 7 - LOANS MADE

[ ] PART 8 - EXPENDITURES

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NON-PROFIT ORGANIZATION

SEE PAMPHLET "A GUIDE TO CAMPAIGN DISCLOSURE" FOR GUIDANCE.

ITEMIZED EXPENDITURES FULL NAME, MAILING ADDRESS, AND ZIP CODE	DATE OF EXPENDITURE	PURPOSE	BENEFICIARY	AMOUNT OF EACH EXPENDITURE THIS REPORTING PERIOD	AGGREGATE AMOUNT THIS REPORTING PERIOD
Friends of Adam Baumgartner 413 S. Locust Street Manteno, IL 60950	08/03/10	Contribution	Friends of Adam Baumgartner	$ 5,575.43	
Friends of Adam Baumgartner 413 S. Locust Street Manteno, IL 60950	08/09/10	Contribution	Friends of Adam Baumgartner	$ 425.00	
Friends of Adam Baumgartner 413 S. Locust Street Manteno, IL 60950	08/20/10	Contribution	Friends of Adam Baumgartner	$ 3,290.00	
Friends of Adam Baumgartner 413 S. Locust Street Manteno, IL 60950	08/26/10	Contribution	Friends of Adam Baumgartner	$ 2,500.00	
Friends of Adam Baumgartner 413 S. Locust Street Manteno, IL 60950	09/10/10	Contribution	Friends of Adam Baumgartner	$ 5,495.15	$ 17,285.58
Friends of Adam Brown P.O. Box 950 Decatur, IL 62523	09/15/10	Contribution	Friends of Adam Brown	$ 1,125.00	$ 1,125.00
Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	07/23/10	Contribution	Friends for Harris	$ 1,000.00	
Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	07/28/10	Contribution	Friends for Harris	$ 1,000.00	
Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	08/03/10	Contribution	Friends for Harris	$ 500.00	

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Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	08/06/10	Contribution	Friends for Harris	$ 500.00	
Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	08/09/10	Contribution	Friends for Harris	$ 1,000.00	
Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	08/20/10	Contribution	Friends for Harris	$ 1,500.00	
Friends for Harris 800 W. Central Road, Suite 106-N Mount Prospect, IL 60056	08/31/10	Contribution	Friends for Harris	$ 500.00	$ 6,000.00
Citizens for Higgins 808 Nerge Road Roselle, IL 60172	08/20/10	Contribution	Citizens for Higgins	$ 1,503.00	$ 1,503.00
House Republican Organization 24047 W. Lockport St., Ste. 201 Plainfield, IL 60544-1680	09/20/10	Contribution	House Republican Organization	$ 5,000.00	$ 5,000.00
Citizens for Jeffery L. Junkas P.O. Box 2385 Orland Park, IL 60462	08/26/10	Contribution	Citizens for Jeffery L. Junkas	$ 3,044.55	
Citizens for Jeffery L. Junkas P.O. Box 2385 Orland Park, IL 60462	09/10/10	Contribution	Citizens for Jeffery L. Junkas	$ 472.75	$ 3,517.30
Citizens for Kay P.O. Box 129 Glen Carbon, IL 62034	07/23/10	Contribution	Citizens for Kay	$ 1,500.00	

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Citizens for Kay P.O. Box 129 Glen Carbon, IL 62034	08/06/10	Contribution	Citizens for Kay	$ 2,000.00	
Citizens for Kay P.O. Box 129 Glen Carbon, IL 62034	08/09/10	Contribution	Citizens for Kay	$ 1,000.00	$ 4,500.00
Dave Lenkowski for State Representative 1660 N. LaSalle Dr., Ste. 1207 Chicago, IL 60614	08/31/10	Contribution	Dave Lenkowski for State Representative	$ 2,500.00	
Dave Lenkowski for State Representative 1660 N. LaSalle Dr., Ste. 1207 Chicago, IL 60614	09/28/10	Contribution	Dave Lenkowski for State Representative	$ 2,500.00	$ 5,000.00
Committee to Elect Rich Morthland P.O. Box 233 Port Byron, IL 61275	08/25/10	Contribution	Committee to Elect Rich Morthland	$ 2,812.92	$ 2,812.92
Citizens for Ruth Munson 1331 Davis Road Elgin, IL 60123	08/06/10	Contribution	Citizens for Ruth Munson	$ 787.85	
Citizens for Ruth Munson 1331 Davis Road Elgin, IL 60123	08/09/10	Contribution	Citizens for Ruth Munson	$ 2,767.52	$ 3,555.37
Friends of Maripat Oliver P.O. Box 115 Bolingbrook, IL 60440	08/03/10	Contribution	Friends of Maripat Oliver	$ 3,600.00	$ 3,600.00
Friends of Sue Rezin P.O. Box 932 Morris, IL 60450	08/09/10	Contribution	Friends of Sue Rezin	$ 2,825.00	

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Friends of Sue Rezin P.O. Box 932 Morris, IL 60450	08/20/10	Contribution	Friends of Sue Rezin	$ 2,962.50	$ 5,787.50
Citizens for Adam Robinson P.O. Box 409281 Chicago, IL 60660-9281	08/03/10	Contribution	Citizens for Adam Robinson	$ 175.00	
Citizens for Adam Robinson P.O. Box 409281 Chicago, IL 60660-9281	08/09/10	Contribution	Citizens for Adam Robinson	$ 250.00	
Citizens for Adam Robinson P.O. Box 409281 Chicago, IL 60660-9281	08/20/10	Contribution	Citizens for Adam Robinson	$ 464.88	
Citizens for Adam Robinson P.O. Box 409281 Chicago, IL 60660-9281	08/26/10	Contribution	Citizens for Adam Robinson	$ 1,446.00	
Citizens for Adam Robinson P.O. Box 409281 Chicago, IL 60660-9281	09/15/10	Contribution	Citizens for Adam Robinson	$ 474.00	$ 2,809.88
Friends of Wayne Rosenthal 324 N. State Street Litchfield, IL 62056	09/15/10	Contribution	Friends of Wayne Rosenthal	$ 4,500.00	$ 4,500.00
Citizens for Roth 12 W. Streamwood Blvd. Streamwood, IL 60107	07/23/10	Contribution	Citizens for Roth	$ 1,000.00	
Citizens for Roth 12 W. Streamwood Blvd. Streamwood, IL 60107	08/09/10	Contribution	Citizens for Roth	$ 500.00	

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Citizens for Roth 12 W. Streamwood Blvd. Streamwood, IL 60107	08/25/10	Contribution	Citizens for Roth	$ 500.00	
Citizens for Roth 12 W. Streamwood Blvd. Streamwood, IL 60107	09/28/10	Contribution	Citizens for Roth	$ 250.00	$ 2,250.00
Citizens for Joe Sosnowski 7177 Crimson Ridge Dr., Ste. 8 Rockford, IL 61107	08/03/10	Contribution	Citizens for Joe Sosnowski	$ 75.00	
Citizens for Joe Sosnowski 7177 Crimson Ridge Dr., Ste. 8 Rockford, IL 61107	08/09/10	Contribution	Citizens for Joe Sosnowski	$ 312.50	
Citizens for Joe Sosnowski 7177 Crimson Ridge Dr., Ste. 8 Rockford, IL 61107	08/20/10	Contribution	Citizens for Joe Sosnowski	$ 800.00	
Citizens for Joe Sosnowski 7177 Crimson Ridge Dr., Ste. 8 Rockford, IL 61107	09/15/10	Contribution	Citizens for Joe Sosnowski	$ 212.50	$ 1,400.00
Citizens for Unes P.O. Box 8171 East Peoria, IL 61611	08/20/10	Contribution	Citizens for Unes	$ 3,027.50	
Citizens for Unes P.O. Box 8171 East Peoria, IL 61611	08/25/10	Contribution	Citizens for Unes	$ 366.57	$ 3,394.07

USE SEPARATE PAGE(S) FOR EACH NUMBERED PART

TOTAL THIS PERIOD $ 74,040.62
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CallFire.com 1335 4th Street, Suite 200 Santa Monica, CA 90401	07/08/10	Telephone Services & Supporting Technology	See Attached Exhibit A	$ 10,000.00	
CallFire.com 1335 4th Street, Suite 200 Santa Monica, CA 90401	07/27/10	Telephone Services & Supporting Technology	See Attached Exhibit A	$ 15,000.00	
CallFire.com 1335 4th Street, Suite 200 Santa Monica, CA 90401	08/28/10	Telephone Services & Supporting Technology	See Attached Exhibit A	$ 10,000.00	$ 35,000.00
Illinois Dept. of Revenue P.O. Box 19447 Springfield, IL 62794-9447	09/08/10	Payroll Tax Remittance	Two Party System Inc.	$ 494.33	
Illinois Dept. of Revenue P.O. Box 19447 Springfield, IL 62794-9447	09/30/10	Payroll Tax Remittance	Two Party System Inc.	$ 152.31	$ 646.64
United States Treasury Online EFTPS System	10/01/10	Payroll Tax Remittance	Two Party System Inc.	$ 3,769.88	$ 3,769.88
Chang for Change P.O. Box 222 Wilmette, IL 60091	07/02/10	Rent	Two Party System Inc.	$ 750.00	
Chang for Change P.O. Box 222 Wilmette, IL 60091	07/02/10	Office Space Provided	Chang for Change	$ 750.00	
Chang for Change P.O. Box 222 Wilmette, IL 60091	09/15/10	Rent	Two Party System Inc.	$ 1,500.00	
Chang for Change P.O. Box 222 Wilmette, IL 60091	09/15/10	Office Space Provided	Chang for Change	$ 1,500.00	$ 4,500.00

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Basil Zofakis B.Z. Enterprises LLC 3414 Winchester Lane Glenview, IL 60026-5753	09/15/10	Electric Utilities	Two Party System Inc.	$ 451.23	
Basil Zofakis B.Z. Enterprises LLC 3414 Winchester Lane Glenview, IL 60026-5753	09/15/10	Electric Utilities	Two Party System Inc.	$ 451.24	$ 902.47
Authorize.Net Online	07/02/10	Merchant Card Processing Fees	Two Party System Inc.	$ 135.38	$ 175.38
Moneris Online	07/02/10	Merchant Card Processing Fees	Two Party System Inc.	$ 243.88	$ 253.88
Intuit Online	08/10/10	Payroll Processing Service Fee	Two Party System Inc.	$ 296.65	$ 388.97
Mudd Advertising 915 Technology Parkway Cedar Falls, IA 50613	08/09/10	Website Platrofm Dev. & Design	Two Party System Inc.	$ 42,579.17	$ 42,579.17
TargetPoint Consulting	09/15/10	Polling and Analysis Reporting	Two Party System Inc.	$ 30,000.00	$ 30,000.00
Trail Blazer Campaign Services, Inc. 5115 Excelsior Blvd., #103 Minneapolis, MN 55416-2906	07/08/10	Campaign Database Software	Friends of Norman Davis	$ 1,515.00	
Trail Blazer Campaign Services, Inc. 5115 Excelsior Blvd., #103 Minneapolis, MN 55416-2906	07/23/10	Campaign Database Software	Committee to Elect John O'Neill	$ 1,515.00	

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REPORTING PERIOD

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FROM	THRU

FOR OFFICE USE ONLY

SCHEDULE B

INDICATE THE PART OF FORM D-2 BEING ITEMIZED:

[ ] PART 6 - TRANSFERS OUT EXPENDITURES TO POLITICAL COMMITTEES - INCLUDING TICKET & RAFFLE PURCHASES

[ ] PART 7 - LOANS MADE

[X] PART 8 - EXPENDITURES

POLITICAL COMMITTEE IDENTIFICATION NO.

NON-PROFIT ORGANIZATION

SEE PAMPHLET "A GUIDE TO CAMPAIGN DISCLOSURE" FOR GUIDANCE.

ITEMIZED EXPENDITURES FULL NAME, MAILING ADDRESS, AND ZIP CODE	DATE OF EXPENDITURE	PURPOSE	BENEFICIARY	AMOUNT OF EACH EXPENDITURE THIS REPORTING PERIOD	AGGREGATE AMOUNT THIS REPORTING PERIOD
Trail Blazer Campaign Services, Inc. 5115 Excelsior Blvd., #103 Minneapolis, MN 55416-2906	07/02/10	Campaign Database Software	Two Party System Inc.	$ 2,040.00	
Trail Blazer Campaign Services, Inc. 5115 Excelsior Blvd., #103 Minneapolis, MN 55416-2906	08/25/10	Campaign Database Software	Two Party System Inc.	$ 7,600.00	
Trail Blazer Campaign Services, Inc. 5115 Excelsior Blvd., #103 Minneapolis, MN 55416-2906	09/15/10	Campaign Database Software	Two Party System Inc.	$ 3,800.00	$ 16,470.00
Ari B. Ruffer 224 Park Avenue Highland Park, IL 60035	08/06/10	Campaign Services	See Attached Exhibit B	$ 1,059.80	$ 1,059.80
Austin M. Bryniarski 931 S. Harrison Park Ridge, IL 60068	08/25/10	Campaign Services	See Attached Exhibit B	$ 1,142.07	$ 1,142.07
Benton F. Howser 526 Washington Ave. Wilmette, IL 60091	10/01/10	Campaign Services	See Attached Exhibit B	$ 1,516.67	$ 1,516.67
Bryan D. Brim 1442 Forest Ave. Highland Park, IL 60035	10/01/10	Campaign Services	See Attached Exhibit B	$ 507.92	$ 507.92
Caroline L. Unger 1700 Walnut Street Park Ridge, IL 60068	08/11/10	Campaign Services	See Attached Exhibit B	$ 1,219.60	$ 1,219.60

USE SEPARATE PAGE(S) FOR EACH NUMBERED PART

TOTAL THIS PERIOD _____
(LAST PAGE OF THIS PART ONLY)

(THIS FORM MAY BE REPRODUCED)
SEE INSTRUCTIONS ON REVERSE SIDE

NAME OF POLITICAL COMMITTEE:

TWO PARTY SYSTEM INC.

REPORTING PERIOD

7/1/2010	10/3/2010
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Danka Milic 1011 Willow Road Winnetka, IL 60093	08/06/10	Campaign Services	See Attached Exhibit B	$ 2,337.70	$ 2,337.70
David J. Diamond 840 Weidner Road, #202 Buffalo Grove, IL 60089	10/01/10	Campaign Services	See Attached Exhibit B	$ 499.81	$ 499.81
Deborah A. Sutton 2040 Sunrise Circle Aurora, IL 60503	10/01/10	Campaign Services	See Attached Exhibit B	$ 539.79	$ 539.79
Francisco Ramirez, Jr. 5750 S. Francisco Chicago, IL 60629	10/01/10	Campaign Services	See Attached Exhibit B	$ 176.01	$ 176.01
Helen Edwards 446 Park Barrington Drive Barrington, IL 60010	10/01/10	Campaign Services	See Attached Exhibit B	$ 687.34	$ 687.34
Jacob A. Arber 58 MacArthur Loop Highland Park, IL 60035	08/06/10	Campaign Services	See Attached Exhibit B	$ 1,081.80	$ 1,081.80
John M. D'Antonio 2894 Troon Drive Montgomery, IL 60538	10/01/10	Campaign Services	See Attached Exhibit B	$ 485.69	$ 485.69
Jonathan O. Weber 1914 Fenton Lane Park Ridge, IL 60068	10/01/10	Campaign Services	See Attached Exhibit B	$ 156.36	$ 156.36

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NAME OF POLITICAL COMMITTEE:

TWO PARTY SYSTEM INC.

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Josephine Pflieger 7237 Dada Drive Gurnee, IL 60031	10/01/10	Campaign Services	See Attached Exhibit B	$ 557.94	$ 557.94
Karim S. Pirani 548 Leamington Ave Wilmette, IL 60091	8/11/2010	Campaign Services	See Attached Exhibit B	$ 1,231.58	
Karim S. Pirani 548 Leamington Ave Wilmette, IL 60091	08/25/10	Campaign Services	See Attached Exhibit B	$ 681.18	
Karim S. Pirani 548 Leamington Ave Wilmette, IL 60091	10/01/10	Campaign Services	See Attached Exhibit B	$ 820.30	$ 2,733.06
Kevin L. Burns 1103 E. Broadway Winthrop Harbor, IL 60096	10/01/10	Campaign Services	See Attached Exhibit B	$ 239.15	$ 239.15
Kimberly L. Korzen Neistat 2212 Miramar Lane Buffalo Grove, IL 60059	10/01/10	Campaign Services	See Attached Exhibit B	$ 165.44	$ 165.44
Lauren M. Carpenter Douglas B. 538 1201 N. Stadium Drive DeKalb, IL 60115	09/08/10	Campaign Services	See Attached Exhibit B	$ 951.50	
Lauren M. Carpenter Douglas B. 538 1201 N. Stadium Drive DeKalb, IL 60115	10/01/10	Campaign Services	See Attached Exhibit B	$ 112.43	$ 1,063.93

USE SEPARATE PAGE(S) FOR EACH NUMBERED PART

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NAME OF POLITICAL COMMITTEE:

TWO PARTY SYSTEM INC.

REPORTING PERIOD

7/1/2010	10/3/2010
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FOR OFFICE USE ONLY

SCHEDULE B

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NON-PROFIT ORGANIZATION

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ITEMIZED EXPENDITURES FULL NAME, MAILING ADDRESS, AND ZIP CODE	DATE OF EXPENDITURE	PURPOSE	BENEFICIARY	AMOUNT OF EACH EXPENDITURE THIS REPORTING PERIOD	AGGREGATE AMOUNT THIS REPORTING PERIOD
Lisa M. Francis 7707 Irvin Ave Park Ridge, IL 60068	08/25/10	Campaign Services	See Attached Exhibit B	$ 1,392.40	$ 1,392.40
Mark K. Ward 1221 Rolling Land Road Johnsburg, IL 60051	10/01/10	Campaign Services	See Attached Exhibit B	$ 222.29	$ 222.29
Matthew A. Spiegel 1618 Sheridan Road Wilmette, IL 60091	08/25/10	Campaign Services	See Attached Exhibit B	$ 1,117.10	$ 1,117.10
Norman J. Powers 2 Oak Creek Drive, #1202 Buffalo Grove, IL 60089	10/01/10	Campaign Services	See Attached Exhibit B	$ 831.72	$ 831.72
Paulette A. Hamus 629 Shaw Court Schaumburg, IL 60194	10/01/10	Campaign Services	See Attached Exhibit B	$ 809.88	$ 809.88
Peter N. Heimsoth 801 Melrose Court McHenry, IL 60050	10/01/10	Campaign Services	See Attached Exhibit B	$ 850.78	$ 850.78
Rachel Moguel 3208 N. Seminary, #GND Chicago, IL 60657	10/01/10	Campaign Services	See Attached Exhibit B	$ 668.50	$ 668.50
Robert J. C. Damon 223 Avon Ave. Northfield, IL 60093	10/01/10	Campaign Services	See Attached Exhibit B	$ 1,502.08	$ 1,502.08

USE SEPARATE PAGE(S) FOR EACH NUMBERED PART

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NAME OF POLITICAL COMMITTEE:

TWO PARTY SYSTEM INC.

REPORTING PERIOD

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Rose Marie A. Diaz-Tecson 32210 N. Rockwell Dr. Lakemoor, IL 60051	10/01/10	Campaign Services	See Attached Exhibit B	$ 351.68	$ 351.68
Sarah R. Granof 1147 Longmeadow Lane Glencoe, IL 60022	09/15/10	Campaign Services	See Attached Exhibit B	$ 1,351.05	
Sarah R. Granof 1147 Longmeadow Lane Glencoe, IL 60022	10/01/10	Campaign Services	See Attached Exhibit B	$ 22.34	$ 1,373.39
Tamara Milic 1011 Willow Road Winnetka, IL 60092	08/13/10	Campaign Services	See Attached Exhibit B	$ 1,034.70	
Tamara Milic 1011 Willow Road Winnetka, IL 60092	08/25/10	Campaign Services	See Attached Exhibit B	$ 191.18	
Tamara Milic 1011 Willow Road Winnetka, IL 60092	10/01/10	Campaign Services	See Attached Exhibit B	$ 202.33	$ 1,428.21
Aggregate Campaign Services Paid Under $150	10/01/10	Campaign Services	See Attached Exhibit B	$ 1,170.32	$ 1,170.32
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	07/14/10	Campaign Services	See Attached Exhibit B	$ 1,284.50	

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NAME OF POLITICAL COMMITTEE:

TWO PARTY SYSTEM INC.

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Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	07/28/10	Campaign Services	See Attached Exhibit B	$ 1,250.00	
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	08/26/10	Out of Pocket Phone Call Reimb.	Two Party System Inc.	$ 58.95	
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	9/28/2010	Out of Pocket Phone Call Reimb.	Two Party System Inc.	$ 120.41	
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	813/2010	Campaign Services	See Attached Exhibit B	$ 998.87	
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	08/30/10	Campaign Services	See Attached Exhibit B	$ 998.88	
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	09/15/10	Campaign Services	See Attached Exhibit B	$ 998.87	
Lindsay Bell 124 Braemar Drive Elk Grove Village, IL 60007	09/30/10	Campaign Services	See Attached Exhibit B	$ 998.88	$ 6,709.36
The Apple Store Online	07/31/10	Prizes	Friends of Adam Baumgartner	$ 1,060.38	
The Apple Store Online	07/31/10	Prizes	Committee to Elect Rich Morthland	$ 530.19	$ 1,590.57

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TWO PARTY SYSTEM INC.

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Campaign Strategies 125 N. Oakland St. Arlington, VA 22203	07/31/10	Telephone Service	Two Party System Inc.	$ 289.89	$ 289.89
CDW 200 N. Milwaukee Ave. Vernon Hills, IL 60061	08/10/10	Computers	Two Party System Inc.	$ 2,390.39	$ 2,390.39
Comcast 2508 W. Route 120 McHenry, IL 60051-4712	07/31/10	Internet and Phone Service	Two Party System Inc.	$ 548.96	
Comcast 2508 W. Route 120 McHenry, IL 60051-4712	08/31/10	Internet and Phone Service	Two Party System Inc.	$ 244.27	
Comcast 2508 W. Route 120 McHenry, IL 60051-4712	09/30/10	Internet and Phone Service	Two Party System Inc.	$ 307.22	$ 1,100.45
Cricket P.O. Box 650755 Dallas, TX 75265	07/13/10	Phone Service	Two Party System Inc.	$ 108.32	
Cricket P.O. Box 650755 Dallas, TX 75265	09/11/10	Phone Service	Two Party System Inc.	$ 101.46	
Cricket P.O. Box 650755 Dallas, TX 75265	09/30/10	Phone Service	Two Party System Inc.	$ 101.43	

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TWO PARTY SYSTEM INC.

REPORTING PERIOD

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Cricket P.O. Box 650755 Dallas, TX 75265	09/23/10	Four Phones	Two Party System Inc.	$ 252.46	$ 563.67
Helen Edwards 446 Park Barrington Drive Barrington, IL 60010	09/30/10	Campaign Services	Two Party System Inc.	$ 150.30	$ 150.30
I.S. Mobile 3449 W. Dempster St. Skokie, IL 60076	07/12/10	Phones	Two Party System Inc.	$ 280.00	$ 280.00
Jewel-Osco 2502 Waukegan Road Glenview, IL 60025	08/10/10	Food	Two Party System Inc.	$ 491.99	$ 491.99
Noodles & Company 1851 Tower Drive Glenview, IL 60025	08/03/10	Food	Two Party System Inc.	$ 173.44	$ 173.44
Norman J. Powers 2 Oak Creek Drive, #1202 Buffalo Grove, IL 60089	09/30/10	Campaign Services	Two Party System Inc.	$ 201.05	$ 201.05
Office Depot 2722 Green Bay Road Evanston, IL 60201	08/10/10	Phones	Two Party System Inc.	$ 402.61	$ 402.61
Walmart Online	07/10/10	Supplies and Prizes	Two Party System Inc.	$ 206.43	$ 206.43

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TWO PARTY SYSTEM INC.

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Kristina Keats 845 Sheridan Road Wilmette, IL 60091	08/25/10	Campaign Services	Two Party System Inc.	$ 5,000.00	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	08/25/10	Mileage	Friends of Adam Baumgartner	$ 72.50	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	08/25/10	Mileage	Citizens for Nick Been	$ 72.50	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	08/25/10	Mileage	Friends of Adam Brown	$ 133.00	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	10/01/10	Campaign Services	Two Party System Inc.	$ 20,000.00	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	10/01/10	Mileage	Friends of Adam Baumgartner	$ 36.25	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	10/01/10	Mileage	Citizens for Nick Been	$ 36.25	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	10/01/10	Mileage	Committee to Elect John O'Neill	$ 41.00	
Kristina Keats 845 Sheridan Road Wilmette, IL 60091	10/01/10	Mileage	Friends of Sue Rezin	$ 80.00	

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TWO PARTY SYSTEM INC.

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7/1/2010	10/3/2010

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Kristina Keats 845 Sheridan Road Wilmette, IL 60091	10/01/10	Expense Reimb. Under $150 Each	Two Party System Inc.	$ 1,919.94	$ 27,391.44
Kevin Lastres 965 Brittany Road Lake Zurich, IL 60047	08/26/10	Campaign Services	Two Party System Inc.	$ 150.00	$ 150.00
The University of Chicago 450 N. Cityfront Plaza Drive Chicago, IL 60611	10/01/10	Facilities Rental	House Republican Organization	$ 1,731.00	
The University of Chicago 450 N. Cityfront Plaza Drive Chicago, IL 60611	10/01/10	Facilities Rental	Republican State Senate Campaign Committee	$ 1,731.00	$ 3,462.00
The Word Doctors P.O. Box 43 Manassas, VA 20108	10/1/2010	Presentation of Polling and Analysis	House Republican Organization	$ 7,500.00	
The Word Doctors P.O. Box 43 Manassas, VA 20108	10/01/10	Presentation of Polling and Analysis	Republican State Senate Campaign Committee	$ 7,500.00	$ 15,000.00
Mayer Brown LLP 2027 Collection Center Drive Chicago, IL 60693-0020	07/15/10	Legal and Professional Services	Two Party System Inc.	$ 12,473.75	
Mayer Brown LLP 2027 Collection Center Drive Chicago, IL 60693-0020	09/28/10	Legal and Professional Services	Two Party System Inc.	$ 814.62	$ 13,288.37

USE SEPARATE PAGE(S) FOR EACH NUMBERED PART

TOTAL THIS PERIOD $ 236,416.78
(LAST PAGE OF THIS PART ONLY)

(THIS FORM MAY BE REPRODUCED)
SEE INSTRUCTIONS ON REVERSE SIDE

Two Party System Inc.
Pre-Election Report – November 2, 2010
Form D-2
Schedule B, Part 8

EXHIBIT A
In-Kind Contributions of CallFire Technology to Political Committees

Political Committee Recipient	Amount ($)
Dave 2010	$ 400.82
Friends of Adam Baumgartner	4,525.42
Citizens for Nick Been	422.47
Friends of Dr. Barbara Bellar	114.57
Friends of Adam Brown	1,235.70
Chang for Change	1,553.30
Citizens for Cedra Crenshaw	1,604.28
Friends for Harris	462.53
Citizens for Ryan Higgins	1,037.11
Citizens for Jeffrey L. Junkas	1,310.56
Citizens for Kay	1,846.28
Dave Lenkowski for State Rep.	602.58
Friends of Montelongo	1,277.88
Comm to Elect Rich Morthland	1,691.09
Citizens for Ruth Munson	1,606.40
Friends for Maripat Oliver	1,116.39
Committee to Elect John O'Neill	2,316.88
Friends of Sue Rezin	978.87
Citizens for Adam Robinson	3,404.82
Friends of Wayne Rosenthal	323.84
Citizens for Roth	1,793.81
Citizens for Joe Sosnowski	1,141.51
Friends of Dan Sugrue	497.42
Turelli for Tomorrow	785.93
Citizens for Unes	1,591.95
Citizens for Wojcik	290.30
Total	$ 33,932.72

Two Party System Inc.
Pre-Election Report – November 2, 2010
Form D-2
Schedule B, Part 8

EXHIBIT B
In-Kind Contributions of Campaign Staff Services to Political Committees

Political Committee Recipient	Amount ($)
Dave 2010	$ 210.51
Friends of Adam Baumgartner	3,187.89
Citizens for Nick Been	3,233.11
Friends of Dr. Barbara Bellar	912.93
Friends of Adam Brown	5,289.53
Chang for Change	4,362.53
Citizens for Cedra Crenshaw	842.56
Friends for Harris	242.92
Citizens for Ryan Higgins	544.69
Citizens for Jeffrey L. Junkas	688.30
Citizens for Kay	969.66
Dave Lenkowski for State Rep.	3,196.56
Friends of Montelongo	5,113.76
Comm to Elect Rich Morthland	888.15
Citizens for Ruth Munson	843.67
Friends for Maripat Oliver	3,003.36
Committee to Elect John O'Neill	18,460.77
Friends of Sue Rezin	1,608.33
Citizens for Adam Robinson	1,788.20
Friends of Wayne Rosenthal	170.08
Citizens for Roth	942.10
Citizens for Joe Sosnowski	599.52
Friends of Dan Sugrue	3,941.54
Turelli for Tomorrow	3,801.66
Citizens for Unes	2,719.58
Citizens for Wojcik	152.47
Total	$ 67,714.39

NAME OF POLITICAL COMMITTEE:
TWO PARTY SYSTEM INC.

REPORTING PERIOD

07/01/2010	10/03/2010
FROM	THRU

FOR OFFICE USE ONLY

POLITICAL COMMITTEE IDENTIFICATION NO.

NON-PROFIT ORGANIZATION

SCHEDULE C
DEBTS AND OBLIGATIONS

SEE PAMPHLET " A GUIDE TO CAMPAIGN DISCLOSURE" FOR GUIDANCE.

FULL NAME, MAILING ADDRESS, AND ZIP CODE	DATE INCURRED	ORIGINAL AMOUNT	CUMULATIVE PAYMENT TO DATE ON DEBT	OUTSTANDING BALANCE AT THE CLOSE OF THIS PERIOD
TargetPoint Consulting 66 Canal Center Plaza, Suite 555 Alexandria, VA 22314	09/01/10	$50,000.00		$ 50,000.00
The Word Doctors, LLC P.O. Box 43 Manassas, VA 20108	09/20/10	15,000.00		15,000.00
The Word Doctors, LLC P.O. Box 43 Manassas, VA 20108	09/28/10	2,352.54		2,352.54
Mayer Brown LLP 2027 Collection Center Drive Chicago, IL 60693-0020	09/08/10	13,285.39		13,285.39
CallFire.com 1335 4th Street - Suite 200 Santa Monica, CA 90401	09/24/10	10,000.00		10,000.00
The Hartford P.O. Box 2907 Hartford, CT 06104-2907	10/01/10	226.00		226.00
Department of the Treasury Online EFTPS	10/01/10	3,613.11		3,613.11
Illinois Department of Revenue P.O. Box 19447 Springfield, IL 62794-9447	10/01/10	956.57		956.57
Patrick G. Ryan 150 N. Michigan Ave., Suite 2100 Chicago, IL 60601	09/30/10	100,000.00		100,000.00

TOTAL THIS PERIOD $ 195,433.61

(THIS FORM MAY BE REPRODUCED)

(LAST PAGE OF THIS PART ONLY)

SEE INSTRUCTIONS ON REVERSE SIDE