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

**2011**

Department of the Treasury  
Internal Revenue Service

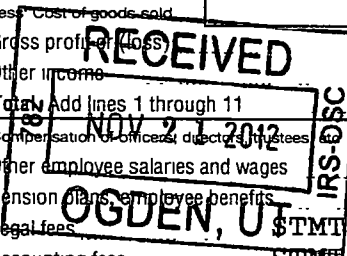
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning

, and ending

|  |  |  |
|--|--|--|
| Name of foundation<br><b>DICK AND BETSY DEVOS FAMILY FOUNDATION</b>  |  | A Employer identification number<br><b>38-2902412</b>  |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>126 OTTAWA AVENUE NW, SUITE 500</b>   |  | B Telephone number<br><b>(616) 643-4700</b>  |
| City or town, state, and ZIP code<br><b>GRAND RAPIDS, MI 49503</b>   |  | C If exemption application is pending, check here <input type="checkbox"/>   |
| G Check all that apply:<br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation  |  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  |
| I Fair market value of all assets at end of year<br>(from Part II, col. (c), line 16)<br>\$ <b>64,204,622.</b>   | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>   |

| Part I Analysis of Revenue and Expenses<br><small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small> |  | (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                                     | 10,000,000.                        |                           | N/A                     |   |
|  | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments                               | 630.                               | 630.                      |                         | STATEMENT 1   |
|  | 4 Dividends and interest from securities   | 76,095.                            | 82,032.                   |                         | STATEMENT 2   |
|  | 5a Gross rents   |                                    |                           |                         |   |
|  | b Net rental income or (loss)  |                                    |                           |                         |   |
|  | 6a Net gain or (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)                                   |                                    | 3,791,176.                |                         |   |
|  | 8 Net short-term capital gain  |                                    |                           |                         |   |
| 9 Income modifications<br>Gross sales less returns and allowances  |  |                                    |                           |                         |   |
| 10a Less: Cost of goods sold   |  |                                    |                           |                         |   |
| c Gross profit or (loss)   |  |                                    |                           |                         |   |
| 11 Other income  | 3,919,160.   | 1,177,104.                         |                           | STATEMENT 3             |   |
| 12 Total. Add lines 1 through 11   | 13,995,885.  | 5,050,942.                         |                           |                         |   |
| 13 Compensation of officers, directors, trustees, etc.   | 0.   | 0.                                 |                           | 0.                      |   |
| 14 Other employee salaries and wages   |  |                                    |                           |                         |   |
| 15 Pension plans, employee benefits  |  |                                    |                           |                         |   |
| 16a Legal fees   | 26,357.  | 0.                                 |                           | 26,357.                 |   |
| b Accounting fees  | 13,750.  | 1,375.                             |                           | 12,375.                 |   |
| c Other professional fees  | 612,017.   | 207,074.                           |                           | 404,943.                |   |
| 17 Interest  |  |                                    |                           |                         |   |
| 18 Taxes   | 14,998.  | 0.                                 |                           | 0.                      |   |
| 19 Depreciation and depletion  | 15,365.  | 0.                                 |                           |                         |   |
| 20 Occupancy   |  |                                    |                           |                         |   |
| 21 Travel, conferences, and meetings   | 2,297.   | 0.                                 |                           | 2,297.                  |   |
| 22 Printing and publications   |  |                                    |                           |                         |   |
| 23 Other expenses  | 34,697.  | 25,563.                            |                           | 16,935.                 |   |
| 24 Total operating and administrative expenses. Add lines 13 through 23  | 719,481.   | 234,012.                           |                           | 462,907.                |   |
| 25 Contributions, gifts, grants paid   | 6,683,500.   |                                    |                           | 6,683,500.              |   |
| 26 Total expenses and disbursements. Add lines 24 and 25   | 7,402,981.   | 234,012.                           |                           | 7,146,407.              |   |
| 27 Subtract line 26 from line 12:  |  |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements  | 6,592,904.   |                                    |                           |                         |   |
| b Net investment income (if negative, enter -0-)   |  | 4,816,930.                         |                           |                         |   |
| c Adjusted net income (if negative, enter -0-)   |  |                                    | N/A                       |                         |   |



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| Part II Balance Sheets      |   | Attached schedules and amounts in the description column should be for end-of-year amounts only |                | 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  |                | 16,606,520.           | 18,559,242. | 18,559,242. |
|                             | 3   | Accounts receivable ▶   | 7,429.         |                       |             |             |
|                             |   | Less: allowance for doubtful accounts ▶   |                | 49,990.               | 7,429.      | 7,429.      |
|                             | 4   | Pledges receivable ▶  |                |                       |             |             |
|                             |   | Less: allowance for doubtful accounts ▶   |                |                       |             |             |
|                             | 5   | Grants receivable   |                |                       |             |             |
|                             | 6   | Receivables due from officers, directors, trustees, and other disqualified persons              |                |                       |             |             |
|                             | 7   | Other notes and loans receivable ▶  | 6,461,956.     |                       |             |             |
|                             |   | Less: allowance for doubtful accounts ▶   | 0.             | 7,495,784.            | 6,461,956.  | 6,461,956.  |
|                             | 8   | Inventories for sale or use   |                |                       |             |             |
|                             | 9   | Prepaid expenses and deferred charges   |                |                       |             |             |
|                             | 10a   | Investments - U.S. and state government obligations   |                |                       |             |             |
|                             |   | b Investments - corporate stock   | STMT 11        | 2,480,498.            | 2,480,498.  | 1,037,792.  |
|                             |   | c Investments - corporate bonds   |                |                       |             |             |
| 11                          | Investments - land, buildings, and equipment basis ▶                                      |   |                |                       |             |             |
|                             | Less: accumulated depreciation ▶  |   |                |                       |             |             |
| 12                          | Investments - mortgage loans  |   |                |                       |             |             |
| 13                          | Investments - other   | STMT 12   | 22,142,556.    | 24,193,230.           | 36,053,004. |             |
| 14                          | Land, buildings, and equipment basis ▶  | 2,100,564.  |                |                       |             |             |
|                             | Less: accumulated depreciation ▶  | 15,365.   | 0.             | 2,085,199.            | 2,085,199.  |             |
| 15                          | Other assets (describe ▶)   |   |                |                       |             |             |
| 16                          | <b>Total assets (to be completed by all filers)</b>                                       |   | 48,775,348.    | 53,787,554.           | 64,204,622. |             |
| Liabilities                 | 17  | Accounts payable and accrued expenses   |                |                       |             |             |
|                             | 18  | Grants payable  |                |                       |             |             |
|                             | 19  | Deferred revenue  |                |                       |             |             |
|                             | 20  | Loans from officers, directors, trustees, and other disqualified persons                        |                |                       |             |             |
|                             | 21  | Mortgages and other notes payable   |                |                       |             |             |
|                             | 22  | Other liabilities (describe ▶)  |                |                       |             |             |
| 23                          | <b>Total liabilities (add lines 17 through 22)</b>  |   | 0.             | 0.                    |             |             |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>                   |   |                |                       |             |             |
|                             | and complete lines 24 through 26 and lines 30 and 31.                                     |   |                |                       |             |             |
|                             | 24  | Unrestricted  |                |                       |             |             |
|                             | 25  | Temporarily restricted  |                |                       |             |             |
|                             | 26  | Permanently restricted  |                |                       |             |             |
|                             | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> |   |                |                       |             |             |
|                             | and complete lines 27 through 31.   |   |                |                       |             |             |
| 27                          | Capital stock, trust principal, or current funds  |   | 0.             | 0.                    |             |             |
| 28                          | Paid-in or capital surplus, or land, bldg., and equipment fund                            |   | 0.             | 0.                    |             |             |
| 29                          | Retained earnings, accumulated income, endowment, or other funds                          |   | 48,775,348.    | 53,787,554.           |             |             |
| 30                          | <b>Total net assets or fund balances</b>  |   | 48,775,348.    | 53,787,554.           |             |             |
| 31                          | <b>Total liabilities and net assets/fund balances</b>                                     |   | 48,775,348.    | 53,787,554.           |             |             |

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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 48,775,348. |
| 2 | Enter amount from Part I, line 27a  | 2 | 6,592,904.  |
| 3 | Other increases not included in line 2 (itemize) ▶ RECOVERED GRANTS   | 3 | 52,302.     |
| 4 | Add lines 1, 2, and 3   | 4 | 55,420,554. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10   | 5 | 1,633,000.  |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30   | 6 | 53,787,554. |

**Part IV Capital Gains and Losses for Tax on Investment Income**

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| <b>1a FROM PARTNERSHIPS - SEE ATTACHED STATEMENT</b>   |  |                                      |                                  |
| <b>b 15</b>  | P  | VARIOUS                              | VARIOUS                          |
| <b>c</b>   |  |                                      |                                  |
| <b>d</b>   |  |                                      |                                  |
| <b>e</b>   |  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| <b>a</b>              |  |   |  |
| <b>b</b>              |  |   | 3,791,176.                                   |
| <b>c</b>              |  |   |  |
| <b>d</b>              |  |   |  |
| <b>e</b>              |  |   |  |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |   | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (i) F.M.V. as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any |   |
| <b>a</b>  |                                      |   |   |
| <b>b</b>  |                                      |   | 3,791,176.  |
| <b>c</b>  |                                      |   |   |
| <b>d</b>  |                                      |   |   |
| <b>e</b>  |                                      |   |   |

|  |   |   |            |
|--|---|---|------------|
| <b>2</b> Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 | 2 | 3,791,176. |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8 |   | 3 | N/A        |

**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 instructions before making any entries.  |                                       |   |  | SEE STATEMENT 18 |
|---|---------------------------------------|---|--|------------------|
| (a) Base period years<br>Calendar year (or tax year beginning in)   | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |                  |
| 2010  | 12,780,236.                           | 46,130,858.                               | .277043  |                  |
| 2009  | 9,914,245.                            | 42,027,749.                               | .235898  |                  |
| 2008  | 8,330,771.                            | 48,736,910.                               | .170934  |                  |
| 2007  | 7,762,854.                            | 36,893,108.                               | .210415  |                  |
| 2006  | 7,801,870.                            | 31,969,543.                               | .244041  |                  |
| <b>2</b> Total of line 1, column (d)  |                                       |   |  | 2 1.138331       |
| <b>3</b> 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 .227666        |
| <b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5   |                                       |   |  | 4 48,364,587.    |
| <b>5</b> Multiply line 4 by line 3  |                                       |   |  | 5 11,010,972.    |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)   |                                       |   |  | 6 48,169.        |
| <b>7</b> Add lines 5 and 6  |                                       |   |  | 7 11,059,141.    |
| <b>8</b> Enter qualifying distributions from Part XII, line 4   |                                       |   |  | 8 10,066,971.    |

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

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

|  |    |          |         |
|--|----|----------|---------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | }  | 1        | 96,339. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b  |    | 2        | 0.      |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).   |    | 3        | 96,339. |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  |    | 4        | 0.      |
| 3 Add lines 1 and 2  |    | 5        | 96,339. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  |    |          |         |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-  |    |          |         |
| 6 Credits/Payments:  |    |          |         |
| a 2011 estimated tax payments and 2010 overpayment credited to 2011  | 6a | 37,879.  |         |
| b Exempt foreign organizations - tax withheld at source  | 6b |          |         |
| c Tax paid with application for extension of time to file (Form 8868)  | 6c | 140,000. |         |
| d Backup withholding erroneously withheld  | 6d |          |         |
| 7 Total credits and payments. Add lines 6a through 6d  | 7  | 177,879. |         |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 | 81,540.  |         |
| 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 81,540.   Refunded <input type="checkbox"/> 0.   | 11 | 0.       |         |

**Part VII-A Statements Regarding Activities**

|  | Yes | No |
|--|-----|----|
| 1a 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  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br>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. |     | X  |
| 1c 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:<br>(1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.   |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.   |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>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?<br>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:<br>• By language in the governing instrument, or<br>• 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?<br>If "Yes," complete Part II, col. (c), and Part XV.  | 7   | X  |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MI  |     |    |
| 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 2011 or the taxable year beginning in 2011 (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)

|    |   |     |         |
|----|---|-----|---------|
| 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)   |     | X       |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)  |     | X       |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ▶ N/A  | X   |         |
| 14 | The books are in care of ▶ ROBERT H. SCHIERBEEK Telephone no. ▶ (616) 643-4700<br>Located at ▶ 126 OTTAWA NW, SUITE 500, GRAND RAPIDS, MI ZIP+4 ▶ 49503   |     |         |
| 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 N/A  |     |         |
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | Yes | No<br>X |

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  |     |    |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>  | 1b  | X  |
| 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 2011?   | 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ▶   |     |    |
| 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 instructions.) N/A   | 2b  |    |
| c   | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶  |     |    |
| 3a  | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| b   | If "Yes," did it have excess business holdings in 2011 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 2011.) N/A | 3b  |    |
| 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 2011?   | 4b  | X  |

**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)?  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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  Yes  No

**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). N/A

**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.

**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

**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.**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 13     |   | 0.  | 0.  | 0.                                    |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |

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

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

**Total** number of other employees paid over \$50,000 ▶ 0

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

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000                     | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| RDV CORPORATION - 126 OTTAWA AVE STE 500,<br>GRAND RAPIDS, MI 49503             | MANAGEMENT FEE      | 552,770.         |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
| <b>Total number of others receiving over \$50,000 for professional services</b> |                     | <b>0</b>         |

**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 N/A |          |
| 2     |          |
| 3     |          |
| 4     |          |

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

|  | Amount          |
|--|-----------------|
| 1 ARTPRIZE GRAND RAPIDS - SEE STATEMENT 16                 | 800,000.        |
| 2 COMPASS COLLEGE - SEE STATEMENT 17                       | 20,000.         |
| 3 All other program-related investments. See instructions. |                 |
| <b>Total. Add lines 1 through 3</b>                        | <b>820,000.</b> |



**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 | 38,798,444. |
| b | Average of monthly cash balances  | 1b | 10,302,660. |
| c | Fair market value of all other assets   | 1c | 0.          |
| d | <b>Total</b> (add lines 1a, b, and c)   | 1d | 49,101,104. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | 1e | 0.          |
| 2 | Acquisition indebtedness applicable to line 1 assets  | 2  | 0.          |
| 3 | Subtract line 2 from line 1d  | 3  | 49,101,104. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 736,517.    |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5  | 48,364,587. |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5  | 6  | 2,418,229.  |

**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  | 2,418,229. |
| 2a | Tax on investment income for 2011 from Part VI, line 5  | 2a | 96,339.    |
| b  | Income tax for 2011. (This does not include the tax from Part VI.)  | 2b |            |
| c  | Add lines 2a and 2b   | 2c | 96,339.    |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | 3  | 2,321,890. |
| 4  | Recoveries of amounts treated as qualifying distributions   | 4  | 267,197.   |
| 5  | Add lines 3 and 4   | 5  | 2,589,087. |
| 6  | Deduction from distributable amount (see instructions)  | 6  | 0.         |
| 7  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 2,589,087. |

**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 | 7,146,407.  |
| b | Program-related investments - total from Part IX-B  | 1b | 820,000.    |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | 2  | 2,100,564.  |
| 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 | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                 | 4  | 10,066,971. |
| 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 | 5  | 0.          |
| 6 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4   | 6  | 10,066,971. |

**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)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2011 from Part XI, line 7   |               |                            |             | 2,589,087.  |
| 2 Undistributed income, if any, as of the end of 2011.   |               |                            |             |             |
| a Enter amount for 2010 only   |               |                            | 0.          |             |
| b Total for prior years:   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2011:   |               |                            |             |             |
| a From 2006  | 7,801,870.    | SEE STATEMENT 18           |             |             |
| b From 2007  | 7,757,854.    |                            |             |             |
| c From 2008  | 8,305,771.    |                            |             |             |
| d From 2009  | 9,914,245.    |                            |             |             |
| e From 2010  | 12780236.     |                            |             |             |
| f Total of lines 3a through e  | 46,559,976.   |                            |             |             |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 10,066,971.  |               |                            |             |             |
| a Applied to 2010, but not more than line 2a   |               |                            | 0.          |             |
| b Applied to undistributed income of prior years (Election required - see instructions)  |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)  | 10,066,971.   | SEE STATEMENT 9            |             |             |
| d Applied to 2011 distributable amount   |               |                            |             | 0.          |
| e Remaining amount distributed out of corpus   | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2011 (if an amount appears in column (d), the same amount must be shown in column (a))   | 2,589,087.    |                            |             | 2,589,087.  |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 54,037,860.   |                            |             |             |
| 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 |               | 0.                         |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions   |               | 0.                         |             |             |
| e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.  |               |                            | 0.          |             |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  |               |                            |             | 0.          |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)   | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7   | 5,212,783.    |                            |             |             |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  | 48,825,077.   |                            |             |             |
| 10 Analysis of line 9:   |               |                            |             |             |
| a Excess from 2007   | 7,757,854.    |                            |             |             |
| b Excess from 2008   | 8,305,771.    |                            |             |             |
| c Excess from 2009   | 9,914,245.    |                            |             |             |
| d Excess from 2010   | 12780236.     |                            |             |             |
| e Excess from 2011   | 10066971.     |                            |             |             |

**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 2011, 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 |          |          | (e) Total |
|---|----------|---------------|----------|----------|-----------|
|   | (a) 2011 | (b) 2010      | (c) 2009 | (d) 2008 |           |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed                     |          |               |          |          |           |
| b 85% of line 2a  |          |               |          |          |           |
| c Qualifying distributions from Part XII, line 4 for each year listed   |          |               |          |          |           |
| d Amounts included in line 2c not used directly for active conduct of exempt activities   |          |               |          |          |           |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c                                   |          |               |          |          |           |
| 3 Complete 3a, b, or c for the alternative test relied upon:  |          |               |          |          |           |
| a "Assets" alternative test - enter:  |          |               |          |          |           |
| (1) Value of all assets   |          |               |          |          |           |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i)   |          |               |          |          |           |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed                              |          |               |          |          |           |
| c "Support" alternative test - enter:   |          |               |          |          |           |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) |          |               |          |          |           |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)                                      |          |               |          |          |           |
| (3) Largest amount of support from an exempt organization   |          |               |          |          |           |
| (4) Gross investment income   |          |               |          |          |           |

**Part XV Supplementary Information (Complete this part only if the foundation 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).)

**SEE STATEMENT 14**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**NONE**

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the 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:  
**DICK AND BETSY DEVOS, (616) 643-4700**  
**126 OTTAWA, N.W., SUITE 500, GRAND RAPIDS, MI 49503**

b The form in which applications should be submitted and information and materials they should include:  
**LETTER OF REQUEST**

c Any submission deadlines:  
**NONE**

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
**NONE**



**Part XVI-A Analysis of Income-Producing Activities**

|  | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income |
|--|---------------------------|---------------|--------------------------------------|---------------|---|
|  | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount |   |
| Enter gross amounts unless otherwise indicated.            |                           |               |                                      |               |   |
| 1 Program service revenue:                                 |                           |               |                                      |               |   |
| a  |                           |               |                                      |               |   |
| 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       |                           |               | 14                                   | 630.          |   |
| 4 Dividends and interest from securities                   |                           |               | 14                                   | 76,095.       |   |
| 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                                  | 551112                    | -17,365.      | 14                                   | 3,936,525.    |   |
| 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  |                           |               |                                      |               |   |
| b  |                           |               |                                      |               |   |
| c  |                           |               |                                      |               |   |
| d  |                           |               |                                      |               |   |
| e  |                           |               |                                      |               |   |
| 12 Subtotal. Add columns (b), (d), and (e)                 |                           | -17,365.      |                                      | 4,013,250.    | 0.  |
| 13 Total. Add line 12, columns (b), (d), and (e)           |                           |               | 13                                   | 3,995,885.    |   |

(See worksheet in line 13 instructions 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). |
|----------|---|
| ▼        |   |
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**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- 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?
- |       | Yes | No |
|-------|-----|----|
| 1a(1) |     | X  |
| 1a(2) |     | X  |
| 1b(1) |     | X  |
| 1b(2) |     | X  |
| 1b(3) |     | X  |
| 1b(4) |     | X  |
| 1b(5) |     | X  |
| 1b(6) |     | X  |
| 1c    |     | X  |
- a Transfers from the reporting foundation to a noncharitable exempt organization of:
- (1) Cash
  - (2) Other assets
- b Other transactions:
- (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitations
- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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 |
|-------------|---------------------|---|--|
|             |                     | N/A   |  |
|             |                     |   |  |
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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 |
|--------------------------|--------------------------|---------------------------------|
| N/A                      |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

**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) is based on all information of which preparer has any knowledge.

11/14/12 Treasurer

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes  No

|                               |   |                         |          |   |           |
|-------------------------------|---|-------------------------|----------|---|-----------|
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name  | Preparer's signature    | Date     | Check <input type="checkbox"/> if self-employed | PTIN      |
|                               | LOUIS H. MORAN II   |                         | 11/12/12 |   | P00174256 |
|                               | Firm's name ▶ DELOITTE TAX LLP  | Firm's EIN ▶ 86-1065772 |          |   |           |
|                               | Firm's address ▶ 38 COMMERCE AVE SW, SUITE 600<br>GRAND RAPIDS, MI 49503-4144 |                         |          | Phone no. (616) 336-7900                        |           |

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2011**

Name of the organization

DICK AND BETSY DEVOS FAMILY FOUNDATION

Employer identification number

38-2902412

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 an organization 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 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 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 (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions 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 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total 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.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

|   |   |
|---|---|
| Name of organization<br><b>DICK AND BETSY DEVOS FAMILY FOUNDATION</b> | Employer identification number<br><b>38-2902412</b> |
|---|---|

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4   | (c)<br>Total contributions | (d)<br>Type of contribution  |
|------------|---|----------------------------|--|
| 1          | DICK AND BETSY DEVOS<br><br>126 OTTAWA AVENUE N.W., SUITE 500<br><br>GRAND RAPIDS, MI 49503 | \$ 10,000,000.             | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
|            |   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |



Name of organization

Employer identification number

**DICK AND BETSY DEVOS FAMILY FOUNDATION**

**38-2902412**

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |

|   |   |
|---|---|
| Name of organization<br><b>DICK AND BETSY DEVOS FAMILY FOUNDATION</b> | Employer identification number<br><b>38-2902412</b> |
|---|---|

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
|                     |                     |                 |                                     |

| (e) Transfer of gift                    |  |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|   |  |

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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| SOURCE   | AMOUNT |
|--|--------|
| MACATAWA BANK                                  | 630.   |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 630.   |

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 2

| SOURCE  | GROSS AMOUNT | CAPITAL GAINS<br>DIVIDENDS | COLUMN (A)<br>AMOUNT |
|---|--------------|----------------------------|----------------------|
| FIFTH THIRD BANCORP                             | 5,484.       | 0.                         | 5,484.               |
| REGIONAL AIR ALLIANCE OF W.<br>MICHIGAN NOTE #1 | 245.         | 0.                         | 245.                 |
| REGIONAL AIR ALLIANCE OF W.<br>MICHIGAN NOTE #2 | 17,189.      | 0.                         | 17,189.              |
| REGIONAL AIR ALLIANCE OF W.<br>MICHIGAN NOTE #3 | 45,344.      | 0.                         | 45,344.              |
| THE NORTHERN TRUST DIVIDENDS                    | 8.           | 0.                         | 8.                   |
| THE NORTHERN TRUST DIVIDENDS                    | 7,825.       | 0.                         | 7,825.               |
| TOTAL TO FM 990-PF, PART I, LN 4                | 76,095.      | 0.                         | 76,095.              |

FORM 990-PF

OTHER INCOME

STATEMENT 3

| DESCRIPTION                                      | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|--|-----------------------------|-----------------------------------|-------------------------------|
| FROM PARTNERSHIPS - SEE ATTACHED<br>STATEMENT 15 | 1,151,509.                  | 1,151,509.                        |                               |
| FROM PARTNERSHIPS - BOOK/TAX<br>DIFFERENCE       | 2,759,421.                  | 0.                                |                               |
| FROM PARTNERSHIPS - UBTI                         | -17,365.                    | 0.                                |                               |
| OTHER PORTFOLIO INCOME                           | 32.                         | 32.                               |                               |
| OTHER RENTAL INCOME                              | 25,563.                     | 25,563.                           |                               |
| TOTAL TO FORM 990-PF, PART I, LINE 11            | 3,919,160.                  | 1,177,104.                        |                               |

FORM 990-PF

LEGAL FEES

STATEMENT 4

| DESCRIPTION                | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| LEGAL FEES                 | 26,357.                      | 0.                                |                               | 26,357.                       |
| TO FM 990-PF, PG 1, LN 16A | 26,357.                      | 0.                                |                               | 26,357.                       |

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES              | 13,750.                      | 1,375.                            |                               | 12,375.                       |
| TO FORM 990-PF, PG 1, LN 16B | 13,750.                      | 1,375.                            |                               | 12,375.                       |

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| MANAGEMENT FEES              | 552,770.                     | 205,170.                          |                               | 347,600.                      |
| CUSTODIAL FEES               | 844.                         | 844.                              |                               | 0.                            |
| BANKING FEES                 | 1,060.                       | 1,060.                            |                               | 0.                            |
| CONSULTING/OTHER             | 57,343.                      | 0.                                |                               | 57,343.                       |
| TO FORM 990-PF, PG 1, LN 16C | 612,017.                     | 207,074.                          |                               | 404,943.                      |



FORM 990-PF

TAXES

STATEMENT 7

| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FEDERAL TAXES               | 14,998.                      | 0.                                |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 18 | 14,998.                      | 0.                                |                               | 0.                            |

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| POSTAGE                     | 247.                         | 0.                                |                               | 247.                          |
| STATIONARY/OTHER            | 2,256.                       | 0.                                |                               | 2,256.                        |
| OTHER RENTAL EXPENSE        | 32,194.                      | 25,563.                           |                               | 14,432.                       |
| TO FORM 990-PF, PG 1, LN 23 | 34,697.                      | 25,563.                           |                               | 16,935.                       |

DICK AND BETSY DEVOS FAMILY FOUNDATION  
126 OTTAWA AVENUE, N.W., SUITE 500  
GRAND RAPIDS, MI 49503  
EIN 38-2902412, FORM 990-PF  
YEAR ENDED DECEMBER 31, 2011

PART XIII - COMPUTATION OF UNDISTRIBUTED INCOME  
(ELECTION): PURSUANT TO REG. SEC. 53.4942(A)-3(D)(2)  
TAXPAYER HEREBY ELECTS TO APPLY ITS 2011 QUALIFYING  
DISTRIBUTION TO CORPUS.

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FORM 990-PF      OTHER DECREASES IN NET ASSETS OR FUND BALANCES      STATEMENT 10

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| <u>DESCRIPTION</u>                     | <u>AMOUNT</u> |
|--|---------------|
| PROGRAM RELATED INVESTMENT FORGIVENESS | 1,633,000.    |
| TOTAL TO FORM 990-PF, PART III, LINE 5 | 1,633,000.    |

FORM 990-PF

CORPORATE STOCK

STATEMENT 11

| <u>DESCRIPTION</u>                      | <u>BOOK VALUE</u> | <u>FAIR MARKET VALUE</u> |
|---|-------------------|--------------------------|
| PACWEST BANCORP                         | 1,749,998.        | 705,584.                 |
| FIFTH THIRD BANCORP                     | 730,500.          | 332,208.                 |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 2,480,498.        | 1,037,792.               |

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

| DESCRIPTION                            | VALUATION METHOD | BOOK VALUE  | FAIR MARKET VALUE |
|--|------------------|-------------|-------------------|
| A-FLEX GROUP INVESTORS, LLC            | FMV              | 4,141,500.  | 6,982,925.        |
| EBB GROUP INVESTORS, LLC               | FMV              | 3,493,840.  | 6,120,369.        |
| FREEDOM ASSET MANAGEMENT LP            | FMV              | 4,385,904.  | 6,509,638.        |
| INTERNATIONAL PRIVATE EQUITY I, LP     | FMV              | 87,004.     | 109,731.          |
| INTERNATIONAL PRIVATE EQUITY II, LP    | FMV              | 404,223.    | 230,185.          |
| INTERNATIONAL PRIVATE EQUITY III, LP   | FMV              | 360,246.    | 375,517.          |
| INTERNATIONAL PRIVATE EQUITY IV, LP    | FMV              | 1,853,699.  | 2,209,316.        |
| KCC TW INVESTORS, LLC                  | FMV              | 1,538,500.  | 2,198,351.        |
| OB GROUP INVESTORS, LLC                | FMV              | 1,427,800.  | 3,641,973.        |
| PEGASUS INVESTORS, LLC                 | FMV              | 0.          | 667,767.          |
| REGIONAL AIR ALLIANCE OF WEST MICHIGAN | FMV              | 1,872,000.  | 1,872,000.        |
| FTH NCP GROUP INVESTORS, LLC           | FMV              | 1,150,000.  | 1,194,376.        |
| LH-AEA GROUP INVESTORS, LLC            | FMV              | 1,688,800.  | 1,837,383.        |
| PM GROUP INVESTORS, LLC                | FMV              | 1,789,714.  | 2,103,473.        |
| TOTAL TO FORM 990-PF, PART II, LINE 13 |                  | 24,193,230. | 36,053,004.       |

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

| NAME AND ADDRESS  | TITLE AND<br>AVRG HRS/WK         | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN CONTRIB | EXPENSE<br>ACCOUNT |
|---|----------------------------------|-------------------|------------------------------|--------------------|
| RICHARD M. DEVOS JR<br>126 OTTAWA AVENUE NW, SUITE 500<br>GRAND RAPIDS, MI 49503  | CHAIRPERSON<br>1.00              | 0.                | 0.                           | 0.                 |
| ELISABETH DEVOS<br>126 OTTAWA AVENUE NW, SUITE 500<br>GRAND RAPIDS, MI 49503      | PRESIDENT<br>1.00                | 0.                | 0.                           | 0.                 |
| JERRY L. TUBERGEN<br>126 OTTAWA AVENUE NW, SUITE 500<br>GRAND RAPIDS, MI 49503    | EXECUTIVE VICE PRESIDENT<br>1.00 | 0.                | 0.                           | 0.                 |
| ROBERT H. SCHIERBEEK<br>126 OTTAWA AVENUE NW, SUITE 500<br>GRAND RAPIDS, MI 49503 | TREASURER<br>1.00                | 0.                | 0.                           | 0.                 |
| JEFFREY K. LAMBERT<br>126 OTTAWA AVENUE NW, SUITE 500<br>GRAND RAPIDS, MI 49503   | VICE PRESIDENT<br>1.00           | 0.                | 0.                           | 0.                 |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII                                      |                                  | 0.                | 0.                           | 0.                 |

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FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 14

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NAME OF MANAGER

RICHARD M. DEVOS JR  
ELISABETH DEVOS



**Dick & Betsy DeVos Family Foundation**  
**EIN: 38-2902412**  
**December 31, 2011**

**Form 990PF - Part I, Line 11 Column (b)**  
**Income/(Loss) from Partnerships**

| Partnership Name                                | A-Flex Group<br>Investors LLC | Commonfund<br>Capital<br>International<br>Partners IV LP | EBB Group<br>Investors LLC | Freedom<br>Asset<br>Management<br>LP II | Freedom<br>Capital<br>Management<br>LP |
|---|-------------------------------|--|----------------------------|---|--|
| EIN   | 26-0550106                    | 06-1605324   | 26-2523243                 | 20-4189862                              | 20-0561124                             |
| Passive ordinary business income/loss           | -                             | -  | -                          | -                                       | -                                      |
| Nonpassive ordinary business income/loss        | -                             | -  | -                          | -                                       | -                                      |
| Net rental real estate income/loss              | -                             | -  | -                          | -                                       | -                                      |
| Other net rental income/loss                    | -                             | -  | -                          | -                                       | -                                      |
| Guaranteed payments                             | -                             | -  | -                          | -                                       | -                                      |
| Interest Income                                 | 15                            | 7,496  | 696,835                    | 598                                     | 76,235                                 |
| Non-qualified Dividends                         | -                             | 56,020   | -                          | 178,570                                 | 295                                    |
| Qualified Dividends                             | -                             | 13,825   | -                          | -                                       | -                                      |
| Royalties                                       | -                             | -  | -                          | -                                       | -                                      |
| Net short-term capital gain/loss                | -                             | (4,064)  | 99                         | -                                       | 13,458                                 |
| Net long-term capital gain/loss                 | -                             | 64,719   | 109                        | 218,462                                 | 14,920                                 |
| Net section 1231 gain/loss                      | -                             | -  | -                          | -                                       | -                                      |
| Other portfolio income/loss                     | -                             | (310)  | -                          | -                                       | -                                      |
| Section 1256 contracts & straddles              | -                             | -  | -                          | -                                       | -                                      |
| Other income/loss                               | -                             | (580)  | -                          | -                                       | -                                      |
|   | 15                            | 137,106  | 697,043                    | 397,630                                 | 104,908                                |
| Section 179 deduction                           | -                             | -  | -                          | -                                       | -                                      |
| Contributions                                   | -                             | -  | -                          | -                                       | -                                      |
| Investment interest expense                     | -                             | 302  | -                          | -                                       | -                                      |
| Section 59(e)(2) expenditures                   | -                             | -  | -                          | -                                       | -                                      |
| Deductions - portfolio (2% floor)               | 2,892                         | 42,270   | 168                        | 967                                     | 17,968                                 |
| Deductions - portfolio (other)                  | -                             | -  | -                          | -                                       | -                                      |
| Other deductions-SBT/State and Local            | -                             | -  | -                          | -                                       | -                                      |
| Other deductions-Property Taxes                 | -                             | -  | -                          | -                                       | -                                      |
| Other deductions-Miscellaneous                  | -                             | -  | -                          | -                                       | -                                      |
| Foreign taxes paid                              | -                             | 72   | -                          | -                                       | -                                      |
| Foreign taxes accrued                           | -                             | 328  | -                          | -                                       | -                                      |
|   | 2,892                         | 42,972   | 168                        | 967                                     | 17,968                                 |
| Total Partnership Income/(Loss)                 | (2,877)                       | 94,134   | 696,875                    | 396,663                                 | 86,940                                 |
| Amount Reported on Form 990-PF, Part I, Line 11 | (2,877)                       | 33,678   | 696,667                    | 178,201                                 | 58,562                                 |
| Amount Reported on Form 990-PF, Part IV, Line 1 | -                             | 60,655   | 208                        | 218,462                                 | 28,378                                 |
| Amount Reported on Form 990-T as UBTI           | -                             | (199)  | -                          | -                                       | -                                      |
| Total Partnership Income/(Loss)                 | (2,877)                       | 94,134   | 696,875                    | 396,663                                 | 86,940                                 |

**Dick & Betsy DeVos Family Foundation**  
**EIN: 38-2902412**  
**December 31, 2011**

**Form 990PF - Part I, Line 11 Column (b)**  
**Income/(Loss) from Partnerships**

| Partnership Name                                | Freedom<br>Capital<br>Management<br>LP - 41<br>Sheldon Blvd<br>LLC | FTN NCP<br>Group<br>Investors LLC | International<br>Private Equity<br>Partner LP | International<br>Private Equity<br>Partners II LP | International<br>Private Equity<br>Partners III LP |
|---|--|-----------------------------------|---|---|--|
| EIN   | 20-0561124   | 45-3853546                        | 06-1434870                                    | 06-1503287  | 06-1563329   |
| Passive ordinary business income/loss           | -  | -                                 | -   | -   | -  |
| Nonpassive ordinary business income/loss        | -  | -                                 | -   | -   | -  |
| Net rental real estate income/loss              | -  | -                                 | -   | -   | -  |
| Other net rental income/loss                    | -  | -                                 | -   | -   | -  |
| Guaranteed payments                             | -  | -                                 | -   | -   | -  |
| Interest Income                                 | 13   | 375                               | 57  | 2,812   | 8,366  |
| Non-qualified Dividends                         | -  | -                                 | 222   | 6,328   | 7,501  |
| Qualified Dividends                             | -  | -                                 | 113   | 458   | 1,916  |
| Royalties                                       | -  | -                                 | -   | -   | -  |
| Net short-term capital gain/loss                | 1  | 2                                 | -   | -   | 970  |
| Net long-term capital gain/loss                 | 1  | 3                                 | (3,738)                                       | 186,562   | 128,159  |
| Net section 1231 gain/loss                      | -  | -                                 | -   | -   | -  |
| Other portfolio income/loss                     | -  | -                                 | 94  | (7,708)   | 784  |
| Section 1256 contracts & straddles              | -  | -                                 | -   | -   | -  |
| Other income/loss                               | -  | -                                 | -   | 1,073   | 22   |
|   | 15   | 380                               | (3,252)                                       | 189,525   | 147,718  |
| Section 179 deduction                           | -  | -                                 | -   | -   | -  |
| Contributions                                   | -  | -                                 | -   | -   | -  |
| Investment interest expense                     | -  | -                                 | -   | 4   | 14   |
| Section 59(e)(2) expenditures                   | -  | -                                 | -   | -   | -  |
| Deductions - portfolio (2% floor)               | 3  | 4                                 | 3,689   | 11,594  | 12,027   |
| Deductions - portfolio (other)                  | -  | -                                 | 1,119   | -   | -  |
| Other deductions-SBT/State and Local            | -  | -                                 | -   | -   | -  |
| Other deductions-Property Taxes                 | -  | -                                 | -   | -   | -  |
| Other deductions-Miscellaneous                  | -  | -                                 | 375   | -   | -  |
| Foreign taxes paid                              | -  | -                                 | 44  | -   | 208  |
| Foreign taxes accrued                           | -  | -                                 | -   | -   | 80   |
|   | 3  | 4                                 | 5,227   | 11,598  | 12,329   |
| Total Partnership Income/(Loss)                 | 12   | 376                               | (8,479)                                       | 177,927   | 135,389  |
| Amount Reported on Form 990-PF, Part I, Line 11 | 10   | 371                               | (4,741)                                       | (8,635)   | 6,260  |
| Amount Reported on Form 990-PF, Part IV, Line 1 | 2  | 5                                 | (3,738)                                       | 186,562   | 129,129  |
| Amount Reported on Form 990-T as UBTI           | -  | -                                 | -   | -   | -  |
| Total Partnership Income/(Loss)                 | 12   | 376                               | (8,479)                                       | 177,927   | 135,389  |

**Dick & Betsy DeVos Family Foundation**  
**EIN: 38-2902412**  
**December 31, 2011**

**Form 990PF - Part I, Line 11 Column (b)**  
**Income/(Loss) from Partnerships**

| Partnership Name                                | KCC TW<br>Investors LLC | LH-AEA<br>Group<br>Investors LLC | OB Group<br>Investors LLC | Pegasus<br>Investors LLC | PM Group<br>Investors LLC |
|---|-------------------------|----------------------------------|---------------------------|--------------------------|---------------------------|
| EIN   | 26-2532013              | 45-2832780                       | 26-4130369                | 20-8382717               | 27-4934156                |
| Passive ordinary business income/loss           | (350)                   | (52,525)                         | -                         | -                        | -                         |
| Nonpassive ordinary business income/loss        | -                       | -                                | -                         | -                        | -                         |
| Net rental real estate income/loss              | -                       | -                                | -                         | -                        | -                         |
| Other net rental income/loss                    | -                       | -                                | -                         | -                        | -                         |
| Guaranteed payments                             | -                       | -                                | -                         | -                        | -                         |
| Interest Income                                 | 6,450                   | 73,825                           | 3                         | 500                      | 213,801                   |
| Non-qualified Dividends                         | 89                      | 1                                | -                         | 2                        | -                         |
| Qualified Dividends                             | 3,447                   | -                                | -                         | 1,031                    | -                         |
| Royalties                                       | -                       | -                                | -                         | -                        | -                         |
| Net short-term capital gain/loss                | 37,326                  | 2                                | -                         | 716                      | 30                        |
| Net long-term capital gain/loss                 | 34,856                  | (43)                             | -                         | 3,098,593                | 33                        |
| Net section 1231 gain/loss                      | (13)                    | -                                | -                         | -                        | -                         |
| Other portfolio income/loss                     | 367                     | -                                | -                         | -                        | -                         |
| Section 1256 contracts & straddles              | -                       | -                                | -                         | -                        | -                         |
| Other income/loss                               | (36)                    | -                                | -                         | -                        | -                         |
|   | 82,136                  | 21,260                           | 3                         | 3,100,842                | 213,864                   |
| Section 179 deduction                           | -                       | -                                | -                         | -                        | -                         |
| Contributions                                   | -                       | -                                | -                         | -                        | -                         |
| Investment interest expense                     | 548                     | -                                | -                         | -                        | -                         |
| Section 59(e)(2) expenditures                   | 2                       | -                                | -                         | -                        | -                         |
| Deductions - portfolio (2% floor)               | 52,112                  | 5,926                            | 4,477                     | 3,762                    | 2,917                     |
| Deductions - portfolio (other)                  | -                       | -                                | -                         | -                        | -                         |
| Other deductions-SBT/State and Local            | -                       | -                                | -                         | -                        | -                         |
| Other deductions-Property Taxes                 | -                       | -                                | -                         | -                        | -                         |
| Other deductions-Miscellaneous                  | 1                       | -                                | -                         | -                        | -                         |
| Foreign taxes paid                              | -                       | -                                | -                         | -                        | -                         |
| Foreign taxes accrued                           | -                       | -                                | -                         | -                        | -                         |
|   | 52,663                  | 5,926                            | 4,477                     | 3,762                    | 2,917                     |
| <b>Total Partnership Income/(Loss)</b>          | <b>29,473</b>           | <b>15,334</b>                    | <b>(4,474)</b>            | <b>3,097,080</b>         | <b>210,947</b>            |
| Amount Reported on Form 990-PF, Part I, Line 11 | (41,951)                | 67,900                           | (4,474)                   | (2,229)                  | 174,767                   |
| Amount Reported on Form 990-PF, Part IV, Line 1 | 72,182                  | (41)                             | -                         | 3,099,309                | 63                        |
| Amount Reported on Form 990-T as UBTI           | (758)                   | (52,525)                         | -                         | -                        | 36,117                    |
| <b>Total Partnership Income/(Loss)</b>          | <b>29,473</b>           | <b>15,334</b>                    | <b>(4,474)</b>            | <b>3,097,080</b>         | <b>210,947</b>            |

**Dick & Betsy DeVos Family Foundation**  
**EIN: 38-2902412**  
**December 31, 2011**

**Form 990PF - Part I, Line 11 Column (b)**  
**Income/(Loss) from Partnerships**

Partnership Name

|       |
|-------|
| Total |
|-------|

EIN

|   |                         |
|---|-------------------------|
| Passive ordinary business income/loss           | (52,875)                |
| Nonpassive ordinary business income/loss        | -                       |
| Net rental real estate income/loss              | -                       |
| Other net rental income/loss                    | -                       |
| Guaranteed payments                             | -                       |
| Interest Income                                 | 1,087,381               |
| Non-qualified Dividends                         | 249,028                 |
| Qualified Dividends                             | 20,790                  |
| Royalties                                       | -                       |
| Net short-term capital gain/loss                | 48,540                  |
| Net long-term capital gain/loss                 | 3,742,636               |
| Net section 1231 gain/loss                      | (13)                    |
| Other portfolio income/loss                     | (6,773)                 |
| Section 1256 contracts & straddles              | -                       |
| Other income/loss                               | 479                     |
|   | <u>5,089,193</u>        |
| Section 179 deduction                           | -                       |
| Contributions                                   | -                       |
| Investment interest expense                     | 868                     |
| Section 59(e)(2) expenditures                   | 2                       |
| Deductions - portfolio (2% floor)               | 160,776                 |
| Deductions - portfolio (other)                  | 1,119                   |
| Other deductions-SBT/State and Local            | -                       |
| Other deductions-Property Taxes                 | -                       |
| Other deductions-Miscellaneous                  | 376                     |
| Foreign taxes paid                              | 324                     |
| Foreign taxes accrued                           | 408                     |
|   | <u>163,873</u>          |
| Total Partnership Income/(Loss)                 | <u><u>4,925,320</u></u> |
| Amount Reported on Form 990-PF, Part I, Line 11 | 1,151,509               |
| Amount Reported on Form 990-PF, Part IV, Line 1 | 3,791,176               |
| Amount Reported on Form 990-T as UBTI           | (17,365)                |
| Total Partnership Income/(Loss)                 | <u><u>4,925,320</u></u> |

DICK & BETSY DEVOS FAMILY FOUNDATION  
EIN 38-2902412  
FORM 990-PF, PART IX-B  
DECEMBER 31, 2011

SUMMARY OF PROGRAM-RELATED INVESTMENTS:

ArtPrize Grand Rapids

The Dick and Betsy DeVos Family Foundation ("Foundation") has made a no-interest loan to ArtPrize Grand Rapids to provide funds to assist in the organization and operations of the 2011 ArtPrize competition and exhibition in Grand Rapids, Michigan in September and October, 2011.

A promissory note of \$1,000,000 was executed on April 22, 2009, which was amended on August 24, 2009 and increased to \$1,700,000. On March 1, 2010 the promissory note was restated to \$4,000,000. The note was restated again on March 1, 2011 to the amount of \$5,200,000. The outstanding balance of the note as of December 31, 2011 was \$3,565,000.

The ArtPrize competition and exhibition is a radically open international art competition which awards the world's largest art prizes totaling \$449,000. Located in Grand Rapids, Michigan, the competition lasts two weeks and winners were decided solely by public voting. The ArtPrize competition and exhibition is considered to be part arts festival and part social experiment and creates an environment where people are inspired to go from imagining to making and doing. Its mission begins with the value that art is important. From that statement the ArtPrize competition and exhibition seeks to be a catalyst for collisions and connections between artists and communities for the sake of infusing vitality and courage into culture.

DICK & BETSY DEVOS FAMILY FOUNDATION  
EIN 38-2902412  
FORM 990-PF, PART IX-B  
DECEMBER 31, 2011

SUMMARY OF PROGRAM-RELATED INVESTMENTS:

Compass College of Cinematic Arts

The Dick and Betsy DeVos Family Foundation (“Foundation”) has made a no-interest loan to the Compass College of Cinematic Arts (“CCCA”) to provide funds for operations and the purchase of equipment.

A promissory note of \$330,000 was executed on August 26, 2009 and a second note of \$20,000 was executed October 27, 2011. The outstanding balances of the notes as of December 31, 2011 are \$235,870 and \$18,889, respectively.

CCCA is a faith-based film college offering an Associate of Applied Science Degree in Film and Media Production. The program is authorized and licensed by the State of Michigan, and the school is recognized as a post-secondary institution and accredited by ACCSC. Its accelerated program is set in a unique, conservatory-like environment. Through high-end training and a special mentoring process, artists, writers, designers, producers, directors and executives bring forth a distinctly creative and technical skill set, a strong work ethic, and a Christ-centered focus that fosters entrepreneurial success and serves as an asset on film and television shoots, and in executive studio and corporate settings. CCCA students are required to write a full-length feature screenplay during their educational experience.

DICK & BETSY DEVOS FAMILY FOUNDATION  
EIN 38-2902412  
FORM 990-PF, PART V & XIII  
DECEMBER 31, 2011

The Dick and Betsy DeVos Family Foundation ("Foundation") made no-interest loans from 2006 through 2010 to assist various charitable organizations. These loans were reported as investments on previously filed Forms 990-PF and are reported as program-related investments on the 2011 Form 990-PF. As such, Part V and Part XIII of the 2011 Form 990-PF are being updated to appropriately reflect these no-interest loans as program-related investments. Below is a summary of the program-related investments and the required changes to Part V and Part XIII:

SUMMARY OF PROGRAM-RELATED INVESTMENTS:

Compass College of Cinematic Arts

The Dick and Betsy DeVos Family Foundation ("Foundation") has made a no-interest loan to the Compass College of Cinematic Arts ("CCCA") to provide funds for operations and the purchase of equipment.

A promissory note of \$330,000 was executed on August 26, 2009 and a second note of \$20,000 was executed October 27, 2011. The outstanding balances of the notes as of December 31, 2011 are \$235,870 and \$18,889, respectively.

CCCA is a faith-based film college offering an Associate of Applied Science Degree in Film and Media Production. The program is authorized and licensed by the State of Michigan, and the school is recognized as a post-secondary institution and accredited by ACCSC. Its accelerated program is set in a unique, conservatory-like environment. Through high-end training and a special mentoring process, artists, writers, designers, producers, directors and executives bring forth a distinctly creative and technical skill set, a strong work ethic, and a Christ-centered focus that fosters entrepreneurial success and serves as an asset on film and television shoots, and in executive studio and corporate settings. CCCA students are required to write a full-length feature screenplay during their educational experience.

Inner City Christian Federation

The Dick and Betsy DeVos Family Foundation ("Foundation") has made no-interest bearing loans to the Inner City Christian Federation ("ICCF") to acquire property to assist with their urban renewal efforts.

Promissory notes totaling \$2,442,197 have been executed from 2006 through 2010. On June 2, 2011 the notes were consolidated, amended and restated into one note promissory note. The outstanding balance of the note as of December 31, 2011 was \$2,442,197.

ICCF provides housing opportunities and services that encourage family responsibility and independence, thereby helping to build stable communities. They have been

providing housing opportunities and services for low and moderate income families in the heart of Grand Rapids since 1974. The programs have expanded from housing construction and reconstruction to include an affordable rental program, an emergency family shelter, and an extensive home ownership preparation program. They have rehabilitated or constructed more than 530 units of housing and provided countless hours of housing counseling.

#### School of Missionary Aviation Technology

The Dick and Betsy DeVos Family Foundation ("Foundation") has made a no-interest loan to the School of Missionary Aviation Technology to repay existing debt and assist in its capital campaign.

A promissory note of \$400,000 was executed on March 1, 2009. The outstanding balance of the note as of December 31, 2011 was \$200,000.

The School of Missionary Aviation Technology equips men and women with the skills necessary to serve God in mission aviation. This is accomplished by providing performance based training in maintenance, flight, and related technical disciplines; and through hands-on experience in both laboratory and field environments. They are a private, non-affiliated school - who partner with and train students from a number of schools and mission agencies. They are one of only three mission aviation schools in the USA. They recently purchased a new hangar building at the Ionia county airport for their lab and flight departments.

#### Stockbridge Boiler Room

The Dick and Betsy DeVos Family Foundation ("Foundation") has made a no-interest loan to the Stockbridge Boiler Room to purchase a home that is used for its charitable purposes.

A promissory note of \$33,000 was executed on January 21, 2008 with a maturity date of January 31, 2011. Upon maturity, the balance of the note was forgiven. Therefore, the outstanding balance of the note as of December 31, 2011 was \$0.

The Stockbridge Boiler Room is a simple Christian community that keeps a rhythm of prayer, learning and celebration while serving the poor and the lost in the urban West Side of Grand Rapids. Their mission is to be true to Christ, to be kind to others and to bring the Gospel to the nations. They have recently established the Stockbridge Mission Church and are exploring the idea of opening a school in the neighborhood.

#### Urban Institute for Contemporary Arts

The Dick and Betsy DeVos Family Foundation ("Foundation") has made a no-interest loan to the Urban Institute for Contemporary Arts ("UICA") to assist with financing of capital improvements.



A promissory note of \$1,600,000 was executed on December 28, 2009 with a maturity date of March 31, 2011. Upon maturity, the balance of the note was forgiven. Therefore, the outstanding balance of the note as of December 31, 2011 was \$0.

UICA offers the community innovative experiences in the latest art forms and exposure to the newest creative ideas. They present programs in visual arts, film, dance, literature, performance art and music and provide artists with studio space, sales support and educational opportunities. They also provide a forum for inclusive community dialogue, challenges stereotypes, and promote arts and cultural awareness. In 2011 they moved into their new facility on the southwest corner of Fulton and Division which features gallery space, two theatres, a youth studio, ceramics studio, two lounges, two reading areas, an artist-in-residence studio, and an outdoor sculpture terrace.

PART V, REDUCED TAX ON NET INVESTMENT INCOME:

| Adjusted Qualifying Distributions |             |            |             |
|-----------------------------------|-------------|------------|-------------|
| Year                              | 2010 Return | Adjustment | 2011 Return |
| 2010                              | 11,021,582  | 1,758,654  | 12,780,236  |
| 2009                              | 9,264,245   | 650,000    | 9,914,245   |
| 2008                              | 7,766,866   | 563,905    | 8,330,771   |
| 2007                              | 6,869,973   | 892,881    | 7,762,854   |
| 2006                              | 6,942,459   | 859,411    | 7,801,870   |

| Net Value of Noncharitable-Use Assets |             |            |             |
|---------------------------------------|-------------|------------|-------------|
| Year                                  | 2010 Return | Adjustment | 2011 Return |
| 2010                                  | 53,612,706  | 7,481,848  | 46,130,858  |
| 2009                                  | 48,973,098  | 6,945,349  | 42,027,749  |
| 2008                                  | 48,736,910  | 0          | 48,736,910  |
| 2007                                  | 36,893,108  | 0          | 36,893,108  |
| 2006                                  | 31,969,543  | 0          | 31,969,543  |

PART XIII, UNDISTRIBUTED INCOME:

| Excess Distributions Carryover |             |            |             |
|--------------------------------|-------------|------------|-------------|
| Year                           | 2010 Return | Adjustment | 2011 Return |
| 2006                           | 6,942,459   | 859,411    | 7,801,870   |
| 2007                           | 6,864,973   | 892,881    | 7,757,854   |
| 2008                           | 7,741,866   | 563,905    | 8,305,771   |
| 2009                           | 9,264,245   | 650,000    | 9,914,245   |
| 2010                           | 11,021,582  | 1,758,654  | 12,780,236  |

**Dick & Betsy DeVos Family Foundation**  
**EIN 38-2902412**  
**Year Ended 12/31/2011**  
**Form 990PF - Part XV Supplementary Information**  
**Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments**

| Recipient Name & Address   | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                   | Amount  |
|--|-----------------------|--------------------------------|------------------------------------|---------|
| <b>Acton Institute For The Study of Religion and Liberty</b><br>161 Ottawa Avenue NW, Suite 301<br>The Waters Building<br>Grand Rapids, MI 49503 | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 255,000 |
| <b>Ada Christian School Education Foundation</b><br>6206 Ada Dr SE<br>Grand Rapids, MI 49301   | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 5,000   |
| <b>Alliance for School Choice, Inc.</b><br>1660 L Street NW, Suite 1000<br>Washington, DC 20036  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 50,000  |
| <b>American Diabetes Association Inc.</b><br>P.O. Box 888877<br>Grand Rapids, MI 49888-8877  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 2,000   |
| <b>American Heart Association, Inc.</b><br>3940 Peninsular Dr SE Suite 180<br>Grand Rapids, MI 49546-6107  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 2,500   |
| <b>American National Red Cross</b><br>1050 Fuller Ave NE<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 27,500  |
| <b>AOPA Foundation</b><br>421 Aviation Way<br>Fredenck, MD 21701-4756  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 10,000  |
| <b>Aquinas College Inc.</b><br>1607 Robinson Road SE<br>Grand Rapids, MI 49506-1799  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 10,000  |
| <b>Arthritis Foundation - Michigan Chapter</b><br>West Michigan Region<br>3737 Lake Eastbrook Blvd SE, Suite 217<br>Grand Rapids, MI 49546       | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 1,000   |
| <b>Atlantic Classical Orchestra Inc.</b><br>415 Avenue A, Suite 305<br>Fort Pierce, FL 34950   | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 2,500   |
| <b>Baptists for Life</b><br>P O Box 3158<br>Grand Rapids, MI 49501   | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 1,000   |
| <b>Baxter Community Center</b><br>935 Baxter SE<br>Grand Rapids, MI 49506  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 20,000  |
| <b>Benjamin's Hope</b><br>895 Ottawa Beach Rd<br>Holland, MI 49424   | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 10,000  |

**Dick & Betsy DeVos Family Foundation**  
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**Year Ended 12/31/2011**  
**Form 990PF - Part XV Supplementary Information**  
**Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments**

| <b>Recipient Name &amp; Address</b>  | <b>Relationship to Donor</b> | <b>Foundation Status of Recipient</b> | <b>Purpose of Grant</b>            | <b>Amount</b> |
|--|------------------------------|---------------------------------------|------------------------------------|---------------|
| <b>Black Alliance for Educational Options Inc.</b><br>888 16th Street NW, Suite 800<br>Washington, DC 20006                  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 20,000        |
| <b>Boy Scouts of America, Gerald R. Ford Council</b><br>3213 Walker NW<br>Grand Rapids, MI 49544                             | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 10,100        |
| <b>Boys &amp; Girls Clubs of Grand Rapids</b><br>235 Straight NW<br>Grand Rapids, MI 49504                                   | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 15,000        |
| <b>Boys &amp; Girls Club of Greater Holland</b><br>435 Van Raalte Avenue<br>Holland, MI 49423                                | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 5,000         |
| <b>Bridges of Understanding Foundation</b><br>Mendian International Center<br>1630 Crescent Place NW<br>Washington, DC 20009 | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 10,000        |
| <b>Broadway Grand Rapids</b><br>122 Lyon NW<br>Grand Rapids, MI 49503  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 1,000         |
| <b>Calvin College</b><br>3201 Burton Street SE<br>Grand Rapids, MI 49546-4388  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 7,500         |
| <b>Camp Blodgett</b><br>1545 Buchanan Ave<br>Grand Rapids, MI 49507  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 1,000         |
| <b>Camp Roger</b><br>8356 Belding Road<br>Rockford, MI 49341   | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 2,000         |
| <b>Cape Eleuthera Foundation, Inc.</b><br>P O Box 5910<br>Princeton, NJ 08543  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 32,500        |
| <b>Central Detroit Christian Community Development Center</b><br>PO Box 44706<br>Detroit, MI 48244-0706                      | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 1,000         |
| <b>The Childrens Scholarship Fund</b><br>8 West 38th Street, 9th Floor<br>New York, NY 10018                                 | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 10,000        |
| <b>Christian Camps for Inner-City Youth, Inc.</b><br>816 Madison Ave SE<br>Grand Rapids, MI 49507                            | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 10,000        |

**Dick & Betsy DeVos Family Foundation**  
**EIN 38-2902412**  
**Year Ended 12/31/2011**  
**Form 990PF - Part XV Supplementary Information**  
**Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments**

| Recipient Name & Address  | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                         | Amount |
|---|-----------------------|--------------------------------|--|--------|
| <b>Christian Counseling Center</b><br>1870 Leonard, NW<br>Grand Rapids, MI 49505                                    | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000  |
| <b>Christian Reformed World Relief Committee</b><br>2850 Kalamazoo Ave SE<br>Grand Rapids, MI 49560                 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000  |
| <b>Church Planters' Training International</b><br>4079 Park East Court SE, Suite 102<br>Grand Rapids, MI 49546-8815 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 25,000 |
| <b>CLC Network</b><br>4340 Burlingame SW<br>Wyoming, MI 49509   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000 |
| <b>Columbia Yacht Club Legacy Foundation</b><br>111 N. Lake Shore Drive<br>Chicago, IL 60601-7342                   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000 |
| <b>Community Rebuilders</b><br>1120 Monroe NW<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 50,000 |
| <b>Council of Michigan Foundations</b><br>One S Harbor Dr., Suite 3<br>Grand Haven, MI 49417                        | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000  |
| <b>Criminal Justice Chaplaincy</b><br>207 Fulton Street E<br>Grand Rapids, MI 49546                                 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 2,500  |
| <b>Crooked Tree Arts Council, Inc.</b><br>461 E Mitchell St<br>Petoskey, MI 49770                                   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000  |
| <b>Cure International, Inc.</b><br>701 Bosler Avenue<br>Lemoyne, PA 17043   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 30,000 |
| <b>Davenport University</b><br>6191 Kraft Ave<br>Grand Rapids, MI 49512   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000  |
| <b>Degage Ministries</b><br>144 S Division Ave<br>Grand Rapids, MI 49503  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000  |
| <b>Diocese of Grand Rapids</b><br>267 Sheldon<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 50,000 |
| <b>Dwelling Place of Grand Rapids</b><br>101 Sheldon Blvd SE, Suite 2<br>Grand Rapids, MI 49503                     | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000  |

**Dick & Betsy DeVos Family Foundation**  
**EIN 38-2902412**  
**Year Ended 12/31/2011**  
**Form 990PF - Part XV Supplementary Information**  
**Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments**

| Recipient Name & Address  | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                         | Amount  |
|---|-----------------------|--------------------------------|--|---------|
| <b>Dwight D. Howard Foundation, Inc.</b><br>PO Box 490874<br>College Park, GA 30349   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |
| <b>Education Action Group Foundation</b><br>801 W Norton, Suite 1<br>Muskegon, MI 49441                                       | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |
| <b>English Language Institute/China</b><br>1629 Blue Spruce Dr<br>Fort Collins, CO 80524                                      | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |
| <b>The Federalist Society for Law &amp; Public Policy Studies</b><br>1015 18th Street NW<br>Suite 425<br>Washington, DC 20036 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |
| <b>Ferris State University</b><br>1201 S State Street, CSS 301<br>Big Rapids, MI 49307  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 250,000 |
| <b>Festival of the Arts in Grand Rapids</b><br>P O Box 68440<br>Grand Rapids, MI 49516-8440                                   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000   |
| <b>Foundation for Excellence in Education Inc.</b><br>P O Box 10691<br>Tallahassee, FL 32302                                  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 50,000  |
| <b>Foundation for Individual Rights in Education, Inc.</b><br>601 Walnut Street, Suite 510<br>Philadelphia, PA 19106          | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |
| <b>Frederik Meijer Gardens and Sculpture Park</b><br>1000 East Beltline Avenue NE<br>Grand Rapids, MI 49525                   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000   |
| <b>Geek Group Inc.</b><br>902 Leonard Street NW<br>Grand Rapids, MI 49504-4134  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 40,000  |
| <b>George W. Bush Foundation</b><br>P O Box 600610<br>Dallas, TX 75206  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 500,000 |
| <b>Gerald R. Ford Foundation</b><br>303 Pearl Street N W<br>Grand Rapids, MI 49504-5353                                       | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000   |
| <b>Grace Centers of Hope</b><br>35 E Huron Street<br>P O Box 420725<br>Pontiac, MI 48342-0725                                 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |

**Dick & Betsy DeVos Family Foundation**  
**EIN 38-2902412**  
**Year Ended 12/31/2011**  
**Form 990PF - Part XV Supplementary Information**  
**Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments**

| Recipient Name & Address   | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                         | Amount  |
|--|-----------------------|--------------------------------|--|---------|
| <b>Grand Action Foundation</b><br>120 Lyon Street NW<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 100,000 |
| <b>Grand Rapids Art Museum</b><br>101 Monroe Center<br>Grand Rapids, MI 49503  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000  |
| <b>Grand Rapids Ballet Co.</b><br>341 Ellsworth Ave SW<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 15,000  |
| <b>Grand Rapids Cable Access Center</b><br>Wealthy Theatre<br>1130 Wealthy Street SE<br>Grand Rapids, MI 49506                               | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 25,000  |
| <b>Grand Rapids Christian School Association</b><br>1508 Alexander Street SE<br>Grand Rapids, MI 49506                                       | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 300,000 |
| <b>Grand Rapids Civic Theatre, Inc.</b><br>30 N. Division Avenue<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |
| <b>Grand Rapids Community College Foundation</b><br>143 Bostwick Avenue S E<br>Grand Rapids, MI 49503-3295                                   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 51,000  |
| <b>Grand Rapids Film Festival, Inc.</b><br>801 Broadway Ave NW, Apt 433<br>Grand Rapids, MI 49504-4465                                       | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 2,500   |
| <b>Grand Rapids Griffins Youth Foundation</b><br>130 W. Fulton<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000   |
| <b>Grand Rapids Initiative for Leaders</b><br>PO Box 7865<br>Grand Rapids, MI 49510-7865   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000  |
| <b>Grand Rapids Opportunities for Women</b><br>25 Sheldon Blvd SE Suite 210<br>Grand Rapids, MI 49503  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 2,500   |
| <b>Grand Rapids Symphony Society</b><br>300 Ottawa N W. Suite 100<br>Grand Rapids, MI 49503  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000  |
| <b>Grand Valley State University</b><br>Cook-DeVos Center for Health Sciences<br>301 Michigan St NE Suite 100<br>Grand Rapids, MI 49503-3314 | None                  | Govt/Pub Ed                    | Unrestricted<br>Grant to<br>General Fund | 100,000 |

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| Recipient Name & Address  | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                         | Amount |
|---|-----------------------|--------------------------------|--|--------|
| <b>Grandville Avenue Arts &amp; Humanities, Inc.</b><br>644 Grandville Ave SW<br>Grand Rapids, MI 49503 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 2,500  |
| <b>Greater Grand Rapids Bicycle Coalition</b><br>P O Box 6204<br>Grand Rapids, MI 49516-6204            | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 2,500  |
| <b>Greater Grand Rapids Chamber Foundation</b><br>111 Peart St NW<br>Grand Rapids, MI 49503             | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000  |
| <b>Health Intervention Services</b><br>15 Andre SE<br>Grand Rapids, MI 49507                            | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 50,000 |
| <b>Heart of West Michigan United Way</b><br>118 Commerce SW, Suite 100<br>Grand Rapids, MI 49503        | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 25,000 |
| <b>Helen DeVos Children's Hospital Foundation</b><br>100 Michigan NE - MC 4<br>Grand Rapids, MI 49503   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 12,500 |
| <b>The Heritage Foundation</b><br>214 Massachusetts Avenue NE<br>Washington, DC 20002                   | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000 |
| <b>Holland Christian Education Society</b><br>956 Ottawa Avenue<br>Holland, MI 49423                    | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000  |
| <b>Holland Harbor Lighthouse Historical Commission</b><br>P O Box 13<br>Macatawa, MI 49434-0013         | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000  |
| <b>Holland Hospital Foundation</b><br>602 Michigan<br>Holland, MI 49423                                 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 2,500  |
| <b>Holocaust Memorial Center</b><br>28123 Orchard Lake Road<br>Farmington Hills, MI 48334-3738          | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000  |
| <b>Home Repair Services of Kent County Inc.</b><br>1100 S Division<br>Grand Rapids, MI 49507            | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000 |
| <b>Hope Network Foundation</b><br>755 36th St. SE<br>P O Box 890<br>Grand Rapids, MI 49518-0890         | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000 |

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| <b>Recipient Name &amp; Address</b>   | <b>Relationship to Donor</b> | <b>Foundation Status of Recipient</b> | <b>Purpose of Grant</b>            | <b>Amount</b> |
|---|------------------------------|---------------------------------------|------------------------------------|---------------|
| <b>Hospice of Holland, Inc.</b><br>270 Hoover Blvd.<br>Holland, MI 49423  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 1,000         |
| <b>Indian River Community Foundation</b><br>P O Box 643968<br>Vero Beach, FL 32964-3968                                 | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 5,000         |
| <b>Indian River Hospital Foundation, Inc.</b><br>1000 36th St<br>Vero Beach, FL 32960                                   | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 2,500         |
| <b>Indian Trails Camp</b><br>0-1859 Lake Michigan Dr NW<br>Grand Rapids, MI 49534                                       | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 1,000         |
| <b>Inner City Christian Federation</b><br>920 Cherry Street SE<br>Grand Rapids, MI 49506                                | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 25,000        |
| <b>Institute For Justice</b><br>901 N Gleave Rd<br>Arlington, VA 22203  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 10,000        |
| <b>The International Justice Mission</b><br>P O Box 58147<br>Washington, DC 20037-8147                                  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 30,000        |
| <b>Jewish Hospice and Chaplaincy Network</b><br>6555 W Maple Road<br>West Bloomfield, MI 48322                          | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 5,000         |
| <b>John F. Kennedy Center for the Performing Arts</b><br>2700 F Street, NW<br>Washington, DC 20566                      | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 150,000       |
| <b>Jubilee Jobs, Inc.</b><br>935 Baxter SE<br>Grand Rapids, MI 49506  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 2,500         |
| <b>Junior Achievement of the Michigan Great Lakes, Inc.</b><br>2650 East Beltline SE, Suite B<br>Grand Rapids, MI 49546 | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 1,000         |
| <b>Kids Hope USA</b><br>100 South Pine St , Suite 280<br>Zeeland, MI 49464  | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 150,000       |
| <b>LaGrave Avenue Christian Reformed Church</b><br>107 LaGrave Avenue SE<br>Grand Rapids, MI 49503                      | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 500           |
| <b>Literacy Center of West Michigan</b><br>1120 Monroe Ave NW, Suite 240<br>Grand Rapids, MI 49503                      | None                         | 501(c)(3)                             | Unrestricted Grant to General Fund | 5,000         |



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| Recipient Name & Address  | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                         | Amount  |
|---|-----------------------|--------------------------------|--|---------|
| <b>Mackinac Center</b><br>140 West Main Street<br>P O Box 568<br>Midland, MI 48640-0568               | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 50,000  |
| <b>March of Dimes Foundation</b><br>3351 Claystone Street SE, Suite G20<br>Grand Rapids, MI 49546     | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 1,000   |
| <b>Mars Hill Bible Church</b><br>3501 Fairlanes Ave SW<br>Grandville, MI 49418                        | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 525,000 |
| <b>Mel Trotter Ministries</b><br>225 Commerce Ave. SW<br>Grand Rapids, MI 49503                       | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 20,000  |
| <b>Michigan Childrens Trust Fund</b><br>Grand Tower Suite 1411<br>P O. Box 30037<br>Lansing, MI 48909 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 30,000  |
| <b>New Urban Learning</b><br>600 Antoinette<br>Detroit, MI 48202                                      | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 75,000  |
| <b>NF Inc.</b><br>P O Box 66884<br>Chicago, IL 60666  | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 200     |
| <b>Noorthoek Academy</b><br>P O Box 6241<br>Grand Rapids, MI 49516                                    | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 500     |
| <b>Northwood University</b><br>4000 Whiting Dnve<br>Midland, MI 48640                                 | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 200,000 |
| <b>Orlando Magic Youth Foundation</b><br>8701 Maitland Summit Blvd<br>Orlando, FL 32810               | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 10,000  |
| <b>Outdoor Discovery Center Macatawa Greenway</b><br>A-4214 56th Street<br>Holland, MI 49423          | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 125,000 |
| <b>Perimeter Church</b><br>9500 Medlock Bndge Road<br>Johns Creek, GA 30097-5987                      | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 500     |
| <b>The Philanthropy Roundtable</b><br>1150 17th Street NW, Ste 503<br>Washington, DC 20036            | None                  | 501(c)(3)                      | Unrestricted<br>Grant to<br>General Fund | 5,000   |

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| Recipient Name & Address  | Relationship to Donor | Foundation Status of Recipient | Purpose of Grant                   | Amount  |
|---|-----------------------|--------------------------------|------------------------------------|---------|
| <b>Police Unity Tour Inc.</b><br>P O Box 528<br>Florham Park, NJ 07932-0528                                     | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 1,000   |
| <b>The Potter's House</b><br>810 Van Raalte SW<br>Grand Rapids, MI 49509  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 302,500 |
| <b>Pregnancy Resource Center</b><br>415 Cherry SE<br>Grand Rapids, MI 49503                                     | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 40,000  |
| <b>Princeton University</b><br>5 Ivy Lane<br>Princeton, NJ 08540  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 50,000  |
| <b>Rehoboth Christian School Association</b><br>PO Box 41<br>Rehoboth, NM 87322-0042                            | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 50,000  |
| <b>RidgePoint Community Church</b><br>340 104th Ave<br>Holland, MI 49423-9149                                   | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 1,000   |
| <b>Right to Life of Michigan Educational Foundation</b><br>2340 Porter Street SW<br>Grand Rapids, MI 49509-0901 | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 25,250  |
| <b>Rollins College</b><br>1000 Holt Avenue<br>Winter Park, FL 32789-4499  | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 2,500   |
| <b>Roosevelt Park Ministries, Inc.</b><br>1530 Grandville Ave SW<br>Grand Rapids, MI 49503                      | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 1,000   |
| <b>Salvation Army National Corp.</b><br>1215 E Fulton<br>Grand Rapids, MI 49503-3849                            | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 5,000   |
| <b>Schenectady Community House, Inc.</b><br>P O Box 2122<br>Scotia, NY 12302-0122                               | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 10,000  |
| <b>School Choice Wisconsin, Inc.</b><br>2025 North Summit Ave , Suite 103<br>Milwaukee, WI 53202                | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 15,000  |
| <b>St. Cecilia Music Center</b><br>24 Ransom NE<br>Grand Rapids, MI 49503                                       | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 14,200  |
| <b>Stephen's Children Foundation Inc.</b><br>1330 Old Woodbine<br>Atlanta, GA 30319                             | None                  | 501(c)(3)                      | Unrestricted Grant to General Fund | 125,000 |

**Dick & Betsy DeVos Family Foundation**  
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| <b>Recipient Name &amp; Address</b>   | <b>Relationship to Donor</b> | <b>Foundation Status of Recipient</b> | <b>Purpose of Grant</b>                  | <b>Amount</b> |
|---|------------------------------|---------------------------------------|--|---------------|
| <b>Stockbridge Boiler Room</b><br>717 Davis Ave NW<br>Grand Rapids, MI 49504  | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 30,000        |
| <b>Suffered Enough Inc.</b><br>P O Box 17920<br>Atlanta, GA 30316   | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 5,000         |
| <b>The Grand Rapids Red Project</b><br>343 Atlas Ave SE<br>Grand Rapids, MI 49506-1701                                    | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 10,000        |
| <b>Thunderbird School of Global Management</b><br>15249 N 59th Ave<br>Glendale, AZ 85306                                  | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 10,000        |
| <b>United Way of Indian River County, Inc.</b><br>1836 14th Ave<br>Vero Beach, FL 32960                                   | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 1,000         |
| <b>University of Michigan</b><br>Office of Development<br>3003 S State Street, Suite 9000<br>Chapel Hill, NC 27599-6105   | None                         | Govt/Pub Ed                           | Unrestricted<br>Grant to<br>General Fund | 12,000        |
| <b>University of North Carolina at Chapel Hill</b><br>103 South Building<br>Campus Box 6105<br>Chapel Hill, NC 27599-6105 | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 20,000        |
| <b>Urban Institute for Contemporary Arts</b><br>2 West Fulton SE<br>Grand Rapids, MI 49503                                | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 53,500        |
| <b>Van Andel Institute</b><br>333 Bostwick NE<br>Grand Rapids, MI 49503   | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 11,000        |
| <b>Vero Beach Museum of Art Inc.</b><br>3001 Riverside Park Dr<br>Vero Beach, FL 32963-1874                               | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 1,500         |
| <b>Wake Forest University</b><br>499 Deacon Blvd<br>Winston Salem, NC 27105   | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 250           |
| <b>Wedgwood Christian Services</b><br>3300 36th Street SE<br>Grand Rapids, MI 49512                                       | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 6,000         |
| <b>West Michigan Aviation Academy</b><br>5363 44th Street SE<br>Grand Rapids, MI 49512                                    | None                         | 501(c)(3)                             | Unrestricted<br>Grant to<br>General Fund | 325,000       |

**Dick & Betsy DeVos Family Foundation**  
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| Recipient Name & Address  | Relationship<br>to Donor | Foundation<br>Status of<br>Recipient | Purpose<br>of Grant                      | Amount                           |
|---|--------------------------|--------------------------------------|--|----------------------------------|
| Willow Creek Association<br>67 E. Algonquin Rd.<br>South Barrington, IL 60010   | None                     | 501(c)(3)                            | Unrestricted<br>Grant to<br>General Fund | 1,000,000                        |
| World Relief Corporation<br>7 East Baltimore Street<br>Baltimore, MD 21202-1602 | None                     | 501(c)(3)                            | Unrestricted<br>Grant to<br>General Fund | 305,000                          |
| Young Life - National Office<br>P O. Box 520<br>Colorado Springs, CO 80901      | None                     | 501(c)(3)                            | Unrestricted<br>Grant to<br>General Fund | 10,000                           |
| Young Life Greater Grand Rapids<br>PO Box 68206<br>Grand Rapids, MI 49516       | None                     | 501(c)(3)                            | Unrestricted<br>Grant to<br>General Fund | 1,000                            |
| <b>2011 Artprize Awards</b>   |                          |                                      |  |                                  |
| Mia Travnatti   | None                     |                                      | Prize Award                              | 250,000                          |
| Tracy Van Duinen  | None                     |                                      | Prize Award                              | 34,500                           |
| Phil Schuster   | None                     |                                      | Prize Award                              | 24,000                           |
| Andy Bellomo  | None                     |                                      | Prize Award                              | 13,000                           |
| Todd Osborne  | None                     |                                      | Prize Award                              | 28,500                           |
| Lynda Mane Cole   | None                     |                                      | Prize Award                              | 50,000                           |
| Sunti Pichetchaiyakul   | None                     |                                      | Prize Award                              | 7,000                            |
| Richard Charles Branstrom   | None                     |                                      | Prize Award                              | 7,000                            |
| Llewellyn Tilma   | None                     |                                      | Prize Award                              | 7,000                            |
| Laura Alexander   | None                     |                                      | Prize Award                              | 7,000                            |
| Paul Alan Baliker   | None                     |                                      | Prize Award                              | 7,000                            |
| Robert Shangle  | None                     |                                      | Prize Award                              | 5,250                            |
| Jasper Shangle  | None                     |                                      | Prize Award                              | 1,750                            |
| William Secunda   | None                     |                                      | Prize Award                              | 7,000                            |
| <b>Total</b>  |                          |                                      |  | <b><u><u>\$6,683,500</u></u></b> |

Form **4562**

Department of the Treasury  
Internal Revenue Service (99)  
Name(s) shown on return

**Depreciation and Amortization 990PF**  
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

**2011**

Attachment  
Sequence No 179

**DICK AND BETSY DEVOS FAMILY FOUNDATION** **FORM 990-PF PAGE 1** **38-2902412**

**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

|    |   |                              |                  |
|----|---|------------------------------|------------------|
| 1  | Maximum amount (see instructions)   | 1                            | 500,000.         |
| 2  | Total cost of section 179 property placed in service (see instructions)   | 2                            |                  |
| 3  | Threshold cost of section 179 property before reduction in limitation   | 3                            | 2,000,000.       |
| 4  | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-  | 4                            |                  |
| 5  | Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5                            |                  |
| 6  | (a) Description of property   | (b) Cost (business use only) | (c) Elected cost |
| 7  | Listed property. Enter the amount from line 29  | 7                            |                  |
| 8  | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7  | 8                            |                  |
| 9  | Tentative deduction. Enter the smaller of line 5 or line 8  | 9                            |                  |
| 10 | Carryover of disallowed deduction from line 13 of your 2010 Form 4562   | 10                           |                  |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5   | 11                           |                  |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11   | 12                           |                  |
| 13 | Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12   | 13                           |                  |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)**

|    |  |    |  |
|----|--|----|--|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year | 14 |  |
| 15 | Property subject to section 168(f)(1) election   | 15 |  |
| 16 | Other depreciation (including ACRS)  | 16 |  |

**Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**

**Section A**

|    |  |    |  |
|----|--|----|--|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2011   | 17 |  |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/> |    |  |

**Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System**

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property            |                                      |  |                     |                |            |                            |
| b 5-year property              |                                      |  |                     |                |            |                            |
| c 7-year property              |                                      |  |                     |                |            |                            |
| d 10-year property             |                                      |  |                     |                |            |                            |
| e 15-year property             |                                      |  |                     |                |            |                            |
| f 20-year property             |                                      |  |                     |                |            |                            |
| g 25-year property             |                                      |  | 25 yrs.             |                | S/L        |                            |
| h Residential rental property  | /                                    |  | 27.5 yrs.           | MM             | S/L        |                            |
| i Nonresidential real property | /                                    |  | 39 yrs.             | MM             | S/L        |                            |

**Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System**

|                |       |            |         |    |     |         |
|----------------|-------|------------|---------|----|-----|---------|
| 20a Class life |       | 42,555.    | 5/10 YR | MM | S/L | 2,371.  |
| b 12-year      |       |            | 12 yrs  |    | S/L |         |
| c 40-year      | 09/01 | 2,058,009. | 40 yrs. | MM | S/L | 12,994. |

**Part IV Summary (See instructions.)**

|    |  |    |         |
|----|--|----|---------|
| 21 | Listed property. Enter amount from line 28   | 21 |         |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 15,365. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs  | 23 |         |

**Part V Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)  
**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)

**24a** Do you have evidence to support the business/investment use claimed?  Yes  No **24b** If "Yes," is the evidence written?  Yes  No

| (a)<br>Type of property<br>(list vehicles first)  | (b)<br>Date placed in service | (c)<br>Business/investment use percentage | (d)<br>Cost or other basis | (e)<br>Basis for depreciation (business/investment use only) | (f)<br>Recovery period | (g)<br>Method/Convention | (h)<br>Depreciation deduction | (i)<br>Elected section 179 cost |
|---|-------------------------------|---|----------------------------|--|------------------------|--------------------------|-------------------------------|---------------------------------|
| <b>25</b> Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use |                               |   |                            |  |                        |                          | <b>25</b>                     |                                 |
| <b>26</b> Property used more than 50% in a qualified business use:  |                               |   |                            |  |                        |                          |                               |                                 |
|   |                               | %   |                            |  |                        |                          |                               |                                 |
|   |                               | %   |                            |  |                        |                          |                               |                                 |
|   |                               | %   |                            |  |                        |                          |                               |                                 |
| <b>27</b> Property used 50% or less in a qualified business use:  |                               |   |                            |  |                        |                          |                               |                                 |
|   |                               | %   |                            |  |                        | S/L -                    |                               |                                 |
|   |                               | %   |                            |  |                        | S/L -                    |                               |                                 |
|   |                               | %   |                            |  |                        | S/L -                    |                               |                                 |
| <b>28</b> Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1   |                               |   |                            |  |                        |                          | <b>28</b>                     |                                 |
| <b>29</b> Add amounts in column (i), line 26. Enter here and on line 7, page 1  |                               |   |                            |  |                        |                          |                               | <b>29</b>                       |

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

|   | (a)<br>Vehicle |    | (b)<br>Vehicle |    | (c)<br>Vehicle |    | (d)<br>Vehicle |    | (e)<br>Vehicle |    | (f)<br>Vehicle |    |
|---|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|
|   | Yes            | No | Yes            | No | Yes            | No | Yes            | No | Yes            | No | Yes            | No |
| <b>30</b> Total business/investment miles driven during the year (do not include commuting miles) |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>31</b> Total commuting miles driven during the year  |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>32</b> Total other personal (noncommuting) miles driven  |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>33</b> Total miles driven during the year. Add lines 30 through 32                             |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>34</b> Was the vehicle available for personal use during off-duty hours?                       |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>35</b> Was the vehicle used primarily by a more than 5% owner or related person?               |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>36</b> Is another vehicle available for personal use?  |                |    |                |    |                |    |                |    |                |    |                |    |

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

|  | Yes | No |
|--|-----|----|
| <b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?  |     |    |
| <b>38</b> Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners |     |    |
| <b>39</b> Do you treat all use of vehicles by employees as personal use?   |     |    |
| <b>40</b> Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?   |     |    |
| <b>41</b> Do you meet the requirements concerning qualified automobile demonstration use?  |     |    |

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

**Part VI Amortization**

| (a)<br>Description of costs  | (b)<br>Date amortization begins | (c)<br>Amortizable amount | (d)<br>Code section | (e)<br>Amortization period or percentage | (f)<br>Amortization for this year |
|--|---------------------------------|---------------------------|---------------------|--|-----------------------------------|
| <b>42</b> Amortization of costs that begins during your 2011 tax year:               |                                 |                           |                     |  |                                   |
|  |                                 |                           |                     |  |                                   |
| <b>43</b> Amortization of costs that began before your 2011 tax year                 |                                 |                           |                     |  | <b>43</b>                         |
| <b>44</b> Total. Add amounts in column (f). See the instructions for where to report |                                 |                           |                     |  | <b>44</b>                         |