Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning Nov 1, 2008, and ending Oct 31, 2009

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 foundation: JOHN BROWN COOK FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 32 SOUTH MAIN STREET
Room/suite:

City or town: HANOVER State: NH ZIP code: 03755

A Employer identification number: 06-6022958

B Telephone number (see the instructions): (603) 643-9000

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% 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 ► [ ]

H Check type of organization: [X] 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, column (c), line 16)* ► $ 2,447,468.

J Accounting method: [X] Cash [ ] Accrual
[ ] 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 the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [ ] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	67,513.	67,513.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-50,006.			
	b Gross sales price for all assets on line 6a 929,971.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	17,507.	67,513.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	20,374.	15,374.	5,000.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) See Line 18 Stmt	7,710.	7,710.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,084.	23,084.	5,000.	
	25 Contributions, gifts, grants paid				
	26 **Total expenses and disbursements.** Add lines 24 and 25	28,084.	23,084.	5,000.	
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-10,577.			
	b **Net investment income** (if negative, enter -0-)		44,429.		
	c **Adjusted net income** (if negative, enter -0-)			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			
	2	Savings and temporary cash investments	136,800.	56,146.	56,146.
	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 the 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 – 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)	2,541,219.	2,614,825.	2,391,322.
	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)	2,678,019.	2,670,971.	2,447,468.
LIABILITIES	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)			
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,678,019.	2,670,971.	
	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 the instructions)	2,678,019.	2,670,971.	
	31	**Total liabilities and net assets/fund balances** (see the instructions)	2,678,019.	2,670,971.	

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	2,678,019.
2	Enter amount from Part I, line 27a	2	-10,577.
3	Other increases not included in line 2 (itemize) ► TAX BASIS ADJUSTMENTS	3	3,529.
4	Add lines 1, 2, and 3	4	2,670,971.
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	2,670,971.

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	SEE ATTACHED	P		
b	CAPITAL GAIN DIVIDENDS	P		
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	929,971.		993,191.	-63,220.
b	13,213.		0.	13,213.
c				
d				
e				

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

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-63,220.
b				13,213.
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	-50,007.
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 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 foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	154,169.	2,678,019.	0.057568
2006	115,714.	2,739,372.	0.042241
2005	130,829.	2,430,153.	0.053836
2004	213,000.	2,348,016.	0.090715
2003	313,703.	2,298,190.	0.136500

2	**Total** of line 1, column (d)	2	0.380860
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	0.076172
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	2,225,566.
5	Multiply line 4 by line 3	5	169,526.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	444.
7	Add lines 5 and 6	7	169,970.
8	Enter qualifying distributions from Part XII, line 4	8	

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling letter: 03/01/71 (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	889.
c All other domestic foundations 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	889.
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	889.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 3,447.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	3,447.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	2,558.
11 Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ► 2,558. **Refunded** ►		11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*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 foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► $ ____ (2) On foundation managers ► $ ____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► NH - New Hampshire			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A | Statements Regarding Activities *Continued*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► MACNEIL&NAGLE CPA'S Telephone no. ► (860) 659-1908

Located at ► 972 NEW LONDON TURNPIKE GLASTONBURY CT ZIP + 4 ► 06033-3014

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► | 15 |

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If you answered 'Yes' to 6b, also file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CAPITAL GUARDIAN TRUST CO 50 WEST LIBERTY RENO NV 8906	CUSTODIAN 5.00	10,374.	0.	9.
LEO MCKENNA 32 S MAIN STR HANOVER N NH 7755	TRUSTEE 4.00	10,000.	0.	9.
MARIAN MINER COOK 47-115W.EL DOEADO DR. INDIAN WELL CA 97210	TRUSTEE 2.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		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				
0				
0				
0				
0				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		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	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.			
a	Average monthly fair market value of securities		1a	2,162,985.
b	Average of monthly cash balances		1b	96,473.
c	Fair market value of all other assets (see instructions)		1c	0.
d	**Total** (add lines 1a, b, and c)		1d	2,259,458.
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	2,259,458.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	33,892.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,225,566.
6	**Minimum investment return.** Enter 5% of line 5		6	111,278.

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	111,278.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 889.		
b	Income tax for 2008. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	889.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	110,389.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	110,389.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	110,389.

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	
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	0.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				110,389.
2 Undistributed income, if any, as of the end of 2007.				
a Enter amount for 2007 only			0.	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2008:				
a From 2003 — 208,317.				
b From 2004 — 90,778.				
c From 2005 — 132,000.				
d From 2006 — 120,000.				
e From 2007 — 155,000.				
f **Total** of lines 3a through e	706,095.			
4 Qualifying distributions for 2008 from Part XII, line 4. ► $ ______				
a Applied to 2007, 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 2008 distributable amount				
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 *(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	706,095.			
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 2007. Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				110,389.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	208,317.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	497,778.			
10 Analysis of line 9.				
a Excess from 2004 — 90,778.				
b Excess from 2005 — 132,000.				
c Excess from 2006 — 120,000.				
d Excess from 2007 — 155,000.				
e Excess from 2008 — 0.				

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 2008, enter the date of the ruling ►

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter.					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see 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))

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.

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ► ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

LEO C. MCKENNA
32 SOUTH MAIN STR
HANOVER NH 03755 (603) 643-9000

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

MUST OBTAIN AN APPLICATION

c Any submission deadlines:

NO DEADLINES ARE LISTED

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				
NONE				
Total			► **3a**	
b Approved for future payment				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue.					
a NONE					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies.					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a NONE					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					

13 **Total.** Add line 12, columns (b), (d), and (e) 13

(See worksheet in the instructions for line 13 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
NONE	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

SIGN HERE

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

► [signature] Treasurer 3/8/10 ► Treasurer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only				
Preparer's signature ► [signature]	Date 03/02/10	Check if self-employed ► ☒	Preparer's Identifying number (See **Signature** in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ►	MACNEIL & NAGLE 972 NEW LONDON TPKE GLASTONBURY CT 06033-1850	EIN ►	Phone no ► (860) 659-1908

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ and 990-PF**
► **See separate instructions.**

OMB No 1545-0047

2008

Name of the organization
JOHN BROWN COOK FOUNDATION

Employer identification number
06-6022958

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(_____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. **(Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions)

General Rule —

☐ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II)

Special Rules —

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year) . . ► $__________

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
ANNUAL REPORTS	125.	125.		
IRS FOR 10/31/08	831.	831.		
IRS FOR 10/31/09	3,447.	3,447.		
FOREIGN TAXES	3,307.	3,307.		
Total	7,710.	7,710.		

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person ☐ Business ☐ GREGORY M COOK WATER STR. CHESTER CT 06412	TRUSTEE 1.00	0.	0.	0.
Person ☐ Business ☐ WALLIS COOK GRAHAM 103 GREEN STR. APT 7A,NEW YORK, NY 10012	TRUSTEE 1.00	0.	0.	0.
Person ☐ Business ☐ KIRBY COOK GRABOWSKI 17 MARKS ROAD, RIVERSIDE CT 06878	TRUSTEE 1.00	0.	0.	0.
Total		0.	0.	0.

JOHN BROWN COOK FOUNDATION INC.

Account Number: 44-659400

Detailed Holdings List by Sector

As of October 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
Cash and Cash Equivalents									
GOLDMAN SACHS FINANCIAL SQUARE TREASURY	798	1.00	798	1.00	798	0.0	0	0	0.0
SSGA US GOV MONEY MARKET FUND	59,014	1.00	59,014	1.00	59,014	2.4	0	0	0.0
PENDING PURCHASES/SALES			(3,667)		(3,667)	(0.1)			
Total Cash and Cash Equivalents			**56,146**		**56,146**	**2.3**	**0**	**0**	**0.0**
Fixed Income									
ASSET BACKED									
AMCAR 07-D A4A FSA 5.56% 06/06/2014	10,000	99.99	9,999	102.68	10,268	0.4	269	556	5.4
PEGTF 2005-1 A2 4.34% 06-16-2014	12,211	98.38	12,013	104.11	12,713	0.5	700	530	4.2
TOTAL ASSET BACKED			**22,012**		**22,981**	**0.9**	**969**	**1,086**	**4.7**
MORTGAGE BACKED									
FGCI 4.5 G13136 05/01/23	20,572	95.86	19,720	104.09	21,414	0.9	1,694	926	4.3
FGLMC 4.5 G02203 03/01/36	21,950	91.78	20,146	101.49	22,276	0.9	2,130	988	4.4
FNCI 4.0 930636 03/01/2024	14,369	100.23	14,403	101.98	14,655	0.6	252	575	3.9
FNCI 4.0 931069 05/01/24	14,509	101.45	14,720	101.98	14,797	0.6	77	580	3.9
FNCI 4.0 AA8408 06/01/24	19,473	99.87	19,448	101.98	19,859	0.8	411	779	3.9
FNCI 4.5 931195 05/01/24	22,751	101.06	22,993	104.05	23,672	1.0	679	1,024	4.3
FNCL 5.5 959639 11/01/2037	10,873	102.64	11,160	105.42	11,463	0.5	303	598	5.2
FNCL 6.0 256844 08/01/37	19,599	105.32	20,642	106.44	20,862	0.9	220	1,176	5.6
FNCN 4.5 MA0125 07/01/19	38,252	103.25	39,495	105.67	40,419	1.7	925	1,721	4.3
FNR 07-33 HE PAC 5.5% 04/25/2037	11,718	100.22	11,744	107.23	12,565	0.5	821	644	5.1
TOTAL MORTGAGE BACKED			**194,471**		**201,982**	**8.3**	**7,512**	**9,011**	**4.5**

JOHN BROWN COOK FOUNDATION INC.

Account Number: 44-659400

Detailed Holdings List by Sector

As of October 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
GOVERNMENT									
BANK OF AMERICA CORP 3.125% 06/15/2012	5,000	99.95	4,997	104.13	5,206	0.2	209	156	3.0
EUROPEAN INVT BK 3.125% 06/04/14	15,000	99.60	14,940	102.52	15,378	0.6	437	469	3.1
GENL ELEC CAP CORP 2.2% 06/08/2012	5,000	99.94	4,997	101.78	5,089	0.2	92	110	2.2
US TREASURY BOND 11.25% 02/15/2015	15,000	143.69	21,554	143.79	21,568	0.9	15	1,688	7.8
US TREASURY BOND 3.875% 02/15/2013	20,000	104.90	20,980	107.32	21,464	0.9	484	775	3.6
US TREASURY BOND 6.25% 08/15/2023	35,000	121.40	42,491	124.02	43,406	1.8	914	2,188	5.0
US TREASURY NOTE 1.5% 07/15/12	30,000	100.36	30,108	100.64	30,192	1.2	84	450	1.5
US TREASURY NOTE 3.5% 02/15/18	50,000	105.71	52,856	101.91	50,957	2.1	(1,899)	1,750	3.4
US TREASURY NOTE 4.5% 02/28/2011	30,000	105.41	31,622	105.25	31,576	1.3	(46)	1,350	4.3
TOTAL GOVERNMENT			**224,546**		**224,837**	**9.2**	**290**	**8,935**	**4.0**
MUNICIPALS									
IL STATE TOLL HWY BAB SF 5.293% 01/01/24	5,000	100.00	5,000	100.59	5,030	0.2	30	265	5.3
TOTAL MUNICIPALS			**5,000**		**5,030**	**0.2**	**30**	**265**	**5.3**
CORPORATE BONDS									
AMERICAN TOWER CORP SR NT 7.0% 10-15-17	5,000	109.38	5,469	109.50	5,475	0.2	6	350	6.4
AMGEN INC 4% 11/18/2009	5,000	94.78	4,739	100.17	5,009	0.2	270	200	4.0
ASTRAZENECA PLC 5.9% 09/15/2017	5,000	99.93	4,997	112.12	5,606	0.2	609	295	5.3
AT&T INC 02/03/2009 6.55% 02/15/2039	5,000	107.86	5,393	108.17	5,409	0.2	16	328	6.1
BANK OF AMERICA CORP SR UNSEC 5.75% 12/01/17	5,000	100.79	5,040	101.68	5,084	0.2	44	288	5.7

Capital Guardian℠

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
BHP BILLITON FIN USA LTD 5.50% 04/01/14	5,000	109.80	5,490	109.85	5,493	0.2	3	275	5.0
BIOGEN IDEC INC 6% 03/01/13	5,000	99.89	4,994	106.25	5,312	0.2	318	300	5.7
BOSTON PROPERTIES SR UNSEC 5.875% 10/15/19	5,000	99.50	4,975	100.88	5,044	0.2	69	294	5.8
BURLINGTON NORTH SANTA FE CORP 7% 02/01/2014	5,000	114.59	5,730	114.23	5,711	0.2	(18)	350	6.1
CANADIAN NATIONAL RAILWAY 5.55% 05/15/2018	5,000	108.99	5,449	109.13	5,457	0.2	7	278	5.1
CLEVELAND ELEC 8.875% 11/15/18	5,000	100.00	5,000	125.87	6,293	0.3	1,293	444	7.1
COMCAST CORP 6.95% 08/15/2037	5,000	107.60	5,380	109.08	5,454	0.2	74	348	6.4
CONSUMERS ENERGY CO 5.65% 09/15/2018	5,000	99.62	4,981	106.13	5,307	0.2	326	283	5.3
DEVON ENERGY CORP SR UNSEC 6.3% 01/15/2019	5,000	106.95	5,347	110.73	5,536	0.2	189	315	5.7
DUKE ENERGY CORP 5.3% 10/01/2015	5,000	104.45	5,222	110.72	5,536	0.2	313	265	4.8
ELECTRONIC DATA SYS 6% 08/01/2013	5,000	98.61	4,930	110.78	5,539	0.2	609	300	5.4
FLORIDA POWER CORP 5.65% 06/15/2018	5,000	105.22	5,261	109.31	5,466	0.2	205	283	5.2
GENERAL ELEC CAP CORP SR UNSEC 5.875% 01/14/38	5,000	87.35	4,367	95.56	4,778	0.2	411	294	6.2
GLAXOSMITHKLINE CAPITAL PLC 6.375% 05-15-38	5,000	98.39	4,920	113.47	5,673	0.2	754	319	5.6
GOLDMAN SACHS GROUP 7.5% 02/15/2019	5,000	103.99	5,199	116.94	5,847	0.2	648	375	6.4
HOME DEPOT INC SR UNSEC 5.25% 12/16/13	5,000	103.05	5,152	107.09	5,354	0.2	202	263	4.9
JP MORGAN CHASE SR UNSEC 6.0% 01/15/18	5,000	107.48	5,374	107.07	5,353	0.2	(21)	300	5.6
JP MORGAN CHASE SUB NT VAR RT 09-01-15/10	10,000	100.00	10,000	97.20	9,720	0 4	(280)	489	5.0
KINDER MORGAN ENERGY PARTNERS 5.125% 11/15/2014	5,000	104.35	5,218	104.18	5,209	0.2	(9)	256	4.9

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
KROGER CO 7.5% 01/15/2014	5,000	99.81	4,990	115.40	5,770	0.2	779	375	6.5
LOWE'S COMPANIES INC SR UNSEC 6.1% 09/15/2017	5,000	112.03	5,601	112.17	5,608	0.2	7	305	5.4
NATIONAL GRID GROUP PLC 6.3% 08/01/2016	5,000	99.79	4,989	109.19	5,460	0.2	470	315	5.8
NATIONAL RURAL UTIL 10.375% 11/01/2018	5,000	120.81	6,041	133.02	6,651	0.3	610	519	7.8
NORTHROP GRUMMAN CORP 7.75% 03/01/2016	5,000	113.10	5,655	120.41	6,021	0.2	366	388	6.4
NOVARTIS 4.125% 02/10/2014	5,000	99.90	4,995	105.63	5,281	0.2	286	206	3.9
OHIO EDISON 8.25% 10/15/38	5,000	97.30	4,865	131.30	6,565	0.3	1,700	413	6.3
PACIFIC GAS & ELEC 6.25% 12/01/13	5,000	99.26	4,963	112.42	5,621	0.2	658	313	5.6
PACIFICORP 5.5% 1/15/19	5,000	99.35	4,967	108.30	5,415	0.2	448	275	5.1
PETROBRAS GLOBAL 5.75% 01/20/20	5,000	99.06	4,953	99.70	4,985	0.2	32	288	5.8
PFIZER INC 4.45% 3/15/12	5,000	99.86	4,993	106.04	5,302	0.2	309	223	4.2
PROCTER & GAMBLE CO 4.6% 01/15/14	5,000	99.98	4,999	107.45	5,373	0.2	374	230	4.3
PROLOGIS 7.625% 8/15/14	5,000	99.49	4,974	106.07	5,304	0.2	329	381	7.2
RAYTHEON CO 6.75% 03/15/2018	5,000	110.43	5,521	116.96	5,848	0.2	326	338	5.8
SHELL INTL FINANCE 4% 3/21/14	5,000	99.97	4,999	105.09	5,254	0.2	256	200	3.8
SIMON PROPERTY GROUP 5.25% 12/01/16	5,000	98.99	4,949	100.07	5,003	0.2	54	263	5.3
TIME WARNER INC 5.875% 11/15/16	5,000	96.65	4,832	107.20	5,360	0.2	528	294	5.5
UNION PACIFIC CORP 5.7% 08/15/18	5,000	99.66	4,983	107.50	5,375	0.2	392	285	5.3
VIRGINIA ELEC&PWR SR NT 8.875% 11/15/38	5,000	128.15	6,408	141.35	7,068	0.3	660	444	6.3
VODAFONE GROUP PLC 5.625% 02/27/2017	5,000	96.24	4,812	106.67	5,333	0.2	522	281	5.3
WAL MART STORES INC 5.25% 09/01/2035	10,000	98.53	9,853	99.29	9,929	0.4	77	525	5.3
WELLPOINT INC 7% 02/15/2019	5,000	109.58	5,479	113.19	5,659	0.2	181	350	6.2

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
WELLS FARGO CO 3.75% 10/01/14	5,000	99.84	4,992	99.97	4,998	0.2	7	188	3.8
TOTAL CORPORATE BONDS			**252,440**		**267,847**	**10.9**	**15,409**	**14,883**	**5.6**
Total Fixed Income			**698,469**		**722,677**	**29.5**	**24,210**	**34,180**	**4.7**
Equity									
ENERGY									
CAMECO CORP US$	300	22.26	6,679	27 21	8,163	0.3	1,484	72	0.9
CANADIAN NATURAL RESOURCES LTD US$	75	50.73	3,805	64.67	4,850	0.2	1,046	32	0.7
CHEVRON CORP	75	72.41	5,431	76.54	5,741	0.2	310	204	3.6
DIAMOND OFFSHORE DRILLING INC	15	95.31	1,430	95.25	1,429	0.1	(1)	8	0.5
EOG RESOURCES INC	75	62.26	4,669	81.66	6,125	0.3	1,455	44	0.7
EXXON MOBIL CORP	65	10.19	663	71.67	4,659	0.2	3,996	109	2.3
MARATHON OIL CORP COM	150	45.24	6,786	31.97	4,796	0.2	(1,990)	144	3.0
ROYAL DUTCH SHELL CL A ADR	300	50.18	15,053	59.41	17,823	0.7	2,770	857	4.8
SCHLUMBERGER LTD	200	38.69	7,739	62.20	12,440	0.5	4,701	168	1.4
SPECTRA ENERGY CORP	100	16.23	1,623	19.12	1,912	0.1	289	100	5.2
SUNCOR ENERGY INC NEW	50	14.02	701	33.02	1,651	0.1	950	20	1.2
TRANSOCEAN LTD	15	74.19	1,113	83.91	1,259	0.1	146	0	0.0
TOTAL ENERGY			**55,689**		**70,846**	**2.9**	**15,156**	**1,757**	**2.5**
MATERIALS									
AIR PRODUCTS & CHEMICALS INC	150	50.53	7,580	77.13	11,570	0.5	3,989	270	2.3
ALLEGHENY TECHNOLOGIES INC	275	56.95	15,661	30.86	8,487	0.3	(7,174)	198	2.3
BARRICK GOLD CORP US$	250	29 67	7,417	35.93	8,983	0.4	1,566	100	1.1
ECOLAB INC	125	31.39	3,923	43.96	5,495	0.2	1,572	70	1.3

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
NUCOR CORP	100	34.03	3,403	39.85	3,985	0.2	582	140	3.5
POTASH CORP OF SASKATCHEWAN INC US$	45	36.16	1,627	92.78	4,175	0.2	2,548	18	0.4
RIO TINTO PLC ADR SPON	10	349.36	3,494	178.03	1,780	0.1	(1,713)	54	3.1
TITANIUM METALS CORPORATION	100	8.20	820	8.60	860	0.0	40	0	0.0
VULCAN MATERIALS CO	145	54.22	7,862	46.03	6,674	0.3	(1,188)	145	2.2
TOTAL MATERIALS			**51,788**		**52,008**	**2.1**	**222**	**995**	**1.9**
INDUSTRIALS									
BAE SYSTEMS PLC SPON ADR	100	30.73	3,073	20.74	2,074	0.1	(1,000)	96	4.6
DANAHER CORP	125	60.28	7,535	68.23	8,529	0.3	994	15	0.2
EMERSON ELECTRIC CO	250	30.75	7,688	37.75	9,438	0.4	1,749	330	3.5
FEDEX CORP	100	63.07	6,307	72.69	7,269	0.3	962	44	0.6
FLUOR CORP (NEW)	30	19.17	575	44.42	1,333	0.1	757	15	1.1
GENERAL ELECTRIC CO (USD)	590	5.24	3,094	14.26	8,413	0.3	5,320	236	2.8
ILLINOIS TOOL WORKS INC	275	39.46	10,853	45.92	12,628	0.5	1,775	341	2.7
IRON MOUNTAIN INC	350	25.82	9,036	24.43	8,551	0.3	(486)	0	0.0
SOUTHWEST AIRLINES CO	450	13.95	6,276	8.40	3,780	0.2	(2,496)	8	0.2
UNION PACIFIC CORP	150	28.53	4,280	55.14	8,271	0.3	3,991	162	2.0
UNITED PARCEL SERVICE INC CL B	75	70.88	5,316	53.68	4,026	0.2	(1,290)	135	3.4
UNITED TECHNOLOGIES CORP	55	31.56	1,736	61.45	3,380	0.1	1,644	85	2.5
TOTAL INDUSTRIALS			**65,769**		**77,690**	**3.2**	**11,920**	**1,467**	**1.9**
CONSUMER DISCRETIONARY									
BEST BUY INC	50	49.62	2,481	38.18	1,909	0.1	(572)	28	1.5
CARNIVAL CORP COMMON PAIRED STOCK	60	39.78	2,387	29.12	1,747	0.1	(640)	0	0.0
COMCAST CORP CL A (NEW)	125	18.53	2,317	14.50	1,813	0.1	(504)	34	1.9

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
HANESBRANDS INC	75	20.16	1,512	21.62	1,622	0.1	110	0	0.0
LOWES COMPANIES INC	800	22.91	18,324	19.57	15,656	0.6	(2,668)	288	1.8
MCDONALDS CORP	110	25.06	2,756	58.61	6,447	0.3	3,691	242	3.8
NORDSTROM INC	25	30.26	756	31.78	795	0.0	38	16	2.0
OMNICOM GROUP INC	50	40.50	2,025	34.28	1,714	0.1	(311)	30	1.8
TARGET CORP	250	58.34	14,585	48.43	12,108	0.5	(2,478)	170	1.4
THE WALT DISNEY CO	375	23.06	8,647	27.37	10,264	0.4	1,616	131	1.3
TIME WARNER INC	110	39.37	4,330	30.12	3,313	0.1	(1,017)	83	2.5
URBAN OUTFITTERS INC	100	17.39	1,739	31.38	3,138	0.1	1,399	0	0.0
TOTAL CONSUMER DISCRETIONARY			**61,860**		**60,524**	**2.5**	**(1,336)**	**1,022**	**1.7**
CONSUMER STAPLES									
ALBERTO CULVER CO	200	27.31	5,462	26.82	5,364	0.2	(98)	60	1.1
COCA-COLA CO	125	52.57	6,572	53.31	6,664	0.3	92	205	3.1
COLGATE-PALMOLIVE CO	50	71.56	3,578	78.63	3,932	0.2	353	88	2.2
COSTCO WHOLESALE CORP	75	37.56	2,817	56.85	4,264	0.2	1,447	54	1.3
ENERGIZER HOLDINGS INC	75	80.08	6,006	60.87	4,565	0.2	(1,441)	0	0.0
KRAFT FOODS INC CL A	425	32.83	13,952	27.52	11,696	0.5	(2,256)	493	4.2
NESTLE NAM SPON ADR	112	25.77	2,887	46.69	5,229	0.2	2,342	90	1.7
PEPSICO INC	240	43.10	10,345	60.55	14,532	0.6	4,187	432	3.0
PHILIP MORRIS INTERNATIONAL INC	125	45.77	5,721	47.36	5,920	0.2	199	290	4.9
PROCTER & GAMBLE CO	150	53.07	7,961	58.00	8,700	0.4	739	264	3.0
UNILEVER NV NY SHRS	225	23.05	5,186	30.89	6,950	0.3	1,765	196	2.8
WALGREEN CO	50	44.92	2,246	37.83	1,892	0.1	(355)	28	1.5
TOTAL CONSUMER STAPLES			**72,733**		**79,707**	**3.3**	**6,974**	**2,199**	**2.8**
HEALTH CARE									

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
ALLERGAN INC	200	41.20	8,239	56.25	11,250	0.5	3,011	40	0.4
AMERICAN MEDICAL SYS HLDGS	100	17.88	1,788	15.42	1,542	0.1	(246)	0	0.0
BAXTER INTERNATIONAL INC	200	48.71	9,741	54.06	10,812	0.4	1,071	208	1.9
BIOGEN IDEC INC	225	50.50	11,362	42.13	9,479	0.4	(1,883)	0	0.0
CELGENE CORP	140	60.94	8,532	51.05	7,147	0.3	(1,385)	0	0.0
CERNER CORP	250	42.14	10,534	76.04	19,010	0.8	8,476	0	0.0
DAVITA INC	175	46.89	8,206	53.03	9,280	0.4	1,074	0	0.0
JOHNSON & JOHNSON	200	55.89	11,177	59.05	11,810	0.5	633	392	3.3
MEDTRONIC INC	200	43.60	8,720	35.70	7,140	0.3	(1,580)	164	2.3
MERCK & CO INC	300	26.50	7,950	30.93	9,279	0.4	1,329	456	4.9
SHIRE PLC ADR	200	42.90	8,580	53.30	10,660	0.4	2,080	59	0.6
UNITEDHEALTH GROUP INC	25	28.89	722	25.95	649	0.0	(73)	1	0.1
TOTAL HEALTH CARE			**95,551**		**108,058**	**4.4**	**12,507**	**1,320**	**1.2**
FINANCIALS									
ALLSTATE CORP (THE)	200	26.23	5,245	29.57	5,914	0.2	669	160	2.7
BANK OF NEW YORK MELLON CORP	100	28.49	2,849	26.66	2,666	0.1	(183)	36	1.4
BERKSHIRE HATHAWAY INC CL B	2	3,128.13	6,256	3,283.00	6,566	0.3	310	0	0.0
GOLDMAN SACHS GROUP INC	120	131.97	15,837	170.17	20,420	0.8	4,584	168	0.8
HUDSON CITY BANCORP INC	100	17.88	1,788	13.14	1,314	0.1	(474)	60	4.6
JPMORGAN CHASE & CO	409	33.96	13,889	41.77	17,084	0.7	3,195	82	0.5
MERCURY GENERAL CORP	75	46.62	3,497	36.46	2,735	0.1	(762)	174	6.4
PROGRESSIVE CORP OHIO	475	20.93	9,944	16.00	7,600	0.3	(2,344)	0	0.0
SCHWAB CHARLES NEW	500	17.76	8,878	17.34	8,670	0.4	(208)	120	1.4
TOTAL FINANCIALS			**68,183**		**72,969**	**3.0**	**4,787**	**800**	**1.1**
INFORMATION TECHNOLOGY									

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
ADOBE SYSTEMS INC	150	34.59	5,189	32.94	4,941	0.2	(248)	0	0.0
AGILENT TECHNOLOGIES INC	350	25.88	9,060	24.74	8,659	0.4	(401)	0	0.0
APPLE INC	15	95.22	1,428	188.50	2,828	0.1	1,399	0	0.0
BROADCOM CORP	125	17.42	2,178	26.61	3,326	0.1	1,148	0	0.0
BROCADE COMMUNICATIONS SYS INC	200	3.68	736	8.60	1,720	0.1	984	0	0.0
CANON INC ADR	50	33.71	1,685	37.66	1,883	0.1	198	53	2.8
CISCO SYSTEMS INC	500	15.30	7,650	22.81	11,405	0.5	3,755	0	0.0
EBAY INC	150	32.78	4,916	22.27	3,341	0.1	(1,576)	0	0.0
GENPACT LTD	100	16.12	1,612	11.91	1,191	0.0	(421)	0	0.0
GOOGLE INC CL A	28	440.43	12,332	536.12	15,011	0.6	2,679	0	0.0
HEWLETT-PACKARD CO	150	25.29	3,794	47.46	7,119	0.3	3,325	48	0.7
INTERNATIONAL BUSINESS MACHINES CORP	125	79.62	9,953	120.61	15,076	0.6	5,124	275	1.8
JUNIPER NETWORKS INC	50	23.98	1,199	25.51	1,276	0.1	77	0	0.0
LOOPNET INC	100	11.49	1,149	8.73	873	0.0	(276)	0	0.0
MAXIM INTEGRATED PRODS INC	200	13.44	2,687	16.67	3,334	0.1	647	160	4.8
MICROCHIP TECHNOLOGY INC	175	31.68	5,544	23.96	4,193	0.2	(1,351)	237	5.7
MICROSOFT CORP	545	16.49	8,988	27.73	15,113	0.6	6,125	283	1.9
NATIONAL INSTRUMENTS CORP	75	24.14	1,810	26.70	2,003	0.1	192	36	1.8
NINTENDO CO LTD ADR UNSPON	100	33.08	3,308	32.01	3,201	0.1	(107)	170	5.3
NOKIA CORP SPONSORED ADR	100	19.10	1,910	12.61	1,261	0.1	(649)	39	3.1
PAYCHEX INC	350	34.97	12,240	28.41	9,944	0.4	(2,297)	434	4.4
POLYCOM INC	75	25.30	1,897	21.47	1,610	0.1	(287)	0	0.0
QUALCOMM INC	125	43.65	5,456	41.33	5,166	0.2	(290)	85	1.7
SAP AG SPON ADR	225	40.77	9,173	45.27	10,186	0.4	1,013	250	2.5
TYCO ELECTRONICS LTD	125	18.12	2,265	21.25	2,656	0 1	391	80	3.0
VISA INC CL A	25	55.96	1,399	75.76	1,894	0.1	495	13	0.7

Detailed Holdings List by Sector

As of October 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
TOTAL INFORMATION TECHNOLOGY			**119,560**		**139,209**	**5.7**	**19,649**	**2,163**	**1.6**
TELECOMMUNICATION SERVICES									
AMERICAN TOWER CORP CL A	150	42.86	6,429	36.82	5,523	0.2	(906)	0	0.0
AT&T, INC.	415	30.19	12,530	25.67	10,653	0.4	(1,877)	681	6.4
TOTAL TELECOMMUNICATION SERVICES			**18,959**		**16,176**	**0.7**	**(2,783)**	**681**	**4.2**
UTILITIES									
AMERICAN WATER WORKS	600	19.24	11,544	18.97	11,382	0.5	(162)	504	4.4
EDISON INTERNATIONAL	200	32.85	6,569	31.82	6,364	0.3	(205)	248	3.9
TOTAL UTILITIES			**18,113**		**17,746**	**0.7**	**(367)**	**752**	**4.2**
MUTUAL FUNDS									
CAPITAL WORLD GROWTH & INCOME FUND F2	7,516	44.61	335,313	32.28	242,617	9.9	(92,696)	7,015	2.9
EUROPACIFIC GROWTH FD CL F2	10,111	47.85	483,773	36.96	373,706	15.3	(110,067)	8,293	2.2
NEW WORLD FUND CL F2	5,522	54.76	302,384	44.86	247,696	10.1	(54,688)	3,094	1.3
SMALLCAP WORLD FUND INC CL F2	3,735	44.63	166,681	29.37	109,693	4.5	(56,988)	0	0.0
TOTAL MUTUAL FUNDS			**1,288,151**		**973,712**	**39.8**	**(314,439)**	**18,402**	**1.9**
Total Equity			**1,916,356**		**1,668,645**	**68.2**	**(247,710)**	**31,557**	**1.9**
Total Net Assets			**2,670,971**		**2,447,468**	**100.0**	**(223,500)**	**65,737**	**2.7**

Capital Guardian℠

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
100. AT&T INC.	01/23/2008	01/08/2009	2,704.98	3,496.01	-791.03
5000. AT&T CORP SR UNSEC 6.7% 11/15/13	01/08/2009	04/14/2009	5,459.15	5,413.35	45.80
100. ABBOTT LABORATORIES	06/27/2008	05/15/2009	4,369.92	5,342.53	-972.61
25. ABBOTT LABORATORIES	06/27/2008	05/18/2009	1,076.96	1,325.59	-248.63
50. AETNA INC	06/06/2008	02/26/2009	1,204.23	2,325.13	-1,120.90
50. AETNA INC	06/06/2008	05/19/2009	1,270.07	2,325.12	-1,055.05
100. AETNA INC	09/16/2009	10/15/2009	2,565.43	3,104.01	-538.58
100. AETNA INC	09/17/2009	10/20/2009	2,559.30	3,102.07	-542.77
5000. BANK OF AMERICA CORP 5.375% 09/11/2012	10/31/2008	12/17/2008	5,067.60	4,697.57	370.03
5000. BANK OF AMERICA CORP 5.65% 05/01/18	01/13/2009	02/27/2009	4,262.40	4,829.50	-567.10
75. CARDINAL HEALTH INC	11/14/2008	08/04/2009	2,494.02	2,782.73	-288.71
5000. CITIGROUP INC 6.125% 11/21/17	01/08/2009	02/18/2009	4,331.30	4,992.07	-660.77
5000. CITIGROUP INC 6.125% 11/21/17	01/08/2009	03/02/2009	4,324.15	4,992.10	-667.95
5000. CITIGROUP INC SR NT 5.5% 04/11/2013	01/08/2009	02/20/2009	4,506.20	4,929.95	-423.75
5000. CITIGROUP INC SR NT 5.5% 04/11/2013	01/08/2009	03/03/2009	4,505.40	4,930.48	-425.08
5000. CITI FDIC 2.875% 12/09/11	12/02/2008	10/07/2009	5,185.50	4,990.82	194.68
25. CONOCOPHILLIPS	10/28/2008	04/20/2009	947.61	1,176.85	-229.24
5000. COUNTRYWIDE FINANCIAL CORP 5.8% 06/07/2012	01/08/2009	02/18/2009	4,748.65	5,017.25	-268.60
5000. COUNTRYWIDE FINANCIAL CORP 5.8% 06/07/2012	12/17/2008	08/21/2009	5,180.95	4,876.29	304.66
5000. DAIMLERCHRYSLER 7.30 01/15/12	01/08/2009	02/27/2009	4,662.50	4,699.50	-37.00
5000. DAIMLERCHRYSLER 7.30 01/15/12	01/08/2009	07/24/2009	5,224.60	4,737.42	487.18
5000. GECC FDIC 2.22% 06/08/12	01/05/2009	01/27/2009	4,996.75	4,996.75	
25. ENERGIZER HOLDINGS INC	05/22/2008	12/02/2008	987.92	2,041.53	-1,053.61
. FGLMC 4.5 G02203 03/01/36	10/28/2008	12/15/2008	148.54	136.33	12.21
24884.6121 FGLMC 4.5 G02203 03/01/36	10/28/2008	01/15/2009	128.07	117.54	10.53
24632.5782 FGLMC 4.5 G02203 03/01/36	10/28/2008	02/17/2009	252.03	231.32	20.71
24328.0671 FGLMC 4.5 G02203 03/01/36	10/28/2008	03/16/2009	304.51	279.48	25.03
24035.1585 FGLMC 4.5 G02203 03/01/36	10/28/2008	04/15/2009	292.91	268.84	24.07
23684.6805 FGLMC 4.5 G02203 03/01/36	10/28/2008	05/15/2009	350.48	321.67	28.81
23136.7776 FGLMC 4.5 G02203 03/01/36	10/28/2008	06/15/2009	547.90	502.87	45.03
22726.3974 FGLMC 4.5 G02203 03/01/36	10/28/2008	07/15/2009	410.38	376.65	33.73
22444.4598 FGLMC 4.5 G02203 03/01/36	10/28/2008	08/17/2009	281.94	258.77	23.17
22196.889 FGLMC 4.5 G02203 03/01/36	10/28/2008	09/15/2009	247.57	227.22	20.35
21949.8381 FGLMC 4.5 G02203 03/01/36	10/28/2008	10/15/2009	247.05	226.75	20.30
. FGCI 4.5 G13136 05/01/23	10/28/2008	12/15/2008	155.96	149.50	6.46
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
23674.5453 FGCI 4.5 G13136 05/01/23	10/28/2008	01/15/2009	147.98	141.86	6.12
23431.2953 FGCI 4.5 G13136 05/01/23	10/28/2008	02/17/2009	243.25	233.18	10.07
23084.865 FGCI 4.5 G13136 05/01/23	10/28/2008	03/16/2009	346.43	332.09	14.34
22750.8203 FGCI 4.5 G13136 05/01/23	10/28/2008	04/15/2009	334.04	320.21	13.83
22314.702 FGCI 4.5 G13136 05/01/23	10/28/2008	05/15/2009	436.12	418.06	18.06
21828.8098 FGCI 4.5 G13136 05/01/23	10/28/2008	06/15/2009	485.89	465.77	20.12
21436.6805 FGCI 4.5 G13136 05/01/23	10/28/2008	07/15/2009	392.13	375.89	16.24
21100.4838 FGCI 4.5 G13136 05/01/23	10/28/2008	08/17/2009	336.20	322.28	13.92
20856.772 FGCI 4.5 G13136 05/01/23	10/28/2008	09/15/2009	243.71	233.62	10.09
20571.9768 FGCI 4.5 G13136 05/01/23	10/28/2008	10/15/2009	284.80	273.00	11.80
15000. FHLMC 5% 01/30/14	02/12/2008	01/09/2009	16,532.07	16,039.95	492.12
15000. FHLB 2.25% 04/13/2012	03/04/2009	08/18/2009	15,223.62	14,986.81	236.81
19841.1542 FNCL 6.0 256844 08/01/37	08/17/2009	09/25/2009	313.45	330.13	-16.68
19599.3801 FNCL 6.0 256844 08/01/37	08/17/2009	10/26/2009	241.77	254.64	-12.87
100000. FHLMC NT 5.25% 07/18/2011	04/04/2008	01/23/2009	108,461.90	107,145.00	1,316.90
35000. FNMA NT 2.75% 03/13/2014	06/30/2009	10/19/2009	35,593.74	34,959.29	634.45
19421.9093 FNCL 6.5 888873 175K MAX 08/01/37	12/15/2008	02/25/2009	142.90	147.52	-4.62
19101.8763 FNCL 6.5 888873 175K MAX 08/01/37	12/15/2008	03/25/2009	320.03	330.38	-10.35
18781.0201 FNCL 6.5 888873 175K MAX 08/01/37	12/15/2008	04/27/2009	320.86	331.23	-10.37
18394.6817 FNCL 6.5 888873 175K MAX 08/01/37	12/15/2008	05/26/2009	386.34	398.83	-12.49
23000. FNCL 6.5 888873 175K MAX 08/01/37	12/15/2008	06/05/2009	19,310.44	18,655.30	655.14
14922.9794 FNCI 4.0 930636 03/01/2024	03/02/2009	04/27/2009	77.02	77.20	-0.18
14819.3993 FNCI 4.0 930636 03/01/2024	03/02/2009	05/26/2009	103.58	103.82	-0.24
14733.6158 FNCI 4.0 930636 03/01/2024	03/02/2009	06/25/2009	85.78	85.98	-0.20
14642.3274 FNCI 4.0 930636 03/01/2024	03/02/2009	07/27/2009	91.29	91.50	-0.21
14564.3765 FNCI 4.0 930636 03/01/2024	03/02/2009	08/25/2009	77.95	78.13	-0.18
14475.3188 FNCI 4.0 930636 03/01/2024	03/02/2009	09/25/2009	89.06	89.27	-0.21
14369.3582 FNCI 4.0 930636 03/01/2024	03/02/2009	10/26/2009	105.96	106.21	-0.25
14912.6798 FNCI 4.0 931069 05/01/24	04/23/2009	06/25/2009	87.32	88.59	-1.27
14827.9884 FNCI 4.0 931069 05/01/24	04/23/2009	07/27/2009	84.69	85.92	-1.23
14731.3461 FNCI 4.0 931069 05/01/24	04/23/2009	08/25/2009	96.64	98.05	-1.41
14641.3992 FNCI 4.0 931069 05/01/24	04/23/2009	09/25/2009	89.95	91.25	-1.30
14509.0947 FNCI 4.0 931069 05/01/24	04/23/2009	10/26/2009	132.30	134.23	-1.93
24291.4068 FNCI 4.5 931195 05/01/24	06/05/2009	07/27/2009	416.26	420.68	-4.42
23637.3123 FNCI 4.5 931195 05/01/24	06/05/2009	08/25/2009	654.09	661.04	-6.95
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
23181.1558 FNCI 4.5 931195 05/01/24	06/05/2009	09/25/2009	456.16	461.00	-4.84
22751.4803 FNCI 4.5 931195 05/01/24	06/05/2009	10/26/2009	429.68	434.24	-4.56
12775.9181 FNCL 5.5 959639 11/01/2037	02/20/2009	04/27/2009	487.01	499.87	-12.86
12486.5115 FNCL 5.5 959639 11/01/2037	02/20/2009	05/26/2009	289.41	297.05	-7.64
12026.0199 FNCL 5.5 959639 11/01/2037	02/20/2009	06/25/2009	460.49	472.65	-12.16
11551.9883 FNCL 5.5 959639 11/01/2037	02/20/2009	07/27/2009	474.03	486.55	-12.52
11268.4439 FNCL 5.5 959639 11/01/2037	02/20/2009	08/25/2009	283.54	291.03	-7.49
11074.2344 FNCL 5.5 959639 11/01/2037	02/20/2009	09/25/2009	194.21	199.34	-5.13
10873.0412 FNCL 5.5 959639 11/01/2037	02/20/2009	10/26/2009	201.19	206.51	-5.32
. FNCL 6.5 990666 175K MAX 09/01/38	10/28/2008	12/26/2008	136.82	138.68	-1.86
24174.6653 FNCL 6.5 990666 175K MAX 09/01/38	10/28/2008	01/26/2009	325.69	330.12	-4.43
23731.1923 FNCL 6.5 990666 175K MAX 09/01/38	10/28/2008	02/25/2009	443.47	449.50	-6.03
22966.2555 FNCL 6.5 990666 175K MAX 09/01/38	10/28/2008	03/25/2009	764.94	775.34	-10.40
22171.416 FNCL 6.5 990666 175K MAX 09/01/38	10/28/2008	04/27/2009	794.84	805.64	-10.80
25000. FNCL 6.5 990666 175K MAX 09/01/38	10/28/2008	05/22/2009	23,295.85	22,133.79	1,162.06
19595.27 FNCI 4.0 AA8408 06/01/24	07/17/2009	09/25/2009	142.70	142.53	0.17
19472.6556 FNCI 4.0 AA8408 06/01/24	07/17/2009	10/26/2009	122.61	122.46	0.15
39696.9896 FNCN 4.5 MA0125 07/01/19	05/07/2009	07/27/2009	303.01	312.86	-9.85
39346.1824 FNCN 4.5 MA0125 07/01/19	05/07/2009	08/25/2009	350.81	362.21	-11.40
38831.4288 FNCN 4.5 MA0125 07/01/19	05/07/2009	09/25/2009	514.75	531.48	-16.73
38251.5548 FNCN 4.5 MA0125 07/01/19	05/07/2009	10/26/2009	579.87	598.72	-18.85
14824.502 GNMA II POOL #4292 6.5% 11/20/2038	12/05/2008	01/20/2009	144.45	148.29	-3.84
14431.9619 GNMA II POOL #4292 6.5% 11/20/2038	12/05/2008	02/20/2009	392.54	402.97	-10.43
13794.6543 GNMA II POOL #4292 6.5% 11/20/2038	12/05/2008	03/20/2009	637.31	654.24	-16.93
12992.5134 GNMA II POOL #4292 6.5% 11/20/2038	12/05/2008	04/20/2009	802.14	823.45	-21.31
12225.7566 GNMA II POOL #4292 6.5% 11/20/2038	12/05/2008	05/20/2009	766.76	787.12	-20.36
15000. GNMA II POOL #4292 6.5% 11/20/2038	12/05/2008	05/22/2009	12,905.81	12,550.50	355.31
100. GENERAL ELECTRIC CO (USD)	10/02/2008	01/08/2009	1,604.99	2,225.00	-620.01
5000. GENERAL ELEC CAP CORP SR UNSEC 5.875% 01/14/38	01/09/2009	08/21/2009	4,366.20	4,371.26	-5.06
10000. GENERAL ELEC CAP CORP 6.875% 01/10/39	01/08/2009	01/09/2009	9,832.80	9,748.58	84.22
10000. GOLDMAN SACHS GROUP 5.35% 01/15/16	01/08/2009	02/09/2009	9,035.70	9,236.66	-200.96
5000. GOLDMAN SACHS GROUP 5.35% 01/15/16	01/08/2009	02/18/2009	4,539.95	4,619.57	-79.62
5000. GOLDMAN SACHS GROUP 5.35% 01/15/16	01/08/2009	04/22/2009	4,528.40	4,627.17	-98.77
5000. GOLDMAN SACHS GROUP FDIC 3.25% 06/15/2012	11/25/2008	10/26/2009	5,214.50	4,985.24	229.26
5000. GOLDMAN SACHS GROUP FDIC 2.15% 03/15/2012	03/12/2009	10/26/2009	5,090.60	4,997.73	92.87
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
50. IRON MOUNTAIN INC	11/04/2008	01/08/2009	1,155.49	1,244.95	-89.46
50. JPMORGAN CHASE & CO	04/11/2008	01/08/2009	1,347.49	2,136.15	-788.66
25. JOHNSON CONTROLS INC	03/20/2008	11/11/2008	386.57	848.00	-461.43
5000. JPM FDIC 3.125% 12/01/11	11/26/2008	10/26/2009	5,194.00	4,997.71	196.29
5000. JPMORGAN CHASE FDIC FRN 06/15/2012	02/18/2009	10/07/2009	5,032.90	5,000.00	32.90
50. KIMBERLY-CLARK CORP	08/13/2008	01/08/2009	2,545.48	3,198.08	-652.60
35. KIMBERLY-CLARK CORP	08/13/2008	05/21/2009	1,767.79	2,156.81	-389.02
5000. KINDER MORGAN ENERGY PARTNERS 9% 2/1/19	12/16/2008	03/06/2009	5,312.50	4,997.39	315.11
100. LEVEL 3 COMMUNICATIONS INC	03/26/2008	11/19/2008	76.08	215.72	-139.64
100. LEVEL 3 COMMUNICATIONS INC	03/25/2008	11/20/2008	77.64	213.50	-135.86
100. MARATHON OIL CORP COM	06/03/2008	02/04/2009	2,719.57	5,206.77	-2,487.20
25. MARATHON OIL CORP COM	06/03/2008	02/12/2009	665.34	1,301.70	-636.36
5000. GA MUN ELEC AUTH A TAXABLE 5.0% 01/01/12	04/20/2009	07/10/2009	5,261.00	4,998.70	262.30
200. NORDSTROM INC	12/05/2007	12/03/2008	2,135.42	7,442.13	-5,306.71
50. PHILIP MORRIS INTERNATIONAL INC	04/29/2008	01/08/2009	2,109.48	2,597.96	-488.48
5000. REGIONS BANK FDIC 2.75% 12-10-10	12/08/2008	08/18/2009	5,128.09	4,997.62	130.47
5000. SCHERING PLOUGH 6.75% 12/01/2033	01/08/2009	07/24/2009	5,338.65	5,199.35	139.30
50. SOUTHWEST AIRLINES CO	01/11/2008	01/08/2009	438.99	596.25	-157.26
5000. SOVEREIGN BANK FDIC 2.75% 1-17-12	12/15/2008	10/07/2009	5,170.93	4,996.41	174.52
5000. TIME WARNER CABLE INC 8.75% 02/14/2019	11/13/2008	08/21/2009	6,108.65	4,925.53	1,183.12
10000. US TREASURY I/L FRN 2% 01/15/2014	11/14/2008	06/25/2009	11,769.44	11,273.06	496.38
10000. US TREASURY I/L FRN 2% 01/15/2014	11/14/2008	09/17/2009	12,080.03	10,853.89	1,226.14
10000. US TREASURY I/L FRN 2.375% 04/15/2011	10/16/2008	06/25/2009	11,060.35	10,651.25	409.10
10000. US TREASURY I/L FRN 2.375% 04/15/2011	10/16/2008	09/17/2009	11,194.17	10,447.78	746.39
10000. US TREASURY I/L FRN 2.375% 01/15/2017	05/14/2009	06/25/2009	10,945.49	11,085.88	-140.39
10000. US TREASURY I/L FRN 2.375% 01/15/2017	05/14/2009	09/17/2009	11,356.20	11,197.97	158.23
85000. US TREASURY NOTE 4.875% 06/30/2009	06/05/2008	01/07/2009	86,875.69	87,357.42	-481.73
20000. US TREASURY I/L FRN 1.625% 01/15/18	10/16/2008	02/19/2009	19,769.07	17,688.99	2,080.08
5000. UNITED HEALTH GROUP SR UNSEC 5.8% 03/15/2036	12/18/2008	07/21/2009	4,165.75	3,881.11	284.64
5000. UNITED HEALTH GROUP 6.875% 02/15/38	02/04/2008	12/18/2008	4,466.50	4,923.96	-457.46
5000. VERIZON COMMUNICATIONS 6.4% 02/15/38	02/07/2008	12/15/2008	4,582.30	4,952.50	-370.20
5000. VERIZON COMMUNICATIONS 6.9% 04/15/2038	06/11/2008	12/15/2008	4,853.90	5,104.65	-250.75
5000. VERIZON 8.95% 3/1/39	01/08/2009	04/14/2009	6,049.05	6,231.85	-182.80
5000. WACHOVIA CORP 5.75% 02-01-18	01/08/2009	02/18/2009	4,880.55	5,106.95	-226.40
5000. WACHOVIA CORP 5.75% 02-01-18	01/08/2009	04/14/2009	4,620.80	5,106.95	-486.15
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
5000. WAL-MART 3.2% 5/15/14	05/14/2009	07/24/2009	5,044.45	4,999.22	45.23
5000. WELLS FARGO FDIC 3.00% 12/09/11	12/03/2008	10/26/2009	5,179.35	4,995.72	183.63
50. WELLS FARGO & CO (NEW)	04/10/2008	01/08/2009	1,278.49	1,459.88	-181.39
100. WELLS FARGO & CO (NEW)	11/06/2008	01/23/2009	1,572.15	2,754.94	-1,182.79
25. WELLS FARGO & CO (NEW)	11/06/2008	01/30/2009	475.08	675.00	-199.92
100. WILLIAMS COS INC	10/23/2008	03/26/2009	1,196.66	1,680.13	-483.47
75. TYCO ELECTRONICS LTD	05/27/2009	06/30/2009	1,330.43	1,330.43	
Totals			661,924.00	674,388.00	-12,464.00

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
150. AFLAC INC	11/21/2006	01/22/2009	3,632.82	6,651.78	-3,018.96
25. AT&T INC.	01/12/2007	09/16/2009	662.23	869.19	-206.96
5000. AT&T CORP NT 6.3% 01/15/38	12/04/2007	04/14/2009	4,596.75	4,990.82	-394.07
75. ABBOTT LABORATORIES	03/26/2008	05/18/2009	3,230.87	4,054.80	-823.93
50. ALLERGAN INC	04/01/2004	06/04/2009	2,255.90	2,109.25	146.65
100. AMERICAN MEDICAL SYS HLDGS	04/19/2007	02/05/2009	1,107.67	1,842.28	-734.61
100. AMERICAN MEDICAL SYS HLDGS	04/19/2007	02/09/2009	1,087.53	1,842.28	-754.75
200. AMERICAN MEDICAL SYS HLDGS	04/18/2007	02/12/2009	2,062.20	3,632.81	-1,570.61
68. AUTONATION INC	04/01/2004	11/18/2008	426.54	1,151.65	-725.11
25. BAKER HUGHES INC	04/01/2004	11/06/2008	807.53	902.00	-94.47
50. BAKER HUGHES INC	04/01/2004	05/18/2009	1,834.77	1,804.00	30.77
25. BOEING CO	06/27/2007	06/23/2009	1,091.21	2,359.10	-1,267.89
100. CAMPBELL SOUP CO	10/08/2004	01/13/2009	2,900.55	2,619.58	280.97
100. CAMPBELL SOUP CO	10/07/2004	05/19/2009	2,714.24	2,616.70	97.54
5000. CARDINAL HEALTH INC 6.75% 02/15/2011	06/28/2007	09/14/2009	5,362.50	5,168.65	193.85
50. CARNIVAL CORP COMMON PAIRED STOCK	02/22/2008	05/20/2009	1,293.90	2,038.36	-744.46
100. COMCAST CORP CL A (NEW)	10/12/2004	08/04/2009	1,532.74	1,945.42	-412.68
100. COMCAST CORP CL A (NEW)	09/28/2004	08/05/2009	1,504.12	1,922.43	-418.31
100. COMCAST CORP CL A (NEW)	09/28/2004	08/07/2009	1,510.14	1,853.48	-343.34
50. COMCAST CORP CL A (NEW)	09/28/2004	08/12/2009	742.56	926.74	-184.18
5000. COMCAST CORP 5.3% 01-15-14	07/14/2006	10/16/2009	5,313.55	4,808.22	505.33
50. CONOCOPHILLIPS	07/05/2007	04/20/2009	1,895.23	4,035.64	-2,140.41
100. DELL INC	02/01/2007	11/13/2008	967.54	2,519.10	-1,551.56
140. DELL INC	02/01/2007	01/09/2009	1,537.57	3,366.94	-1,829.37
100. DELTA PETROLEUM CORP	12/19/2005	12/03/2008	531.56	1,775.47	-1,243.91
100. DELTA PETROLEUM CORP	05/23/2006	12/04/2008	555.85	1,773.29	-1,217.44
200. DELTA PETROLEUM CORP	05/19/2006	12/08/2008	1,076.69	3,406.51	-2,329.82
75. DELTA PETROLEUM CORP	05/24/2006	01/09/2009	405.59	1,244.75	-839.16
25. DELTA PETROLEUM CORP	05/24/2006	03/12/2009	30.75	414.91	-384.16
100. EAST WEST BANCORP INC	04/28/2005	03/10/2009	379.66	3,158.90	-2,779.24
100. EBAY INC	05/18/2007	10/05/2009	2,294.22	3,277.60	-983.38
50. EMERSON ELECTRIC CO	04/01/2004	01/08/2009	1,830.48	1,498.44	332.04
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
5000. ENTERPRISE PRODS OPER 5% 03/01/2015	06/13/2006	01/20/2009	4,313.50	4,660.02	-346.52
5000. ENTERPRISE PRODS OPER 5% 03/01/2015	06/13/2006	03/19/2009	4,291.75	4,667.91	-376.16
100. EXELIXIS INC	05/23/2006	03/06/2009	432.47	981.01	-548.54
300. EXELIXIS INC	05/24/2006	03/09/2009	1,269.62	2,914.39	-1,644.77
200. FEDERAL NATL MTG ASSN PFD SER S 8.25% PERPETUAL	12/06/2007	07/15/2009	310.00	5,000.00	-4,690.00
. FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	11/25/2008	125.36	125.64	-0.28
. FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	12/26/2008	114.56	114.81	-0.25
12971.6109 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	01/26/2009	146.82	147.15	-0.33
12838.7094 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	02/25/2009	132.90	133.20	-0.30
12696.417 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	03/25/2009	142.29	142.61	-0.32
12560.966 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	04/27/2009	135.45	135.75	-0.30
12415.9719 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	05/26/2009	144.99	145.32	-0.33
12274.8551 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	06/25/2009	141.12	141.43	-0.31
12134.4588 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	07/27/2009	140.40	140.71	-0.31
11994.7796 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	08/25/2009	139.68	139.99	-0.31
11855.8136 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	09/25/2009	138.97	139.28	-0.31
11717.5572 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	10/26/2009	138.26	138.56	-0.30
18060.3309 FNCL 6.5 888873 175K MAX 08/01/37		06/25/2009	334.35	334.35	
. FNMA CP POOL #903816 6% 12/01/2036	12/22/2006	11/25/2008	138.42	139.74	-1.32
. FNMA CP POOL #903816 6% 12/01/2036	12/22/2006	12/26/2008	33.08	33.40	-0.32
40906.076 FNMA CP POOL #903816 6% 12/01/2036	12/22/2006	01/26/2009	121.69	122.85	-1.16
40007.183 FNMA CP POOL #903816 6% 12/01/2036	12/22/2006	02/25/2009	449.45	453.73	-4.28
38831.2096 FNMA CP POOL #903816 6% 12/01/2036	12/22/2006	03/25/2009	587.99	593.59	-5.60
25000. FNMA CP POOL #903816 6% 12/01/2036	12/22/2006	04/03/2009	19,720.75	18,972.31	748.44
18787.2623 FNMA CP POOL #903816 6% 12/01/2036		04/27/2009	628.34	628.34	
21832.3945 FNCL 6.5 990666 175K MAX 09/01/38		05/28/2009	339.02	339.02	
50. FLUOR CORP (NEW)	04/01/2004	01/08/2009	2,391.48	958.63	1,432.85
100. GENENTECH INC	02/28/2007	02/03/2009	8,248.05	8,531.17	-283.12
25. GENENTECH INC	02/28/2007	02/18/2009	2,103.33	2,113.22	-9.89
50. GENENTECH INC	02/28/2007	02/19/2009	4,252.83	4,226.45	26.38
100. HEINEKEN NV ADR	04/01/2004	08/28/2009	2,103.26	1,615.60	487.66
100. HEINEKEN NV ADR	04/01/2004	09/01/2009	2,084.88	1,615.60	469.28
200. INTEL CORP	01/17/2008	01/22/2009	2,567.98	3,922.50	-1,354.52
100. JABIL CIRCUIT INC	08/13/2007	03/10/2009	321.59	2,363.47	-2,041.88
100. JABIL CIRCUIT INC	08/14/2007	03/12/2009	344.63	2,352.50	-2,007.87
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
50. JOHNSON CONTROLS INC	10/17/2006	11/11/2008	773.13	1,390.72	-617.59
75. JOHNSON CONTROLS INC	03/20/2008	09/21/2009	1,963.71	2,544.00	-580.29
.79 KINDER MORGAN MANAGEMENT LLC	04/01/2004	11/14/2008	32.45	23.89	8.56
.065 KINDER MORGAN MANAGEMENT LLC	04/01/2004	02/13/2009	2.82	1.92	0.90
.179 KINDER MORGAN MANAGEMENT LLC	04/01/2004	05/15/2009	7.27	5.15	2.12
.949 KINDER MORGAN MANAGEMENT LLC	04/01/2004	08/14/2009	43.28	26.73	16.55
89. KINDER MORGAN MANAGEMENT LLC	04/01/2004	09/11/2009	4,148.28	2,506.41	1,641.87
400. LEVEL 3 COMMUNICATIONS INC	10/03/2007	11/19/2008	304.31	1,891.36	-1,587.05
40. MCDONALDS CORP	01/05/2004	05/21/2009	2,224.78	1,002.21	1,222.57
50. MCDONALDS CORP	01/05/2004	06/17/2009	2,870.21	1,252.77	1,617.44
200. MICROSOFT CORP	03/23/2007	03/31/2009	3,695.21	5,618.68	-1,923.47
50. NESTLE NAM SPON ADR	04/01/2004	01/08/2009	1,926.98	1,288.70	638.28
25. NESTLE NAM SPON ADR	04/01/2004	10/02/2009	1,045.11	644.35	400.76
5000. NEWS AMER INC 7.25% 05/18/2018	04/04/2007	09/08/2009	5,668.60	5,582.75	85.85
100. NORDSTROM INC	12/05/2007	10/22/2009	3,434.19	3,665.68	-231.49
100. NORDSTROM INC	01/14/2008	10/22/2009	3,438.84	3,159.78	279.06
50. NORDSTROM INC	01/15/2008	10/28/2009	1,554.05	1,512.78	41.27
100. OMNICOM GROUP INC	04/01/2004	05/18/2009	3,154.19	4,049.50	-895.31
50. OMNICOM GROUP INC	04/01/2004	06/01/2009	1,610.41	2,024.75	-414.34
. PEGTF 2005-1 A2 4.34% 06-16-2014	03/21/2007	12/15/2008	729.21	717.36	11.85
12211.3024 PEGTF 2005-1 A2 4.34% 06-16-2014	03/21/2007	06/15/2009	2,059.49	2,026.02	33.47
100. PAYCHEX INC	05/08/2007	06/17/2009	2,688.54	3,801.87	-1,113.33
100. PINNACLE WEST CAPITAL CORP	09/28/2007	01/20/2009	3,256.54	3,969.27	-712.73
25. POLYCOM INC	10/09/2007	10/02/2009	642.31	632.40	9.91
5000. SBC COMMUNICATIONS NT 5.625% 06-15-16	02/01/2007	04/14/2009	5,110.65	4,969.67	140.98
100. SARA LEE CORP	06/09/2006	06/11/2009	914.13	1,477.84	-563.71
100. SARA LEE CORP	06/19/2006	06/23/2009	904.86	1,458.33	-553.47
300. SARA LEE CORP	07/25/2006	06/24/2009	2,795.29	4,306.38	-1,511.09
100. SARA LEE CORP	06/23/2006	06/25/2009	932.88	1,422.01	-489.13
5000. SCHERING PLOUGH 6.75% 12/01/2033	03/03/2008	07/24/2009	5,338.65	5,200.00	138.65
50. SUNCOR ENERGY INC US$	04/01/2004	08/03/2009	701.21	701.21	
25. SUNTRUST BANKS INC	04/17/2007	11/14/2008	867.95	2,091.55	-1,223.60
75. SUNTRUST BANKS INC	04/17/2007	11/17/2008	2,415.21	6,274.64	-3,859.43
330. TIME WARNER INC	11/10/2005	03/30/2009	4,330.44	4,330.44	
.611 TIME WARNER CABLE INC	11/10/2005	03/30/2009	16.63	33.70	-17.07
Totals					

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JOHN BROWN COOK FOUNDATION INC.

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
27. TIME WARNER CABLE INC	11/10/2005	04/09/2009	739.44	1,489.10	-749.66
5000. UNION PACIFIC CORP 5.75% 11/15/2017	10/25/2007	02/09/2009	4,849.80	4,996.41	-146.61
50. UNITED PARCEL SERVICE INC CL B	05/11/2007	05/20/2009	2,629.94	3,563.15	-933.21
45000. US TREASURY NOTE 4.625% 12/31/2011	12/14/2007	01/09/2009	49,693.21	46,879.10	2,814.11
50. UNITED TECHNOLOGIES CORP	04/15/2003	01/08/2009	2,667.98	1,578.25	1,089.73
50. UNITED TECHNOLOGIES CORP	04/15/2003	03/04/2009	1,971.12	1,578.25	392.87
25. VULCAN MATERIALS CO	04/11/2008	09/16/2009	1,511.08	2,033.18	-522.10
275. WELLS FARGO & CO (NEW)	11/16/2001	01/30/2009	5,225.90	6,062.30	-836.40
25. WELLS FARGO & CO (NEW)	11/16/2001	02/02/2009	468.45	527.33	-58.88
5000. WILLIAMS COS INC 7.875% 09/01/2021	01/10/2008	02/11/2009	4,900.00	5,512.50	-612.50
5000. WILLIAMS COS INC 8.75% 03/15/2032	11/16/2007	02/11/2009	4,750.00	5,996.25	-1,246.25
25. WILLIAMS-SONOMA INC	04/01/2004	11/18/2008	149.43	845.00	-695.57
100. ZYMOGENETICS INC	03/21/2006	03/06/2009	353.67	2,221.89	-1,868.22
100. ZYMOGENETICS INC	03/16/2006	03/09/2009	330.93	2,150.00	-1,819.07
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			268,047.00	318,803.00	-50,755.00
Totals			268,047.00	318,803.00	-50,755.00

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JOHN BROWN COOK FOUNDATION INC.

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM 15% CAPITAL GAIN DIVIDENDS	277.16	
EUROPACIFIC GROWTH FUND CL R5	12,935.52	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		13,213.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS (ROUNDED)		13,213.00

STATEMENT 19