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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning Nov 1, 2009, and ending Oct 31, 2010

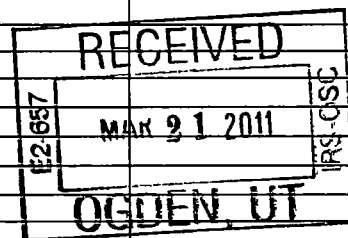
G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type See Specific Instructions	Name of foundation JOHN BROWN COOK FOUNDATION		A Employer identification number 06-6022958
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 32 SOUTH MAIN STREET		B Telephone number (see the instructions) (603) 643-9000
	City or town State ZIP code HANOVER NH 03755		C If exemption application is pending, check here ☐
	H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,685,894.		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60 month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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	65,199.	65,199.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		27,344.		
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	65,199.	92,543.		
ADMINISTRATIVE AND EXPENSES				
13 Compensation of officers, directors, trustees, etc	10,000.	5,000.	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)	8,669.	8,669.		
17 Interest				
18 Taxes (attach schedule) (see instr.) See Line 18 Stmt	2,106.	2,106.		
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	20,775.	15,775.	5,000.	
25 Contributions, gifts, grants paid	82,500.			
26 Total expenses and disbursements. Add lines 24 and 25	103,275.	15,775.	5,000.	
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-38,076.			
b Net investment income (if negative, enter -0-)		76,768.		
c Adjusted net income (if negative, enter -0-)			0.	



5

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	56,146.	78,403.	78,403.
	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)	2,614,825.	2,585,334.	2,607,491.	
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)	2,670,971.	2,663,737.	2,685,894.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe _____)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T S O F F O U N D A T I O N S	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 and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	2,670,971.	2,663,737.	
	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)	2,670,971.	2,663,737.	
	31 Total liabilities and net assets/fund balances (see the instructions)	2,670,971.	2,663,737.	

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	2,670,971.
2 Enter amount from Part I, line 27a	2	-38,076.
3 Other increases not included in line 2 (itemize) INCREASE IN BASIS ON SALES	3	30,842.
4 Add lines 1, 2, and 3	4	2,663,737.
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	2,663,737.

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	01/01/10	06/30/10
b SEE ATTACHED		P	01/01/09	10/31/10
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 960,065.		954,227.	5,838.
b 486,731.		465,225.	21,506.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			5,838.
b			21,506.
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	27,344.
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))
2008		2,225,566.	
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

2 Total of line 1, column (d)	2	0.244360
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	0.061090
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	0.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	768.
7 Add lines 5 and 6	7	768.
8 Enter qualifying distributions from Part XII, line 4	8	97,500.

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 or determination letter <u>03/01/71</u> (attach copy of letter if necessary - see instr.)		1	768.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	768.
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	768.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	2,558.	
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	2,558.	
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	1,790.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 768. Refunded	11	1,022.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>NH – New Hampshire</u>		
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? <i>If 'No,' attach explanation</i>	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A: Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>MACNEIL & NAGLE CPA'S</u> Telephone no <u>(860) 659-1908</u> Located at <u>972 NEW LONDON TURNPIKE GLASTONBURY CT</u> ZIP + 4 <u>06033-3014</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

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
1 a 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3 b	X
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4 b	X

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Part VII-B: Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?Organizations relying on a current notice regarding disaster assistance check here ☐

5b

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

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

If 'Yes' to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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	8,669.	0.	0.
LEO MCKENNA 32 S MAIN STR HANOVER N NH 7755	TRUSTEE 4.00	10,000.	0.	0.
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	

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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	1 a	
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	0.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	0.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	Minimum investment return. Enter 5% of line 5	6	0.

Part XII 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	0.
2a	Tax on investment income for 2009 from Part VI, line 5	2 a	768.
b	Income tax for 2009 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	768.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	0.
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	0.

Part XIII 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	1 a	97,500.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	97,500.
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	768.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	96,732.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			110,389.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2009				
a From 2004	90,778.			
b From 2005	132,000.			
c From 2006	120,000.			
d From 2007	155,000.			
e From 2008	0.			
f Total of lines 3a through e	497,778.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 97,500.				
a Applied to 2008, 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 2009 distributable amount				
e Remaining amount distributed out of corpus	97,500.			
5 Excess distributions carryover applied to 2009 (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	595,278.			
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 2008 Subtract line 4a from line 2a Taxable amount — see instructions			110,389.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
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 2004 not applied on line 5 or line 7 (see instructions)	90,778.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	504,500.			
10 Analysis of line 9				
a Excess from 2005	132,000.			
b Excess from 2006	120,000.			
c Excess from 2007	155,000.			
d Excess from 2008	0.			
e Excess from 2009	97,500.			

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
<i>a Paid during the year</i>				
Heart to Heart project P.O. 248 Corish Flat NH 03746 Tangier American LEGATION Institute for Moroccan Studies Tangier, Morocco		501 C3 3	Eductionom	10,000.
		501 c 3	Education	12,500.
Institute For Justice 901 North Glebe Rd Arlington VA 22203 The Micheal J. Fox Foundation Church Street Station PO Box 780 New York NY 10008 Student Sponsor Partners 286 Madison Ave, Suite 1601 New York NY 10017 Central Park Conservancy 14 East 60th Street New York NY 10022 Soho Partners		501c 3	Education	15,000.
		501c 3	Parkinson's Research	5,000.
		501c 3	Education	10,000.
		501c 3	Upkeep preservation	25,000.
New York NY		501 c 3	Maintiance	5,000.
Total				82,500.
<i>b Approved for future payment</i>				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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					0.
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					0.
13	Total. Add line 12, columns (b), (d), and (e)					0.

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

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

[illegible]

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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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.

[illegible]

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.

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	200.	200.		
FOREIGN TAX PAID	1,895.	1,895.		
ADR FEES	11.	11.		

Total 2,106. 2,106.

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 Person ☒ Business ☐ WALLIS COOK GRAHAM 103 GREEN STR. APT 7A, NEW YORK, NY 10012 Person ☒ Business ☐ KIRBY COOK GRABOWSKI 17 MARKS ROAD, RIVERSIDE CT 06878 Person ☒ Business ☐	TRUSTEE 1.00 TRUSTEE 1.00 TRUSTEE 1.00	0. 0. 0.	0. 0. 0.	0. 0. 0.

Total

0. 0. 0.

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 AT&T INC 02/03/2009 6 55% 02/15/2039	10/15/2009	12/18/2009	5,397.05	5,392.80	4.25
100 ADOBE SYSTEMS INC	10/14/2009	09/09/2010	3,254.39	3,534.54	-280.15
50. ADOBE SYSTEMS INC	10/30/2009	09/29/2010	1,306.37	1,653.97	-347.60
100 ALBERTO CULVER CO	11/16/2009	04/19/2010	2,797.93	2,858.36	-60.43
100 ALBERTO CULVER CO	10/01/2009	04/19/2010	2,797.98	2,742.96	55.02
25 ALBERTO CULVER CO	09/23/2009	04/21/2010	703.17	679.88	23.29
25000 FNCL 3.5 TBA 09/10 09/01/25	08/11/2010	09/02/2010	25,840.82	25,760.74	80.08
25000. FNCL 3.5 TBA 10/10 10/01/25	09/02/2010	10/13/2010	25,922.85	25,734.38	188.47
15000 FNCL 4.5 TBA 07/10 07-15-40	06/24/2010	07/09/2010	15,568.95	15,506.25	62.70
15000. FNCL 4.5 TBA 08/10 08-01-40	07/09/2010	08/10/2010	15,720.70	15,520.31	200.39
15000 FNCL 4.5 TBA 09/10 09/01/40	08/10/2010	09/10/2010	15,629.88	15,667.97	-38.09
15000 FNCL 4.5 TBA 10/10 10-01-40	09/10/2010	09/30/2010	15,618.75	15,585.94	32.81
20000. GNSF 4.0 TBA 10/10 10/15/40	10/06/2010	10/14/2010	20,928.13	20,845.31	82.82
5000. AMERICAN TOWER CORP SR NT 7.0% 10-15-17	10/22/2009	11/23/2009	5,530.65	5,468.75	61.90
25000. FGLMC G #TBA 30 YR 6% 03/15/2040	03/01/2010	03/09/2010	26,892.58	26,772.46	120.12
25000 FGLMC 6.0 TBA 4/10 04/01/40	03/09/2010	04/09/2010	26,742.19	26,796.88	-54.69
100 BAE SYSTEMS PLC SPON ADR	12/03/2009	04/26/2010	2,231.01	2,250.53	-19.52
5000 BHP BILLITON FIN USA LTD 5 50% 04/01/14	08/24/2009	03/19/2010	5,532.45	5,489.80	42.65
5000 BANK OF AMERICA CORP SR UNSEC 5 75% 12/01/17	10/14/2009	11/23/2009	5,059.10	5,039.60	19.50
5000 BANK OF AMERICA CORP 3 125% 06/15/2012	12/01/2008	11/23/2009	5,228.11	4,998.18	229.93
25 BAXTER INTERNATIONAL INC	04/09/2010	05/05/2010	1,137.85	1,449.55	-311.70
100 BIOGEN IDEC INC	02/05/2009	11/05/2009	4,406.11	5,287.40	-881.29
125 BIOGEN IDEC INC	08/10/2009	11/06/2009	5,611.50	6,074.74	-463.24
5000. BOSTON PROPERTIES SR UNSEC 5.875% 10/15/19	10/15/2009	03/19/2010	5,231.55	4,975.20	256.35
50 CAMECO CORP US\$	05/04/2009	05/04/2010	1,219.34	1,243.63	-24.29
5000. CISCO SYSTEMS 4 45% 01/15/20	11/09/2009	10/07/2010	5,571.65	4,992.60	579.05
5000 COMCAST CORP 6.95% 08/15/2037	10/16/2009	12/18/2009	5,560.25	5,379.85	180.40
15 DIAMOND OFFSHORE DRILLING INC	09/22/2009	09/21/2010	934.55	1,429.61	-495.06
23891.534 FGLMC 5 5% G05163 02/01/39	03/19/2010	05/17/2010	1,107.95	1,174.69	-66.74
45010. FGLMC 5 5% G05163 02/01/39	03/19/2010	05/21/2010	25,479.95	25,330.63	149.32
24362 6424 FGLMC 6 00% G05830 12/01/39	04/09/2010	06/16/2010	638.00	680.47	-42.47
23878 1289 FGLMC 6 00% G05830 12/01/39	04/09/2010	07/15/2010	484.51	516.76	-32.25
23074 5767 FGLMC 6 00% G05830 12/01/39	04/09/2010	08/16/2010	803.55	857.04	-53.49
26401 FGLMC 6 00% G05830 12/01/39	04/09/2010	08/19/2010	23,924.78	24,610.48	-685.70
22275.0385 FGLMC 6.00% G05830 12/01/39	04/09/2010	09/15/2010	799.54		799.54
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
10000 FHUB FEDERAL HOME LOAN BANK YIELD TO MATURITY 3 688 3 625	05/21/2010	07/16/2010	10,767.46	10,667.22	100.24
35000. FHUB 1.75% 08/22/12	12/18/2009	09/03/2010	35,762.83	35,368.73	394.10
19116.7662 FNCL 6 0 256844 08/01/37	08/17/2009	11/25/2009	482.61	508.29	-25.68
18771 725 FNCL 6.0 256844 08/01/37	08/17/2009	12/28/2009	345.04	363.40	-18.36
18362 2001 FNCL 6 0 256844 08/01/37	08/17/2009	01/25/2010	409.52	431.31	-21.79
18059 7544 FNCL 6 0 256844 08/01/37	08/17/2009	02/25/2010	302.45	318.54	-16.09
17692 9256 FNCL 6.0 256844 08/01/37	08/17/2009	03/25/2010	366.83	386.35	-19.52
17372 4821 FNCL 6 0 256844 08/01/37	08/17/2009	04/26/2010	320.44	337.49	-17.05
16532 2769 FNCL 6 0 256844 08/01/37	08/17/2009	05/25/2010	840.21	884.91	-44.70
15311.5144 FNCL 6 0 256844 08/01/37	08/17/2009	06/25/2010	1,220.76	1,285.71	-64.95
14959 0969 FNCL 6 0 256844 08/01/37	08/17/2009	07/26/2010	352.42	371.17	-18.75
14685 722 FNCL 6.0 256844 08/01/37	08/17/2009	09/10/2010	273.37		273.37
10000 FHLMC 2 875% 02/09/15	05/20/2010	10/13/2010	10,712.87	10,277.68	435.19
35000 FNMA 1.125% 09/09/2013	08/18/2010	10/06/2010	35,133.00	34,979.00	154.00
15000. FHMS R005 A2 4 317% 11/25/19	01/25/2010	03/19/2010	15,233.79	15,075.00	158.79
14272 8075 FNCL 4 0 930636 03/01/2024	03/02/2009	11/25/2009	96.55	96.78	-0.23
14168.0985 FNCL 4 0 930636 03/01/2024	03/02/2009	12/28/2009	104.71	104.95	-0.24
14008.6847 FNCL 4 0 930636 03/01/2024	03/02/2009	01/25/2010	159.41	159.79	-0.38
13875 7275 FNCL 4 0 930636 03/01/2024	03/02/2009	02/25/2010	132.96	133.27	-0.31
14360 7026 FNCL 4 0 931069 05/01/24	04/23/2009	11/25/2009	148.39	150.55	-2.16
14198 8457 FNCL 4 0 931069 05/01/24	04/23/2009	12/28/2009	161.86	164.21	-2.35
14069 1636 FNCL 4 0 931069 05/01/24	04/23/2009	01/25/2010	129.68	131.57	-1.89
13942.9643 FNCL 4 0 931069 05/01/24	04/23/2009	02/25/2010	126.20	128.03	-1.83
13826 5179 FNCL 4 0 931069 05/01/24	04/23/2009	03/25/2010	116.45	118.14	-1.69
22132 3208 FNCL 4 5 931195 05/01/24	06/05/2009	11/25/2009	619.16	625.74	-6.58
21432 0258 FNCL 4 5 931195 05/01/24	06/05/2009	12/28/2009	700.30	707.74	-7.44
20726.5858 FNCL 4 5 931195 05/01/24	06/05/2009	01/25/2010	705.44	712.94	-7.50
20391.8953 FNCL 4.5 931195 05/01/24	06/05/2009	02/25/2010	334.69	338.25	-3.56
25000. FNCL 4 5 931195 05/01/24	06/05/2009	03/01/2010	20,965.97	20,608.56	357.41
20136.8928 FNCL 4 5 931195 05/01/24	06/05/2009	03/25/2010	255.00		255.00
32000. FNCL 5 5 955212 12/01/37	10/12/2010	10/21/2010	15,473.41	15,437.37	36.04
10702.8561 FNCL 5 5 959639 11/01/2037	02/20/2009	11/25/2009	170.19	174.68	-4.49
10470.7287 FNCL 5 5 959639 11/01/2037	02/20/2009	12/28/2009	232.13	238.26	-6.13
10227 4287 FNCL 5 5 959639 11/01/2037	02/20/2009	01/25/2010	243.30	249.72	-6.42
19251.9468 FNCL 4.0 AB8408 06/01/24	07/17/2009	11/25/2009	220.71	220.43	0.28
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
19073 1672 FNCI 4 0 AA8408 06/01/24	07/17/2009	12/28/2009	178.78	178.56	0.22
18806 3718 FNCI 4.0 AA8408 06/01/24	07/17/2009	01/25/2010	266.80	266.46	0.34
18534 297 FNCI 4.0 AA8408 06/01/24	07/17/2009	02/25/2010	272.07	271.73	0.34
18415 2368 FNCI 4 0 AA8408 06/01/24	07/17/2009	03/25/2010	119.06	118.91	0.15
18260 2656 FNCI 4.0 AA8408 06/01/24	07/17/2009	04/26/2010	154.97	154.78	0.19
18143 839 FNCI 4 0 AA8408 06/01/24	07/17/2009	05/25/2010	116.43	116.28	0.15
17953 901 FNCI 4 0 AA8408 06/01/24	07/17/2009	06/25/2010	189.94	189.70	0.24
37516 4116 FNCL 4.5 MA0125 07/01/19	05/07/2009	11/25/2009	735.14	759.04	-23.90
37002 156 FNCL 4 5 MA0125 07/01/19	05/07/2009	12/28/2009	514.26	530.97	-16.71
36350 2496 FNCL 4 5 MA0125 07/01/19	05/07/2009	01/25/2010	651.91	673.09	-21.18
35938 6664 FNCL 4.5 MA0125 07/01/19	05/07/2009	02/25/2010	411.58	424.96	-13.38
35626 2092 FNCL 4 5 MA0125 07/01/19	05/07/2009	03/25/2010	312.46	322.61	-10.15
34839 8276 FNCL 4 5 MA0125 07/01/19	05/07/2009	04/26/2010	786.38	811.94	-25.56
15063 FNCL 4 5 AD9126 08/01/40	09/30/2010	10/06/2010	15,577.63	15,506.74	70.89
004 FRONTIER COMMUNICATIONS CORP	01/08/2010	07/02/2010	0.03	0.03	
24 FRONTIER COMMUNICATIONS CORP	01/08/2010	08/26/2010	183.39	195.85	-12.46
24924 2875 G2SF 4 5 4617 01/20/40	01/25/2010	03/22/2010	37.20	37.58	-0.38
24874 5955 G2SF 4 5 4617 01/20/40	01/25/2010	04/20/2010	49.69	50.20	-0.51
24798 213 G2SF 4.5 4617 01/20/40	01/25/2010	05/20/2010	76.38	77.17	-0.79
24710 9578 G2SF 4 5 4617 01/20/40	01/25/2010	06/21/2010	87.26	88.16	-0.90
24604 455 G2SF 4 5 4617 01/20/40	01/25/2010	07/20/2010	106.50	107.60	-1.10
24468 247 G2SF 4 5 4617 01/20/40	01/25/2010	08/20/2010	136.21	137.61	-1.40
24289 857 G2SF 4.5 4617 01/20/40	01/25/2010	09/20/2010	178.39	180.23	-1.84
24086 9105 G2SF 4 5 4617 01/20/40	01/25/2010	10/20/2010	202.95	205.04	-2.09
19906 7534 GNJO 3 5 737412 09-15-25	09/17/2010	10/15/2010	93.25	96.82	-3.57
100. GENERAL MILLS INC	11/20/2009	09/24/2010	3,705.93	3,386.45	319.48
5000 GOLDMAN SACHS GROUP 7 5% 02/15/2019	05/27/2009	11/23/2009	5,884.85	5,199.40	685.45
5000 GOLDMAN SACHS GROUP SR UNSEC 5 95% 01/18/18	07/16/2010	08/09/2010	5,401.45	5,357.25	44.20
25. HALLIBURTON CO	05/21/2010	09/24/2010	818.23	665.89	152.34
5000. HOME DEPOT INC SR UNSEC 5 25% 12/16/13	05/20/2009	12/17/2009	5,438.20	5,152.35	285.85
5000 ILLINOIS ST GO PENSION TAXABLE 2 766% 01/01/2012	01/08/2010	04/21/2010	5,049.95	5,000.00	49.95
5000 JP MORGAN CHASE SR UNSEC 6 0% 01/15/18	10/01/2009	08/13/2010	5,683.20	5,373.90	309.30
5000 LOWE'S COMPANIES INC SR UNSEC 6.1% 09/15/2017	10/20/2009	04/12/2010	5,624.25	5,601.45	22.80
5000 LOWE'S COMPANIES INC SR UNSEC 4 625% 04/15/20	04/12/2010	09/23/2010	5,580.35	4,990.90	589.45
5000. NATIONAL RURAL UTIL 10.375% 11/01/2018	01/12/2009	11/23/2009	6,746.80	6,040.70	706.10
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. NEWS AMERICA 6 9% 03/01/19	05/05/2010	10/07/2010	6,238.00	5,787.05	450.95
5000. PETROBRAS GLOBAL 5 75% 01/20/20	10/23/2009	10/21/2010	5,562.50	4,957.59	604.91
5000. RAYTHEON CO SR NT 4 4% 02/15/20 4 4% 02/15/20	11/12/2009	08/16/2010	5,557.45	4,987.75	569.70
5000. ROYAL BK OF SCOTLAND SR UNSEC 3.4% 08/23/13	08/17/2010	09/13/2010	5,103.90	4,997.30	106.60
75. STANLEY WORKS	02/18/2010	03/15/2010	4,227.72	4,227.72	
15. STRAYER ED INC	02/11/2010	08/27/2010	2,473.05	2,972.06	-499.01
5. STRAYER ED INC	02/11/2010	10/08/2010	816.84	990.69	-173.85
5000. TIME WARNER INC 4.875% 03/15/20	05/05/2010	10/07/2010	5,542.95	4,937.80	605.15
15000. US TREASURY BOND 11.25% 02/15/2015	10/09/2009	12/17/2009	21,541.93	21,553.77	-11.84
15000. US TREASURY BOND 7.25% 05/15/2016	12/18/2009	08/20/2010	19,611.85	18,944.00	667.85
5000. US TREASURY BOND 8.750% 05/15/17	12/18/2009	05/05/2010	6,843.93	6,896.90	-52.97
10000. US TREASURY BOND 8.750% 05/15/17	12/18/2009	09/17/2010	14,185.90	13,793.79	392.11
10000. US TREASURY BOND 8.125% 08/15/19	10/07/2010	10/21/2010	14,649.57	14,770.36	-120.79
5000. US TREASURY BOND 6.25% 08/15/2023	03/13/2009	12/14/2009	6,112.48	6,442.21	-329.73
5000. US TREASURY BOND 4.625% 02/15/40	04/29/2010	06/11/2010	5,389.82	4,997.68	392.14
10000. US TREASURY BOND 4.625% 02/15/40	08/20/2010	09/23/2010	11,641.76	11,816.41	-174.65
5000. US TREASURY BOND 4.625% 02/15/40	04/29/2010	10/21/2010	5,626.54	4,997.67	628.87
30000. US TREASURY NOTE 4.5% 02/28/2011	09/30/2009	12/14/2009	31,441.31	31,621.98	-180.67
30000. US TREASURY 1/L FRN 2.375% 01/15/17	12/14/2009	07/16/2010	35,569.68	35,347.31	222.37
50000. US TREASURY NOTE 3.5% 02/15/18	03/13/2009	12/09/2009	51,154.10	52,855.67	-1,701.57
10000. US TREASURY BOND 1.5% 12/31/2013	05/07/2010	08/11/2010	10,208.95	9,927.71	281.24
20000. US TREASURY BOND 1.5% 12/31/2013	12/18/2009	08/12/2010	20,400.71	19,805.39	595.32
30000. US TREASURY NOTE 1.5% 07/15/12	09/30/2009	12/09/2009	30,385.45	30,107.91	277.54
35000. US TREASURY NOTE 2.375% 10/31/14	12/18/2009	02/05/2010	35,400.05	35,265.35	134.70
5000. US TREASURY NOTE 2.25% 01/31/2015	02/05/2010	04/01/2010	4,942.17	5,003.52	-61.35
15000. US TREASURY NOTE 2.25% 01/31/2015	02/05/2010	06/10/2010	15,180.42	15,010.55	169.87
15000. US TREASURY NOTE 2.25% 01/31/2015	02/05/2010	06/24/2010	15,301.71	15,010.54	291.17
5000. UNITED TECHNOLOGIES CORP SR UNSEC 4.5% 04/15/2020	06/11/2010	10/07/2010	5,659.60	5,273.35	386.25
50. VERIZON COMMUNICATIONS	01/08/2010	09/24/2010	1,623.47	1,487.99	135.48
5000. VERIZON WIRELESS CAP LLC SR UNSEC 3.75% 05/20/11	11/24/2009	12/18/2009	5,180.85	5,177.15	3.70
50. VULCAN MATERIALS CO	08/06/2010	10/25/2010	1,856.38	2,273.44	-417.06
50. WAL-MART STORES INC	01/13/2010	05/24/2010	2,556.34	2,753.49	-197.15
50. WAL-MART STORES INC	01/13/2010	07/30/2010	2,540.70	2,753.48	-212.78
5000. WAL-MART STORES SR UNSEC 2.25% 07/08/15	06/30/2010	10/18/2010	5,204.55	4,985.77	218.78
275. WELLS FARGO & CO (NEW)	08/16/2010	10/15/2010	6,508.09	7,115.30	-607.21
Totals					

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JOHN BROWN COOK FOUNDATION INC

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
15% RATE CAPITAL GAINS (LOSSES)					
10 AOL INC	11/10/2005	12/17/2009	233.97	295.15	-61.18
200 AT&T INC	01/12/2007	11/20/2009	5,200.02	6,953.50	-1,753.48
100 AT&T INC	01/12/2007	11/23/2009	2,640.10	3,137.81	-497.71
100 AT&T INC	04/15/2003	11/23/2009	2,644.88	2,121.00	523.88
100 AGILENT TECHNOLOGIES INC	04/01/2008	02/12/2010	2,997.44	3,052.69	-55.25
100 AGILENT TECHNOLOGIES INC	04/01/2008	02/12/2010	2,999.28	3,052.69	-53.41
100 AGILENT TECHNOLOGIES INC	08/17/2004	02/16/2010	3,012.28	1,976.09	1,036.19
25 AIR PRODUCTS & CHEMICALS INC	04/01/2004	09/24/2010	2,099.96	1,263.35	836.61
25 ALLEGHENY TECHNOLOGIES INC	10/02/2007	09/24/2010	1,123.48	2,815.26	-1,691.78
25 ALLERGAN INC	04/01/2004	09/24/2010	1,652.72	1,054.62	598.10
100 AMERICAN MEDICAL SYS HLDGS	05/01/2007	02/16/2010	1,858.86	1,787.95	70.91
9727.6831 AMCAR 07-D A4A FSA 5.56% 06/06/2014	09/11/2007	08/06/2010	272.32	272.29	0.03
9337.4469 AMCAR 07-D A4A FSA 5.56% 06/06/2014	09/11/2007	09/07/2010	390.24	390.20	0.04
8923.796 AMCAR 07-D A4A FSA 5.56% 06/06/2014	09/11/2007	10/06/2010	413.65	413.61	0.04
5000. AMGEN INC 4% 11/18/2009	06/29/2006	11/18/2009	5,000.00	5,000.00	
100. BAE SYSTEMS PLC SPON ADR	04/04/2006	04/20/2010	2,322.10	3,073.15	-751.05
25. BARRICK GOLD CORP US\$	04/16/2007	09/24/2010	1,162.23	741.69	420.54
75. BAXTER INTERNATIONAL INC	01/04/2008	05/05/2010	3,413.54	4,357.44	-943.90
100. BAXTER INTERNATIONAL INC	01/04/2008	05/06/2010	4,642.29	4,400.96	241.33
25. BERKSHIRE HATHAWAY INC CL B	11/29/2005	05/07/2010	1,126.97	982.82	144.15
50. BERKSHIRE HATHAWAY INC CL B	10/23/2008	02/19/2010	1,917.04	1,898.94	18.10
25. BERKSHIRE HATHAWAY INC CL B	03/04/2009	05/27/2010	3,663.09	3,128.13	534.96
5000. BIOGEN IDEC INC 6% 03/01/13	03/04/2009	07/06/2010	1,958.29	1,229.18	729.11
5000. BURLINGTON NORTH SANTA FE CORP 7% 02/01/2014	02/28/2008	09/20/2010	5,456.15	4,997.25	458.90
25. CAMCO CORP US\$	08/26/2009	09/20/2010	5,845.30	5,729.60	115.70
5000. CANADIAN NATIONAL RAILWAY 5.55% 05/15/2018	05/04/2009	09/24/2010	683.48	621.81	61.67
60. CARNIVAL CORP COMMON PAIRED STOCK	09/18/2009	10/07/2010	5,936.30	5,449.25	487.05
25. CELGENE CORP	03/05/2008	10/27/2010	2,521.55	2,386.91	134.64
25. CERNER CORP	07/31/2008	09/24/2010	1,451.22	1,884.28	-433.06
75. COCA-COLA CO	06/03/2008	09/24/2010	1,998.71	1,134.15	864.56
50. COCA-COLA CO	05/10/2007	02/05/2010	3,969.71	3,950.58	19.13
Totals	07/23/2008	05/21/2010	2,554.72	2,621.10	-66.38

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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
25 COSTCO WHOLESALE CORP	04/01/2004	01/15/2010	1,468.57	939.00	529.57
25. COSTCO WHOLESALE CORP	04/01/2004	04/27/2010	1,487.34	939.00	548.34
50. DAVITA INC	02/16/2007	05/03/2010	3,150.11	2,920.25	229.86
25. DAVITA INC	02/16/2007	05/25/2010	1,498.12	1,460.13	37.99
25 DAVITA INC	02/16/2007	10/26/2010	1,781.21	1,460.12	321.09
100 THE WALT DISNEY CO	01/09/2006	01/08/2010	3,167.19	2,450.13	717.06
5000 DUKE ENERGY CORP 5 3 10/01/2015	01/12/2009	06/09/2010	5,615.90	5,222.35	393.55
100 EDISON INTERNATIONAL	01/16/2009	04/20/2010	3,403.61	3,310.28	93.33
5000 ELECTRONIC DATA SYS 6 8/01/2013	08/02/2006	07/12/2010	5,630.15	4,969.34	660.81
50 ENERGIZER HOLDINGS INC	05/22/2008	02/12/2010	2,728.17	4,041.71	-1,313.54
21709 7679 FGLMC 4.5 G02203 03/01/36	10/28/2008	11/16/2009	240.07	220.34	19.73
21445 6962 FGLMC 4 5 G02203 03/01/36	10/28/2008	12/15/2009	264.07	242.37	21.70
21009 8607 FGLMC 4.5 G02203 03/01/36	10/28/2008	01/15/2010	435.84	400.02	35.82
30000 FGLMC 4.5 G02203 03/01/36	10/28/2008	01/25/2010	21,003.04	19,283.11	1,719.93
20730 9471 FGLMC 4 5 G02203 03/01/36	10/28/2008	02/16/2010	278.91		278.91
20196 8853 FGCI 4.5 G13136 05/01/23	10/28/2008	11/16/2009	375.09	359.56	15.53
19747 19 FGCI 4.5 G13136 05/01/23	10/28/2008	12/15/2009	449.70	431.08	18.62
19374 5775 FGCI 4 5 G13136 05/01/23	10/28/2008	01/15/2010	372.61	357.18	15.43
19037 265 FGCI 4.5 G13136 05/01/23	10/28/2008	02/16/2010	337.31	323.35	13.96
18681.7215 FGCI 4 5 G13136 05/01/23	10/28/2008	03/15/2010	355.54	340.82	14.72
18334 0828 FGCI 4 5 G13136 05/01/23	10/28/2008	04/15/2010	347.64	333.24	14.40
18008 6655 FGCI 4 5 G13136 05/01/23	10/28/2008	05/17/2010	325.42	311.94	13.48
17720 6468 FGCI 4.5 G13136 05/01/23	10/28/2008	06/15/2010	288.02	276.09	11.93
17283 5583 FGCI 4.5 G13136 05/01/23	10/28/2008	07/15/2010	437.09	418.99	18.10
16771 278 FGCI 4 5 G13136 05/01/23	10/28/2008	08/16/2010	512.28	491.07	21.21
15997 7793 FGCI 4 5 G13136 05/01/23	10/28/2008	09/15/2010	773.50	741.47	32.03
25000 FGCI 4 5 G13136 05/01/23	10/28/2008	09/23/2010	16,850.16	15,335.38	1,514.78
28000 FNCL 6.0 256844 08/01/37	08/17/2009	08/19/2010	15,407.66	15,754.95	-347.29
14320 2181 FNCL 6.0 256844 08/01/37	08/17/2009	09/27/2010	365.50		365.50
11580.0069 FNR 07-33 HE PAC 5 5 8/04/25/2037	03/27/2007	11/25/2009	137.55	137.86	-0.31
11443.1588 FNR 07-33 HE PAC 5 5 8/04/25/2037	03/27/2007	12/28/2009	136.85	137.15	-0.30
11307 0095 FNR 07-33 HE PAC 5 5 8/04/25/2037	03/27/2007	01/25/2010	136.15	136.45	-0.30
11171 5553 FNR 07-33 HE PAC 5 5 8/04/25/2037	03/27/2007	02/25/2010	135.45	135.76	-0.31
11036 7926 FNR 07-33 HE PAC 5 5 8/04/25/2037	03/27/2007	03/25/2010	134.76	135.06	-0.30
10902 7179 FNR 07-33 HE PAC 5 5 8/04/25/2037	03/27/2007	04/26/2010	134.07	134.37	-0.30
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
10769 3277 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	05/25/2010	133.39	133.69	-0.30
10636 6184 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	06/25/2010	132.71	133.00	-0.29
10504 5866 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	07/26/2010	132.03	132.33	-0.30
10373 2286 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	08/25/2010	131.36	131.65	-0.29
10242 5411 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	09/27/2010	130.69	130.98	-0.29
10112 5208 FNR 07-33 HE PAC 5.5% 04/25/2037	03/27/2007	10/25/2010	130.02	130.31	-0.29
13750 6899 FNCI 4.0 930636 03/01/2024	03/02/2009	03/25/2010	125.04	125.33	-0.29
13617 2724 FNCI 4.0 930636 03/01/2024	03/02/2009	04/26/2010	133.42	133.73	-0.31
13466 4912 FNCI 4.0 930636 03/01/2024	03/02/2009	05/25/2010	150.78	151.13	-0.35
13330 088 FNCI 4.0 930636 03/01/2024	03/02/2009	06/25/2010	136.40	136.72	-0.32
13170 8229 FNCI 4.0 930636 03/01/2024	03/02/2009	07/26/2010	159.27	159.64	-0.37
12952 9088 FNCI 4.0 930636 03/01/2024	03/02/2009	08/25/2010	217.91	218.43	-0.52
12400 2813 FNCI 4.0 930636 03/01/2024	03/02/2009	09/27/2010	552.63	553.92	-1.29
15000 FNCI 4.0 930636 03/01/2024	03/02/2009	10/12/2010	12,488.32	12,429.36	58.96
11904 2702 FNCI 4.0 930636 03/01/2024	03/02/2009	10/25/2010	496.01		496.01
13694 2811 FNCI 4.0 931069 05/01/24	04/23/2009	04/26/2010	132.24	134.16	-1.92
13575 9194 FNCI 4.0 931069 05/01/24	04/23/2009	05/25/2010	118.36	120.08	-1.72
13374 2798 FNCI 4.0 931069 05/01/24	04/23/2009	06/25/2010	201.64	204.57	-2.93
13245 6956 FNCI 4.0 931069 05/01/24	04/23/2009	07/26/2010	128.58	130.45	-1.87
12984 3005 FNCI 4.0 931069 05/01/24	04/23/2009	08/25/2010	261.40	265.19	-3.79
12478 6323 FNCI 4.0 931069 05/01/24	04/23/2009	09/27/2010	505.67	513.02	-7.35
12219 0681 FNCI 4.0 931069 05/01/24	04/23/2009	10/25/2010	259.56	263.34	-3.78
9957 7148 FNCI 5.5 959639 11/01/2037	02/20/2009	02/25/2010	269.71	276.84	-7.13
9719 1011 FNCI 5.5 959639 11/01/2037	02/20/2009	03/25/2010	238.61	244.91	-6.30
9438 1446 FNCI 5.5 959639 11/01/2037	02/20/2009	04/26/2010	280.96	288.38	-7.42
15000 FNCI 5.5 959639 11/01/2037	02/20/2009	05/21/2010	9,780.81	9,687.36	93.45
9173 0954 FNCI 5.5 959639 11/01/2037	02/20/2009	05/25/2010	265.05		265.05
17741 0328 FNCI 4.0 AA8408 06/01/24	07/17/2009	07/26/2010	212.87	212.60	0.27
17387 7108 FNCI 4.0 AA8408 06/01/24	07/17/2009	08/25/2010	353.32	352.88	0.44
16919 4044 FNCI 4.0 AA8408 06/01/24	07/17/2009	09/27/2010	468.31	467.72	0.59
20000 FNCI 4.0 AA8408 06/01/24	07/17/2009	10/12/2010	17,188.90	16,898.26	290.64
16385 0108 FNCI 4.0 AA8408 06/01/24	07/17/2009	10/25/2010	534.39		534.39
34164 3268 FNCN 4.5 MA0125 07/01/19	05/07/2009	05/25/2010	675.50	697.45	-21.95
33508 9584 FNCN 4.5 MA0125 07/01/19	05/07/2009	06/25/2010	655.37	676.67	-21.30
32837 4856 FNCN 4.5 MA0125 07/01/19	05/07/2009	07/26/2010	671.47	693.30	-21.83
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
32039 7896 FNCN 4 5 MA0125 07/01/19	05/07/2009	08/25/2010	797 70	823 62	-25 92
31310.0348 FNCN 4 5 MA0125 07/01/19	05/07/2009	09/27/2010	729 75	753 47	-23 72
30397.0332 FNCN 4 5 MA0125 07/01/19	05/07/2009	10/25/2010	913 00	942 67	-29 67
5000 FLORIDA POWER CORP 5 65% 06/15/2018	01/08/2009	01/14/2010	5,416 60	5,260 80	155 80
100. GENERAL ELECTRIC CO (USD)	01/31/1991	09/24/2010	1,637 97	524 37	1,113.60
5000. GENERAL ELEC CAP CORP SR UNSEC 5 875% 01/14/38	01/09/2009	04/29/2010	4,880 65	4,396 39	484 26
5000. GLAXOSMITHKLINE CAPITAL PLC 6.375% 05-15-38	05/29/2008	12/17/2009	5,641 15	4,923.89	717 26
20. GOLDMAN SACHS GROUP INC	03/13/2008	04/16/2010	3,210 98	3,304 73	-93 75
25. GOLDMAN SACHS GROUP INC	03/18/2008	04/19/2010	4,033 20	4,111 68	-78.48
75. HANESBRANDS INC	07/31/2006	01/14/2010	1,820 43	1,511 85	308 58
100. HEWLETT-PACKARD CO	11/18/2008	01/27/2010	4,881.32	2,715 59	2,165 73
100 HUDSON CITY BANCORP INC	11/13/2008	09/22/2010	1,212 66	1,787 64	-574 98
5000 IL STATE TOLL HWY BAB SF 5 293% 01/01/24	05/12/2009	07/08/2010	4,816 35	5,000 00	-183 65
10000. JP MORGAN CHASE SUB NT VAR RT 09-01-15/10	08/17/2005	10/14/2010	10,000 00	10,000 00	
100. JOHNSON & JOHNSON	05/19/2009	05/28/2010	5,856.05	5,589 64	266 41
100 JOHNSON & JOHNSON	05/18/2009	05/28/2010	5,854 50	5,587 44	267 06
200 KRAFT FOODS INC CL A	12/18/2007	11/18/2009	5,440.73	6,642.30	-1,201 57
100. KRAFT FOODS INC CL A	12/18/2007	11/19/2009	2,697 98	3,307.80	-609 82
50. LOWES COMPANIES INC	07/20/2004	08/06/2010	1,012 23	1,242 94	-230.71
110. MCDONALDS CORP	01/05/2004	03/03/2010	6,992 26	2,756 08	4,236 18
50 MEDTRONIC INC	03/31/2006	10/26/2010	1,797 27	2,548 60	-751.33
75 MERCURY GENERAL CORP	04/04/2008	11/30/2009	2,730 84	3,496 69	-765.85
100. NOKIA CORP SPONSORED ADR	03/07/2006	01/28/2010	1,400.42	1,909 86	-509 44
5000 OHIO EDISON 8 25% 10/15/38	10/15/2008	04/12/2010	6,440 25	4,871 89	1,568.36
15000. PETTF 2005-1 A2 4 34% 06-16-2014	03/21/2007	11/16/2009	12,648 24	12,012 87	635 37
5000. PACIFIC GAS & ELEC 6 25% 12/01/13	11/13/2008	07/08/2010	5,693.45	4,975 06	718 39
5000 PACIFICORP 5 5% 1/15/19	01/05/2009	05/24/2010	5,583 75	4,971 89	611 86
100 PAYCHEX INC	05/04/2007	03/29/2010	3,121 41	3,775 95	-654 54
100. PAYCHEX INC	05/04/2007	04/01/2010	3,070.01	3,762 72	-692.71
25 PEPSICO INC	01/15/2009	03/17/2010	1,656.56	1,307 69	348 87
10 POTASH CORP OF SASKATCHEWAN INC US\$	10/06/2006	08/18/2010	1,473 50	361 63	1,111 87
20 POTASH CORP OF SASKATCHEWAN INC US\$	10/06/2006	09/17/2010	2,956 37	723 27	2,233 10
100. PROCTER & GAMBLE CO	05/19/2009	09/28/2010	6,057.69	5,311 94	745 75
5000 PROCTER & GAMBLE CO 4.6% 01/15/14	12/15/2008	06/28/2010	5,459.85	4,998 90	460 95
5000 RAYTHEON CO 6 75% 03/15/2018	06/09/2009	08/16/2010	6,243 45	5,521 40	722 05
Totals					

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JOHN BROWN COOK FOUNDATION INC

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JOHN BROWN COOK FOUNDATION INC.
Account Number: XXXX59400

Portfolio Holdings Summary by Sector
As of October 31, 2010
Reporting Currency: USD

Description	Total Cost	Total Market Value	% of Asset Class	% of Total Net Assets
Cash and Cash Equivalents				
CASH AND CASH EQUIVALENTS	131,317	131,317	71.3	4.9
PENDING PURCHASES/SALES	(52,914)	(52,914)	28.7	(2.0)
Total Cash and Cash Equivalents	78,403	78,403	100.0	2.9
Fixed Income				
ASSET BACKED	13,922	14,445	2.1	0.5
MORTGAGE BACKED	156,355	160,530	23.4	6.0
GOVERNMENT	277,583	282,819	41.2	10.5
MUNICIPALS	10,517	10,631	1.5	0.4
CORPORATE BONDS	205,428	217,768	31.7	8.1
Total Fixed Income	663,806	686,193	100.0	25.5
Equity				
ENERGY	74,144	98,592	5.1	3.7
MATERIALS	57,056	67,912	3.5	2.5
INDUSTRIALS	71,730	103,240	5.4	3.8
CONSUMER DISCRETIONARY	99,352	106,192	5.5	4.0
CONSUMER STAPLES	42,905	56,063	2.9	2.1
HEALTHCARE	63,034	92,207	4.8	3.4
FINANCIALS	55,919	60,451	3.1	2.3
INFORMATION TECHNOLOGY	120,997	160,849	8.4	6.0
TELECOMMUNICATION SERVICES	8,235	9,793	0.5	0.4
UTILITIES	20,124	22,775	1.2	0.8
MUTUAL FUNDS	1,308,032	1,143,225	59.5	42.6
Total Equity	1,921,528	1,921,298	100.0	71.5
Total Net Assets	2,663,737	2,685,893		100.0

JOHN BROWN COOK FOUNDATION INC.
Account Number XXXX59400

Detailed Holdings List by Sector
As of October 31, 2010
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	Annual Yield(%)
Cash and Cash Equivalents									
SSGA US GOV MONEY MARKET FUND	131,317	1.00	131,317	1.00	131,317	4.9	0	0	0.0
PENDING PURCHASES/SALES			(52,914)		(52,914)	(2.0)			
Total Cash and Cash Equivalents			78,403		78,403	2.9	0	0	0.0
Fixed Income									
ASSET BACKED									
AMCAR 07-D A4A FSA 5 56%	8,924	99.99	8,923	105.23	9,390	0.3	467	496	5.3
06/06/2014									
HONDA AUTO REC OWNER TR SER	5,000	99.99	4,999	101.09	5,055	0.2	55	67	1.3
2010-2 CL A3 1.34% 03/18/2014									
TOTAL ASSET BACKED			13,922		14,445	0.5	522	563	3.9
MORTGAGE BACKED									
CD 05-CD1 A4 5 39701% 07/15/44	10,000	107.35	10,735	110.23	11,023	0.4	288	540	4.9
FNCL 3.5 TBA 11/10 11/15/25	25,000	103.38	25,844	103.48	25,871	1.0	27	875	3.4
FNCL 4.0 931069 05/01/24	12,219	101.45	12,397	104.82	12,808	0.5	411	489	3.8
FNCL 4.5 MA0125 07/01/19	30,397	103.25	31,385	106.64	32,417	1.2	1,032	1,368	4.2
FNCL 07-33 HE PAC 5 5% 04/25/2037	10,113	100.22	10,135	111.13	11,238	0.4	1,103	556	5.0
G2SF 4.5 4617 01/20/40	24,087	101.03	24,335	106.44	25,637	1.0	1,302	1,084	4.2
GNJO 3 5 737412 09-15-25	19,907	103.83	20,669	104.23	20,749	0.8	80	697	3.4
GNSF 4.0 TBA 11/10 11/15/40	20,000	104.28	20,856	103.94	20,788	0.8	(69)	800	3.9
TOTAL MORTGAGE BACKED			156,355		160,530	6.0	4,174	6,408	4.0
GOVERNMENT									
CITIGROUP INC FDIC 1.875% 10/22/12	15,000	102.31	15,347	102.72	15,407	0.6	60	281	1.8
EUROPEAN INVT BK 3.125% 06/04/14	15,000	99.60	14,940	107.82	16,173	0.6	1,233	469	2.9
FHLB FEDERAL HOME LOAN BANK	20,000	106.67	21,334	109.03	21,806	0.8	472	725	3.3
YIELD TO MATURITY 3 688 3 625									
10/18/2013									



JOHN BROWN COOK FOUNDATION INC.

Account Number: XXXX59400

Detailed Holdings List by Sector

As of October 31, 2010

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	Annual Yield(%)
FNMA 2.375% 07-28-15	10,000	99.70	9,970	104.78	10,478	0.4	508	238	2.3
GENL ELEC CAP CORP 2.2%	5,000	99.94	4,997	102.85	5,143	0.2	146	110	2.1
06/08/2012									
GMAC FDIC 2.2% 12/19/12	15,000	103.18	15,476	103.60	15,540	0.6	63	330	2.1
US TREASURY BOND 7.25% 05/15/2016	30,000	125.04	37,512	131.41	39,422	1.5	1,910	2,175	5.5
US TREASURY BOND 8.125% 08/15/19	35,000	145.82	51,036	145.69	50,991	1.9	(45)	2,844	5.6
US TREASURY BOND 8.750% 05/15/17	10,000	137.94	13,794	143.50	14,350	0.5	556	875	6.1
US TREASURY NOTE 1.875% 08/31/17	35,000	100.53	35,185	100.13	35,044	1.3	(141)	656	1.9
US TREASURY NOTES 4.5% 05/15/17	50,000	115.98	57,990	116.93	58,465	2.2	475	2,250	3.9
TOTAL GOVERNMENT			277,583		282,819	10.5	5,237	10,953	3.9
MUNICIPALS									
FL HURRICANE CATASTROPHE FUND	5,000	110.35	5,517	109.97	5,499	0.2	(19)	250	4.6
FIN CORP 5% 07/01/2016									
ILL-ST GO TAXABLE BAB 5.947%	5,000	100.00	5,000	102.64	5,132	0.2	132	297	5.8
04/01/22									
TOTAL MUNICIPALS			10,517		10,631	0.4	113	547	5.1
CORPORATE BONDS									
APACHE CORP SR UNSEC 6.25%	5,000	108.11	5,405	107.82	5,391	0.2	(15)	313	5.8
04/15/12									
ASTRAZENEC PLC 5.9% 09/15/2017	5,000	99.93	4,997	119.70	5,985	0.2	988	295	4.9
AT&T INC 5.875% 02/01/12	5,000	106.72	5,336	106.22	5,311	0.2	(25)	294	5.5
BERKSHIRE HATHAWAY FRN 02/11/13	5,000	100.00	5,000	100.50	5,025	0.2	25	42	0.8
CANADIAN NATIONAL RAILWAY 4.95%	5,000	112.01	5,601	111.70	5,585	0.2	(16)	248	4.4
01/15/2014									
CAROLINA POWER & LIGHT SR UNSEC	5,000	109.74	5,487	109.36	5,468	0.2	(19)	325	5.9
6.5% 07/15/12									
CISCO SYSTEMS INC SR UNSEC 2.9%	5,000	106.83	5,342	106.40	5,320	0.2	(22)	145	2.7
11/17/14									
CLEVELAND ELEC 8.875% 11/15/18	5,000	100.00	5,000	132.29	6,614	0.2	1,614	444	6.7
COMCAST CORP 5.3% 01-15-14	5,000	111.51	5,576	111.75	5,588	0.2	12	265	4.7

JOHN BROWN COOK FOUNDATION INC.
Account Number: XXXX59400

Detailed Holdings List by Sector
As of October 31, 2010
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	Annual Yield(%)
CONSUMERS ENERGY CO 5.65% 09/15/2018	5,000	99.62	4,981	115.31	5,765	0.2	785	283	4.9
DEVON ENERGY CORP SR UNSEC 6 3% 01/15/2019	5,000	106.95	5,347	122.12	6,106	0.2	758	315	5.2
DUKE ENERGY OHIO INC 2.1% 06/15/13	5,000	101.06	5,053	102.96	5,148	0.2	95	105	2.0
GOLDMAN SACHS GROUP 6 15% 04-01-18	5,000	108.81	5,441	111.98	5,599	0.2	158	308	5.5
JP MORGAN CHASE SR UNSEC 3.4% 06/24/15	5,000	102.88	5,144	104.56	5,228	0.2	84	170	3.3
KINDER MORGAN ENERGY PARTNERS 5 125% 11/15/2014	5,000	104.35	5,218	111.43	5,572	0.2	354	256	4.6
KROGER CO 7.5% 01/15/2014	5,000	99.81	4,990	118.40	5,920	0.2	930	375	6.3
LOWE'S COMPANIES INC SR UNSEC 5 0% 10/15/15	5,000	115.21	5,760	115.50	5,775	0.2	15	250	4.3
MEDCO HEALTH SOLUTIONS SR. UNSEC 2.75% 09/15/2015	5,000	99.99	4,999	102.62	5,131	0.2	132	138	2.7
NATIONAL GRID GROUP PLC 6 3% 08/01/2016	5,000	99.79	4,989	118.61	5,931	0.2	941	315	5.3
NATIONAL RURAL UTIL SR SEC 1ST LIEN 1.125% 11/01/13	5,000	99.97	4,998	100.21	5,011	0.2	12	56	1.1
NEWS AMERICA SR UNSEC 5 3% 12/15/14	5,000	114.01	5,700	113.98	5,699	0.2	(1)	265	4.7
NORTHROP GRUMMAN CORP 7.75% 03/01/2016	5,000	113.10	5,655	126.61	6,331	0.2	676	388	6.1
NOVARTIS 4 125% 02/10/2014	5,000	99.90	4,995	109.48	5,474	0.2	479	206	3.8
PACIFICORP 5.65% 07/15/18	5,000	112.36	5,618	118.75	5,937	0.2	319	283	4.8
PEPSICO INC SR UNSEC 0 875% 10/25/13	5,000	99.96	4,998	100.25	5,012	0.2	14	44	0.9
PFIZER INC 4.45% 3/15/12	5,000	99.86	4,993	105.22	5,261	0.2	268	223	4.2
PROLOGIS 7 625% 8/15/14	5,000	99.49	4,974	114.34	5,717	0.2	742	381	6.7



JOHN BROWN COOK FOUNDATION INC.

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Detailed Holdings List by Sector

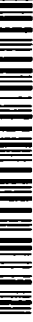
As of October 31, 2010
Reporting Currency USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
RAYTHEON CO SR UNSEC 6.4%	5,000	123.93	6,196	122.57	6,129	0.2	(68)	320	5.2
12/15/18									
RIO TINTO FIN USA LTD 5.875%	5,000	111.58	5,579	113.12	5,656	0.2	77	294	5.2
07/15/13									
ROYAL BK OF SCOTLAND SR UNSEC	5,000	99.79	4,990	103.03	5,152	0.2	162	198	3.8
3.95% 09/21/15									
SIMON PROPERTY GROUP 5.25%	5,000	98.98	4,949	112.58	5,629	0.2	680	263	4.7
12/01/16									
STATOIL 2.9% 10/15/14	5,000	104.72	5,236	105.78	5,289	0.2	53	145	2.7
TIME WARNER CABLE 3.5% 02/01/15	5,000	105.65	5,282	105.65	5,282	0.2	0	175	3.3
UNITED TECHNOLOGIES CORP SR	5,000	114.99	5,749	114.85	5,743	0.2	(7)	244	4.2
UNSEC 4.875% 05/01/15									
VIRGINIA ELEC & PWR SR UNSEC	5,000	111.88	5,594	116.04	5,802	0.2	208	270	4.7
5.4% 04/30/18									
VODAFONE GROUP PLC 5.625%	5,000	96.23	4,812	115.53	5,777	0.2	965	281	4.9
02/27/2017									
WAL-MART STORES SR UNSEC 1.5%	5,000	99.46	4,973	99.56	4,978	0.2	5	75	1.5
10/25/15									
WELLPOINT INC 7% 02/15/2019	5,000	109.58	5,479	121.68	6,084	0.2	605	350	5.8
WELLS FARGO CO 3.75% 10/01/14	5,000	99.84	4,992	106.97	5,348	0.2	357	188	3.5
TOTAL CORPORATE BONDS			205,428		217,768	8.1	12,340	9,529	4.4
Total Fixed Income			663,806		686,193	25.5	22,386	28,000	4.1
Equity									
ENERGY									
CAMECO CORP US\$	325	22.79	7,407	30.96	10,062	0.4	2,655	91	0.9
CANADIAN NATURAL RESOURCES LTD	150	25.36	3,805	36.47	5,471	0.2	1,666	45	0.8
US\$									
CENOVUS ENERGY INC	225	26.76	6,021	27.82	6,260	0.2	238	180	2.9
CHEVRON CORP	75	72.41	5,431	82.60	6,195	0.2	764	216	3.5
EOG RESOURCES INC	75	62.26	4,669	95.72	7,179	0.3	2,510	47	0.7

JOHN BROWN COOK FOUNDATION INC.
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EXXON MOBIL CORP	65	10.19	663	66.49	4,322	0.2	3,659	114	2.7
HALLIBURTON CO	100	26.32	2,632	31.86	3,186	0.1	554	36	1.1
MARATHON OIL CORP COM	150	45.24	6,786	35.57	5,336	0.2	(1,450)	150	2.8
NOBLE ENERGY INC	110	71.24	7,836	81.48	8,963	0.3	1,127	79	0.9
ROYAL DUTCH SHELL CL A ADR	275	49.81	13,698	64.93	17,856	0.7	4,158	785	4.4
SCHLUMBERGER LTD	235	41.81	9,826	69.89	16,424	0.6	6,599	197	1.2
SPECTRA ENERGY CORP	100	16.23	1,623	23.77	2,377	0.1	754	100	4.2
SUNCOR ENERGY INC NEW	50	14.02	701	32.01	1,601	0.1	899	20	1.3
WEATHERFORD INTL LTD	200	15.24	3,048	16.81	3,362	0.1	314	0	0.0
TOTAL ENERGY			74,144		98,592	3.7	24,447	2,061	2.1
MATERIALS									
AIR PRODUCTS & CHEMICALS INC	125	50.53	6,317	84.97	10,621	0.4	4,305	245	2.3
ALLEGHENY TECHNOLOGIES INC	250	51.38	12,846	52.69	13,173	0.5	327	180	1.4
BARRICK GOLD CORP US\$	225	29.67	6,675	48.09	10,820	0.4	4,145	108	1.0
ECOLAB INC	125	31.39	3,923	49.32	6,165	0.2	2,242	78	1.3
ISRAEL CHEMICALS LTD ADR UNSPON	200	15.02	3,005	15.32	3,063	0.1	59	153	5.0
MONSANTO CO NEW COM	125	68.62	8,577	59.42	7,428	0.3	(1,150)	140	1.9
NUCOR CORP	100	34.03	3,403	38.22	3,822	0.1	419	144	3.8
POTASH CORP OF SASKATCHEWAN	15	36.16	542	145.09	2,176	0.1	1,634	6	0.3
INC US\$									
RIO TINTO PLC ADR SPON	80	75.94	6,075	65.12	5,210	0.2	(865)	71	1.4
TITANIUM METALS CORPORATION	100	8.20	820	19.66	1,966	0.1	1,146	0	0.0
VULCAN MATERIALS CO	95	51.29	4,873	36.51	3,468	0.1	(1,404)	95	2.7
TOTAL MATERIALS			57,056		67,912	2.5	10,858	1,219	1.8
INDUSTRIALS									
3M COMPANY	120	79.43	9,532	84.22	10,106	0.4	575	252	2.5
BOEING CO	50	51.23	2,561	70.64	3,532	0.1	971	84	2.4
DANAHER CORP	250	30.14	7,535	43.36	10,840	0.4	3,305	20	0.2
EMERSON ELECTRIC CO	250	30.75	7,688	54.90	13,725	0.5	6,037	335	2.4
FEDEX CORP	100	63.07	6,307	87.72	8,772	0.3	2,465	48	0.6



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FLUOR CORP (NEW)	30	19.17	575	48.19	1,446	0.1	871	15
GENERAL ELECTRIC CO (USD)	490	5.24	2,569	16.02	7,850	0.3	5,280	235
ILLINOIS TOOL WORKS INC	275	39.46	10,853	45.68	12,562	0.5	1,709	374
IRON MOUNTAIN INC	350	25.82	9,036	21.79	7,627	0.3	(1,410)	88
NORFOLK SOUTHERN CORP	100	55.23	5,523	61.49	6,149	0.2	626	144
UNION PACIFIC CORP	150	28.53	4,280	87.68	13,152	0.5	8,872	198
UNITED PARCEL SERVICE INC CL B	50	70.69	3,534	67.34	3,367	0.1	(167)	94
UNITED TECHNOLOGIES CORP	55	31.56	1,736	74.77	4,112	0.2	2,376	94
TOTAL INDUSTRIALS			71,730		103,240	3.8	31,510	1,980
CONSUMER DISCRETIONARY								1.9
BEST BUY INC	50	49.62	2,481	42.98	2,149	0.1	(332)	30
COACH INC	100	41.77	4,177	50.00	5,000	0.2	823	60
COMCAST CORP CL A (NEW)	525	18.67	9,803	20.63	10,828	0.4	1,025	198
DREAMWORKS ANIMATION SKG INC	300	36.91	11,072	35.30	10,590	0.4	(482)	0
LOWES COMPANIES INC	750	22.77	17,081	21.34	16,005	0.6	(1,076)	330
MCDONALDS CORP	35	68.16	2,386	77.77	2,722	0.1	336	85
NIKE INC CL B	25	74.34	1,859	81.44	2,036	0.1	177	27
NORDSTROM INC	25	30.26	756	38.51	963	0.0	206	20
OMNICOM GROUP INC	50	40.50	2,025	43.96	2,198	0.1	173	40
SCRIPPS NETWORKS INTERACTIVE CL A	100	39.95	3,995	50.89	5,089	0.2	1,094	30
STANLEY BLACK & DECKER INC	75	56.37	4,228	61.97	4,648	0.2	420	102
STRAYER ED INC	5	198.14	991	139.96	700	0.0	(291)	15
TARGET CORP	300	57.63	17,288	51.94	15,582	0.6	(1,706)	300
THE WALT DISNEY CO	275	22.54	6,197	36.13	9,934	0.4	3,737	96
TIFFANY & CO NEW	175	42.46	7,430	53.00	9,275	0.3	1,845	175
TIME WARNER CABLE INC	40	54.92	2,197	57.87	2,315	0.1	118	64
URBAN OUTFITTERS INC	200	26.93	5,386	30.79	6,158	0.2	772	0
TOTAL CONSUMER DISCRETIONARY			99,352		106,192	4.0	6,839	1,573

JOHN BROWN COOK FOUNDATION INC.

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CONSUMER STAPLES								
ALBERTO CULVER CO	75	27.19	2,040	37.29	2,797	0.1	757	26 0.9
COLGATE-PALMOLIVE CO	50	71.56	3,578	77.12	3,856	0.1	278	106 2.8
COSTCO WHOLESALE CORP	25	37.56	939	62.77	1,569	0.1	630	21 1.3
ENERGIZER HOLDINGS INC	25	78.58	1,965	74.78	1,870	0.1	(95)	0 0.0
GENERAL MILLS INC	300	33.62	10,087	37.56	11,268	0.4	1,181	336 3.0
KRAFT FOODS INC CL A	125	32.02	4,002	32.27	4,034	0.2	31	145 3.6
NESTLE NAM SPON ADR	112	25.77	2,887	54.80	6,138	0.2	3,251	100 1.6
PEPSICO INC	215	42.03	9,037	65.30	14,040	0.5	5,002	413 2.9
PHILIP MORRIS INTERNATIONAL INC	125	45.77	5,721	58.51	7,314	0.3	1,593	320 4.4
PROCTER & GAMBLE CO	50	52.98	2,649	63.57	3,179	0.1	530	96 3.0
TOTAL CONSUMER STAPLES			42,905		56,063	2.1	13,158	1,563 2.8
HEALTH CARE								
ALLERGAN INC	175	41.05	7,184	72.41	12,672	0.5	5,487	35 0.3
BRISTOL-MYERS SQUIBB CO	300	24.12	7,236	26.90	8,070	0.3	834	384 4.8
CELGENE CORP	115	57.81	6,648	62.03	7,133	0.3	485	0 0.0
CERNER CORP	225	41.78	9,400	87.83	19,762	0.7	10,362	0 0.0
DAVITA INC	75	31.54	2,366	71.75	5,381	0.2	3,016	0 0.0
MEDTRONIC INC	150	41.14	6,171	35.23	5,285	0.2	(886)	135 2.6
MERCK & CO INC	350	27.94	9,778	36.31	12,709	0.5	2,931	532 4.2
NOVO NORDISK A/S CL B ADR	25	72.30	1,808	104.80	2,620	0.1	812	24 0.9
SHIRE PLC ADR	175	42.89	7,506	70.10	12,268	0.5	4,762	60 0.5
UNITEDHEALTH GROUP INC	175	28.22	4,938	36.05	6,309	0.2	1,371	88 1.4
TOTAL HEALTH CARE			63,034		92,207	3.4	29,174	1,258 1.4
FINANCIALS								
ALLSTATE CORP (THE)	200	26.23	5,245	30.49	6,098	0.2	853	160 2.6
AON CORP	135	40.56	5,475	39.75	5,366	0.2	(109)	81 1.5
BANK OF NEW YORK MELLON CORP	100	28.49	2,849	25.06	2,506	0.1	(343)	36 1.4
GOLDMAN SACHS GROUP INC	75	112.27	8,420	161.13	12,085	0.4	3,664	105 0.9

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JPMORGAN CHASE & CO	409	33.96	13,889	37.63	15,391	0.6	1,502	82	0.5
MARSH & MCLENNAN COS INC	50	24.35	1,218	24.98	1,249	0.0	31	42	3.4
PROGRESSIVE CORP OHIO	475	20.93	9,944	21.16	10,051	0.4	107	76	0.8
SCHWAB CHARLES NEW	500	17.76	8,878	15.41	7,705	0.3	(1,173)	120	1.6
TOTAL FINANCIALS			55,919		60,451	2.3	4,532	702	1.2
INFORMATION TECHNOLOGY									
AGILENT TECHNOLOGIES INC	50	19.56	978	34.80	1,740	0.1	762	0	0.0
APPLE INC	25	135.45	3,386	300.98	7,525	0.3	4,138	0	0.0
BROADCOM CORP	125	17.42	2,178	40.83	5,104	0.2	2,926	40	0.8
BROCADE COMMUNICATIONS SYS INC	200	3.68	736	6.35	1,270	0.0	534	0	0.0
CANON INC ADR	50	33.71	1,685	46.00	2,300	0.1	615	57	2.5
CISCO SYSTEMS INC	575	16.48	9,476	22.86	13,145	0.5	3,668	0	0.0
EBAY INC	150	32.78	4,916	29.86	4,479	0.2	(437)	0	0.0
GENPACT LTD	100	16.12	1,612	15.90	1,590	0.1	(22)	0	0.0
GOOGLE INC CL A	28	440.43	12,332	613.70	17,184	0.6	4,852	0	0.0
HEWLETT-PACKARD CO	50	21.57	1,079	42.04	2,102	0.1	1,023	16	0.8
INTERNATIONAL BUSINESS MACHINES CORP	125	79.62	9,953	143.60	17,950	0.7	7,997	325	1.8
JUNIPER NETWORKS INC	50	23.98	1,199	32.39	1,620	0.1	421	0	0.0
KLA-TENCOR CORP	100	34.94	3,494	35.72	3,572	0.1	78	100	2.8
LOOPNET INC	100	11.49	1,149	10.55	1,055	0.0	(94)	0	0.0
MAXIM INTEGRATED PRODS INC	400	15.98	6,392	21.66	8,664	0.3	2,272	336	3.9
MICROCHIP TECHNOLOGY INC	175	31.68	5,544	32.18	5,632	0.2	87	240	4.3
MICROSOFT CORP	545	16.49	8,988	26.67	14,532	0.5	5,544	349	2.4
NATIONAL INSTRUMENTS CORP	75	24.14	1,810	34.77	2,608	0.1	797	39	1.5
NINTENDO CO LTD ADR UNSPON	100	33.08	3,308	32.36	3,236	0.1	(73)	84	2.6
ORACLE CORP	325	26.77	8,700	29.38	9,549	0.4	849	65	0.7
PAYCHEX INC	150	31.34	4,702	27.74	4,161	0.2	(541)	186	4.5
POLYCOM INC	75	25.30	1,897	33.78	2,534	0.1	636	0	0.0
QUALCOMM INC	250	44.50	11,125	45.16	11,290	0.4	165	190	1.7

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SAP AG SPON ADR	75	40.51	3,038	51.73	3,880	0.1	842	32	0.8
TYCO ELECTRONICS LTD	150	19.94	2,990	31.68	4,752	0.2	1,762	96	2.0
VISA INC CL-A	120	69.40	8,328	78.16	9,379	0.3	1,052	72	0.8
TOTAL INFORMATION TECHNOLOGY			120,997		160,849	6.0	39,853	2,227	1.4
TELECOMMUNICATION SERVICES									
AMERICAN TOWER CORP CL A	150	42.86	6,429	51.61	7,742	0.3	1,313	0	0.0
AT&T, INC.	15	21.21	318	28.52	428	0.0	110	25	5.9
VERIZON COMMUNICATIONS	50	29.76	1,488	32.48	1,624	0.1	136	98	6.0
TOTAL TELECOMMUNICATION SERVICES			8,235		9,793	0.4	1,559	123	1.3
UTILITIES									
AMERICAN WATER WORKS	600	19.24	11,544	23.88	14,328	0.5	2,784	528	3.7
EDISON INTERNATIONAL	100	32.59	3,259	36.90	3,690	0.1	431	126	3.4
NATIONAL GRID PLC - SP ADR	75	55.05	4,129	47.48	3,561	0.1	(568)	219	6.2
PG&E CORP	25	47.73	1,193	47.82	1,196	0.0	2	46	3.8
TOTAL UTILITIES			20,124		22,775	0.8	2,649	919	4.0
MUTUAL FUNDS									
CAPITAL WORLD GROWTH & INCOME FD CL F2	7,740	44.27	342,625	35.32	273,382	10.2	(69,243)	6,835	2.5
EUROPACIFIC GROWTH FUND CL F2	10,303	47.67	491,131	41.02	422,620	15.7	(68,512)	7,498	1.8
NEW WORLD FUND CL F2	5,607	54.64	306,335	54.68	306,575	11.4	239	4,012	1.3
SMALLCAP WORLD FUND CL F2	3,775	44.49	167,940	37.26	140,648	5.2	(27,292)	1,272	0.9
TOTAL MUTUAL FUNDS			1,308,032		1,143,225	42.6	(164,808)	19,617	1.7
Total Equity			1,921,528		1,921,298	71.5	(229)	33,241	1.7
Total Net Assets			2,663,737		2,685,893	100.0	22,157	61,242	2.2



JOHN BROWN COOK FOUNDATION INC.
Account Number: XXXX59400

Pending Purchases/Sales
As of October 31, 2010
Reporting Currency: USD

Trade Date	Settlement Date	Description	Quantity	Cost/Proceeds	Realized Gain (Loss)
Purchased					
Fixed Income					
10/13/2010	11/16/2010	FNCL 3 5 TBA 11/10 11/15/25	25,000.00	(25,843.75)	
10/12/2010	11/10/2010	FNCL 5.5 955212 12/01/37	32,000.00	(15,878.89)	
10/14/2010	11/18/2010	GNSF 4 0 TBA 11/10 11/15/40	20,000.00	(20,856.25)	
10/25/2010	11/01/2010	NATIONAL RURAL UTIL SR SEC 1ST LIEN 1.125% 11/01/13	5,000.00	(4,998.25)	
Equity					
10/29/2010	11/03/2010	PG&E CORP	25.00	(1,193.20)	
10/27/2010	11/01/2010	RIO TINTO PLC ADR SPON	40.00	(2,581.36)	
Total Purchased				(71,351.70)	
Sold					
Fixed Income					
10/21/2010	11/10/2010	FNCL 5 5 955212 12/01/37	32,000.00	15,915.97	37.08
Equity					
10/27/2010	11/01/2010	CARNIVAL CORP COMMON PAIRED STOCK	60.00	2,521.55	134.64
Total Sold				18,437.52	171.72
Total Pending Purchases/Sales				(52,914.18)	171.72