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

2011

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 THE JOHN R. AND M. MARGRITE DAVIS FOUNDATION		A Employer identification number 38-6058593
Number and street (or P.O. box number if mail is not delivered to street address) 40950 WOODWARD AVENUE, SUITE 306	Room/suite	B Telephone number (248) 594-5770
City or town, state, and ZIP code BLOOMFIELD HILLS, MI 48304		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		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 (from Part II, col. (c), line 16) \$ 9641942.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <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 (The total amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2425.	2425.	2425.	Statement 1
4 Dividends and interest from securities		217130.	217130.	217130.	Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		33425.			
b Gross sales price for all assets on line 6a 1703493.					
7 Capital gain net income (from Part IV, line 2)			33425.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		918.	918.	918.	Statement 3
12 Total. Add lines 1 through 11		253898.	253898.	220473.	
13 Compensation of officers, directors, trustees, etc		25000.	25000.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 4		6793.	0.	0.	0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmt 5		2310.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		2018.	0.	0.	2018.
22 Printing and publications					
23 Other expenses Stmt 6		17860.	0.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		53981.	25000.	0.	2018.
25 Contributions, gifts, grants paid		480261.			480261.
26 Total expenses and disbursements. Add lines 24 and 25		534242.	25000.	0.	482279.
27 Subtract line 26 from line 12		-280344.			
a Excess of revenue over expenses and disbursements			228898.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				220473.	

SCANNED MAY 29 2012

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	33040.	281322.	281322.
	2 Savings and temporary cash investments	2118014.	760749.	760749.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 7	3108075.	2143224.	3344944.
	c Investments - corporate bonds Stmt 8	1672340.	1659188.	1638775.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 9	1425945.	3219121.	3616152.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	8357414.	8063604.	9641942.	
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 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	8357314.	8063604.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	8357314.	8063604.		
31 Total liabilities and net assets/fund balances	8357314.	8063604.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8357314.
2 Enter amount from Part I, line 27a	2	-280344.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8076970.
5 Decreases not included in line 2 (itemize) ▶ Basis Adjustment	5	13366.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8063604.

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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1703493.		1670068.	33425.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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 as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			33425.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	33425.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	-9596.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	498087.	9832115.	.050659
2009	407130.	8903851.	.045725
2008	183800.	9503343.	.019341
2007	235750.	9883452.	.023853
2006	191310.	9256198.	.020668

2 Total of line 1, column (d)	2	.160246
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.032049
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10026096.
5 Multiply line 4 by line 3	5	321326.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2289.
7 Add lines 5 and 6	7	323615.
8 Enter qualifying distributions from Part XII, line 4	8	482279.

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.

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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. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2289.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2289.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2289.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1662.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1662.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	8.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	635.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <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? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MI</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation 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)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14 The books are in care of ► <u>Raymond C. Cunningham Jr</u> Telephone no ► <u>864-288-1199</u> Located at ► <u>126 Babbs Hollow, Greenville, SC</u> ZIP+4 ► <u>29607</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No 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 type="checkbox"/> Yes <input checked="" 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	1b	N/A	
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 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

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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?

N/A

7b

X

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 10		25000.	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

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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
NONE		

Total number of others receiving over \$50,000 for professional services

0

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	
	0.
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 N/A	
	0.
2	
All other program-related investments See instructions	
3 N/A	
	0.
	0.
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	8563628.
b Average of monthly cash balances	1b	1615150.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	10178778.
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	10178778.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	152682.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10026096.
6 Minimum investment return. Enter 5% of line 5	6	501305.

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	501305.
2a Tax on investment income for 2011 from Part VI, line 5	2a	2289.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	2289.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	499016.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	499016.	
6 Deduction from distributable amount (see instructions)	6	0.	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	499016.	

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	482279.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	482279.
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	2289.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	479990.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				499016.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			22516.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 482279.				
a Applied to 2010, but not more than line 2a			22516.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				459763.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				39253.
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

None

THE JOHN R. AND M. MARGRITE DAVIS

FOUNDATION

Form 990-PF (2011)

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Adrian Dominican Sisters 1257 E Siena Heights Drive Adrian, MI 49221	None	501(c)(3)	Religious	5000.
Boy Scouts of America -Blue Ridge Counsel 1 Park Place Greenville, SC 29607	None	501(c)(3)	General Charitable	
Armed Forces Relief Trust Dept. 6055 Washington, DC 20042	None	501(c)(3)	General Charitable	20000.
Arthritis Foundation P. O. Box 96280 Washington, DC 20077	None	501(c)(3)	Medical	5000.
Boy Scouts of America P. O. Box 152079 Irving, TX 75015	None	501(c)(3)	General Charitable	2500.
Total	See continuation sheet(s)			480261.
b Approved for future payment				
None				
Total				0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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, this is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: [Signature] Date: 5/7/12 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	MARY M. LYNEIS	<i>Mary M. Lyneis</i>	5/12		P01207075
	Firm's name ▶ LOPRETE & LYNEIS, P.C.			Firm's EIN ▶ 26-1341742	
	Firm's address ▶ 40950 WOODWARD AVENUE, SUITE 306 BLOOMFIELD HILLS, MI 48304			Phone no 248 594-5770	

THE JOHN R. AND M. MARGRITE DAVIS
FOUNDATION

38-6058593

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Brighton Hospital Foundation 12851 Grand River Brighton, MI 48116	None	501(c)(3)	Medical	5000.
Childrens Museum of Greenville 300 College Street Greenville, SC	None	501(c)(3)	General Charitable	10000.
Carolina Youth Symphony P.O. Box 534 Greenville, SC 29602	None	501(c)(3)	General Charitable	2500.
Catholic Relief Services 209 W. Fayette Baltimore, MD 21201	None	501(c)(3)	General Charitable	1000.
Cato Institute 1000 Massachusetts Ave Washington, DC 20077	None	501(c)(3)	General Charitable	500.
Community Foundation - Greenville 27 Cleveland St., Suite 101 Greenville, SC 29601	None	501(c)(3)	General Charitable	5000.
Dachshund Rescue of North America 7821 Sabre Court Manassas, VA 20109	None	501(c)(3)	General Charitable	500.
Navy Seals Foundation 1619 D St Building 5326 Virginia Beach, VA 23459	None	501(c)(3)	General Charitable	5000.
Detroit Athletic Club Foundation 241 Madison Avenue Detroit, MI 48226	None	501(c)(3)	General Charitable	15000.
Forgotten Harvest 21800 Greenfield Road Oak Park, MI 48237	None	501(c)(3)	General Charitable	5000.
Total from continuation sheets				447761.

THE JOHN R. AND M. MARGRITE DAVIS
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Greenville Hospital System - ITOR Program 300 E. McBee Avenue Suite 200 Greenville, SC 29601	None	501(c)(3)	Medical	50000.
Friends of the Greenville Zoo 135 S. Main, 10th Floor Greenville, SC 29601	None	501(c)(3)	General Charitable	5000.
God's Pantry 1100 Log Shoals Road Mauldin, SC 29661	None	501(c)(3)	General Charitable	5000.
Greenville Cancer Society 113 Mills Avenue Greenville, SC 29605	None	501(c)(3)	Medical	2500.
Greenville County Sheriff's Foundation Greenville, SC	None	501(c)(3)	General Charitable	30600.
Greenville Free Clinic P.O. Box 8993 Greenville, SC 29604	None	501(c)(3)	Medical	15000.
Greenville Hospital System 255 Enterprise Greenville, SC 29609	None	501(c)(3)	Medical	25000.
Greenville Humane Society 328 Furman Hall Greenville, SC 29609	None	501(c)(3)	General Charitable	10000.
Greenville Woman Giving 27 Cleveland St., Suite 101 Greenville, SC 29601	None	501(c)(3)	General Charitable	25000.
Harvest Hope Food Pantry 2818 Wild Horse Road Greenville, SC 29611	None	501(c)(3)	General Charitable	5000.
Total from continuation sheets				

THE JOHN R. AND M. MARGRITE DAVIS
FOUNDATION

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Manresa Jesuit Retreat House 1390 Quarton Road Bloomfield Hills, MI 48304	None	501(c)(3)	Religious	500.
Henry Ford Community College 5101 Evergreen Rd Dearborn, MI 48128	None	501(c)(3)	Educational	10000.
Henry Ford Hospital/Health Systems 1 Ford Place 5B Detroit, MI 48202	None	501(c)(3)	Medical	10000.
Heritage Foundation 214 Massachusettes Ave Washington, DC 20077	None	501(c)(3)	General Charitable	10000.
Junior League of Greenville 118 Greenacre Road Greenville, SC 29607	None	501(c)(3)	General Charitable	1161.
Holiday Sunshine Fund P.O. Box 1688 Greenville, SC 29602	None	501(c)(3)	General Charitable	1000.
Macular Degeneration Research 22512 Gateway Cener Drive Clarksburg, MD 20871	None	501(c)(3)	Medical	1000.
Kappa Kappa Gamma Foundation 530 E. Town Street Columbus, OH 43216	None	501(c)(3)	General Charitable	500.
Leadership Institute 1101 N. Highland Arlington, VA 22201	None	501(c)(3)	General Charitable	2500.
Lourdes Senior Community 2300 Watkins Lake Road Waterford, MI 48328	None	501(c)(3)	General Charitable	10000.
Total from continuation sheets				

THE JOHN R. AND M. MARGRITE DAVIS
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Marines Corps Law Enforcement P. O. Box 37 Mountain Lakes, NJ 07046	None	501(c)(3)	General Charitable	50000.
Martin Memorial Hospital Foundation 2127 S.E. Ocean Blvd. Stewart, FL 34966	None	501(c)(3)	Medical	5000.
Meals on Wheels-Greenville 15 Oregon Street Greenville, SC 29605	None	501(c)(3)	General Charitable	5000.
Michigan Alzheimer's Chapter 20300 Civic Center Drive Southfield, MI 48076	None	501(c)(3)	Medical	1000.
Michigan Humane Society 3600 W. Auburn Road Rochester Hills, MI 48309	None	501(c)(3)	General Charitable	2500.
Miracle Hill Ministries P.O.Box 2546 Greenville, SC 29602	None	501(c)(3)	General Charitable	5000.
Pink Fund 3580 W. Maple Bloomfield Hills, MI 48301	None	501(c)(3)	General Charitable	5000.
Project Hope 2131 Woodruff Road, PMB Suite 2100 Greenville, SC 29607	None	501(c)(3)	General Charitable	15000.
Right to Work Foundation 8001 Braddock Springfield, VA 22160	None	501(c)(3)	General Charitable	5000.
Roper Mountain Science Center Assn. 402 Roper Mountain Road Greenville, SC 22160	None	501(c)(3)	Educational	5000.
Total from continuation sheets				

THE JOHN R. AND M. MARGRITE DAVIS
FOUNDATION

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Salvation Army P. O. Box 105 Beaufort, SC 29901	None	501(c)(3)	General Charitable	5000.
Salvation Army Boys and Girls Club 25 Owens Street Greenville, SC 29611	None	501(c)(3)	General Charitable	5000.
Shriners Hospital 950 W. Paris Road Greenville, SC 29605	None	501(c)(3)	Medical	10000.
Siena Heights University 1247 E Siena Heights Drive Adrian, MI 49221	None	501(c)(3)	Educational	10000.
Sigma Chi Foundation 1714 Hinman Ave Evanston, IL 602014517	None	501(c)(3)	Educational	4000.
Salvation Army - Greenville 2320 E. North Street Greenville, SC 29605	None	501(c)(3)	General Charitable	5000.
St. Jude Children's Research Hospital P. O. Box 50 Memphis, TN 38101	None	501(c)(3)	Medical	2500.
St. Vincent de Paul 3710 Augusta Rd Greenville, SC 29604	None	501(c)(3)	General Charitable	1000.
Tax Foundation 2001 L St., NW, Suite 1050 Washington, DC 200779595	None	501(c)(3)	General Charitable	2500.
Peace Center Peacekeepers 101 W. Broad Greenville, SC 29601	None	501(c)(3)	Educational	2500.
Total from continuation sheets				

THE JOHN R. AND M. MARGRITE DAVIS
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Thomas More Law Center 24 Frank Lloyd Wright Dr Ann Arbor, MI 48106	None	501(c)(3)	Educational	5000.
U of D Jesuit High School 8400 Cambridge Detroit, MI 48221	None	501(c)(3)	Educational	5000.
USO P. O. Box 96860 Washington, DC 20077	None	501(c)(3)	General Charitable	2500.
Village Women's Club Foundation 190 E. Long Lake Rd. Bloomfield Hills, MI 48304	None	501(c)(3)	General Charitable	5000.
Wounded Warriors 7020 A.C. Skinner Parkway Jacksonville, FL 32256	None	501(c)(3)	General Charitable	10000.
YMCA of Greenville 601 E. McBee Avenue Suite 212 Greenville, SC 29601	None	501(c)(3)	General Charitable	5000.
Total from continuation sheets				

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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	100,000 FNMA GTD REMIC	P	11/30/11	12/12/11
b	100,000 FORD MOTOR CO.	P	02/22/11	10/25/11
c	100,000 FORD MOTOR CO.	P	04/13/11	10/25/11
d	200,000 GNMA GTD REMIC	P	09/30/11	10/17/11
e	200,000 GNMA GTD REMIC	P	09/30/11	11/16/11
f	200,000 GNMA GTD REMIC	P	09/30/11	12/15/11
g	1,000 ISHARES TR S & P ASIA 50 INDEX	P	11/23/10	11/21/11
h	8.676 SHS ISHRES TR S & P ASIA 50 INDEX	P	12/30/10	11/21/11
i	499.324 SHS ISHARES TR S & P ASIA 50 INDEX	P	05/17/11	11/21/11
j	,676 SHS ISHARES TR S & P ASIA 50 INDEX	P	05/17/11	11/25/11
k	500 SHS AFLAC	P	09/22/10	11/21/11
l	100,000 FIRSTBANK P R SANTURCE	P	06/16/10	09/23/11
m	250,000 GNMA GTD REMIC	P	06/16/10	09/23/11
n	500 SHS ISHARES TR MSCI EAFE INDEX	P	01/25/06	11/21/11
o	500 SHS ISHARES TR MSCI EAFE INDEX	P	08/20/06	11/21/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1061.	1066.	-5.
b	100000.	100000.	0.
c	100000.	100000.	0.
d	4789.	4789.	0.
e	6747.	6747.	0.
f	9946.	9946.	0.
g	38519.	43874.	-5355.
h	334.	398.	-64.
i	19233.	23477.	-4244.
j	26.	32.	-6.
k	20426.	26147.	-5721.
l	100000.	100000.	0.
m	9349.	9349.	0.
n	24009.	30877.	-6868.
o	24009.	32414.	-8405.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			** -5.
b			** 0.
c			** 0.
d			** 0.
e			** 0.
f			** 0.
g			** -5355.
h			** -64.
i			** -4244.
j			** -6.
k			** -5721.
l			** 0.
m			** 0.
n			** -6868.
o			** -8405.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3

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 P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	500 SHS ISHARES TR MSCI EAFE INDEX	P	01/30/07	11/21/11
b	500 SHS TEVA PHARMACEUTICAL INDUSTRIES	P	03/17/08	11/21/11
c	500 SHS ISHARES MSCI JAPAN ETF INDEX	P	10/11/10	04/27/11
d	250 SHS SPDR S & P EMERGING ET MIDDLE EAST & AFRI	P	10/11/10	04/21/11
e	200 SHS WISDOMTREE EMERGING ET MARKETS SMALL CAP	P	06/04/10	11/21/11
f	50,000 ALLY FINANCIAL	P	09/15/09	09/15/11
g	507 SHS SPDR INDEX S & P EMERGING MIDDLE EAST	P	09/15/09	04/07/11
h	35,000 CATERPILAR FINANCIAL	P	09/15/09	04/07/11
i	50,000 GENERAL ELECTRIC CAP CORP MTN	P	03/26/09	02/22/11
j	50,000 JOHN DEERE CAP CORP CORENOTE	P	06/11/09	06/15/11
k	59,000 JP MORGAN CHASE & SO SR NOTE	P	03/26/09	01/18/11
l	75,000 WELLS FARGO & CO NEW SR NOTE	P	09/29/09	01/12/11
m	1,000 ISHARES JAPAN INDEX	P	10/15/10	03/18/11
n	1,500 SYSCO	P	05/06/10	04/07/11
o	6 SHS ISHARES JAPAN INDEX	P	12/31/10	04/27/11

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	24009.		36956.	-12947.
b	19241.		22129.	-2888.
c	5042.		4932.	110.
d	18995.		18225.	770.
e	8127.		8077.	50.
f	50000.		51007.	-1007.
g	38675.		37023.	1652.
h	35000.		35925.	-925.
i	50000.		51652.	-1652.
j	50000.		50374.	-374.
k	59000.		59400.	-400.
l	75000.		78225.	-3225.
m	9616.		10107.	-491.
n	41845.		42123.	-278.
o	32.		65.	-33.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-12947.
b			-2888.
c		**	110.
d		**	770.
e			50.
f			-1007.
g			1652.
h			-925.
i			-1652.
j			-374.
k			-400.
l			-3225.
m		**	-491.
n		**	-278.
o		**	-33.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

2

3

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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	772 SHS JAPAN INDEX	P	12/31/10	04/30/11
b	1,000 SHS AFLAC	P	01/23/09	03/18/11
c	1,975 SHS TARGET	P	09/29/03	04/04/11
d	1,000 SHS TEVA PHARMACETICALS	P	07/22/04	04/04/11
e	1,500 SHS CISCO	P	06/08/05	05/16/11
f	500 SHS CATERPILLER	P	10/08/08	05/31/11
g	1,000 SHS MICROSOFT	P	07/24/02	04/16/11
h	500 SHS DEERE & CO	P	06/12/08	05/25/11
i	50,000 CATERPILLAR FINANCIAL	P	03/19/09	03/15/11
j	50,000 DOW CHEMICAL	P	11/28/08	05/16/11
k	GOVT NATIONAL MTGE 2009	P	08/31/09	03/20/11
l	GOVT NATIONAL MTGE 2009	P	12/18/09	03/20/11
m	500 SHS ISHARES XINHAU HK CHINA	P	06/12/09	04/04/11
n	50,000 JOHN DEERE CAP CORP CORENOTE	P	03/19/09	03/15/11
o	1			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8.		8.	0.
b 50895.		29608.	21287.
c 99436.		87335.	12101.
d 51160.		31024.	20136.
e 25461.		32773.	-7312.
f 51715.		26777.	24938.
g 25315.		22005.	3310.
h 42341.		38827.	3514.
i 50000.		50000.	0.
j 50000.		50000.	0.
k 39175.		39175.	0.
l 200000.		197416.	2584.
m 22951.		19784.	3167.
n 50000.		50000.	0.
o			0.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			** 0.
b			21287.
c			12101.
d			20136.
e			-7312.
f			24938.
g			3310.
h			3514.
i			0.
j			0.
k			0.
l			2584.
m			3167.
n			0.
o			** 0.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

2

3

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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Capital Gains Dividends				
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2006.			2006.
a			
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
			2006.
a			
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	33425.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		3	-9596.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
BANK OF AMERICA	654.
COMERICA	771.
FIDELITY	25.
WELLS FARGO	975.
Total to Form 990-PF, Part I, line 3, Column A	2425.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
CERTUS BANK	1193.	0.	1193.
COMERICA	72862.	1322.	71540.
COMERICA - OID	3335.	0.	3335.
COMERICA CD	1601.	0.	1601.
COMERICA SECURITIES/NATIONAL FINANCIAL	124223.	0.	124223.
FIDELITY	101.	0.	101.
WELLS FARGO	14837.	684.	14153.
WELLS FARGO - OID	984.	0.	984.
Total to Fm 990-PF, Part I, ln 4	219136.	2006.	217130.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
WELLS FARGO - NON DIVIDEND DISTRIBUTION	338.	338.	338.
TAX REFUND	580.	580.	580.
Total to Form 990-PF, Part I, line 11	918.	918.	918.

Form 990-PF	Legal Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
LOPRETE & LYNEIS, P.C.	6793.	0.	0.	0.	
To Fm 990-PF, Pg 1, ln 16a	6793.	0.	0.	0.	

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN TAX	755.	0.	0.	0.	
EXCISE TAX/ESTIMATED PAYMENTS	1555.	0.	0.	0.	
To Form 990-PF, Pg 1, ln 18	2310.	0.	0.	0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
DIRECTORS INSURANCE	725.	0.	0.	0.	
MISC SUPPLIES	2290.	0.	0.	0.	
ASSN. OF SMALL FOUNDATIONS	695.	0.	0.	0.	
IPHONE	474.	0.	0.	0.	
ACCRUED INTEREST	12757.	0.	0.	0.	
NESTLE SA SPON ADR FEE	4.	0.	0.	0.	
INVESTMENT INTEREST	915.	0.	0.	0.	
To Form 990-PF, Pg 1, ln 23	17860.	0.	0.	0.	

Form 990-PF

Corporate Stock

Statement

7

Description	Book Value	Fair Market Value
Abbott Labs	52571.	84345.
Emerson Electric	80471.	151418.
Exxon Mobil	15394.	84760.
General Electric	82019.	103878.
Intel	16830.	72750.
Johnson & Johnson	100547.	163950.
Microsoft	49748.	51920.
Pepsico	66091.	132700.
Proctor & Gamble	40689.	190124.
American Express	64128.	70755.
Colgate Palmolive	105840.	138585.
Energen	51919.	75000.
Fiserv	42424.	58740.
Freeport McMoran	95988.	110370.
IBM	159337.	275820.
Waters Corp	43094.	74050.
3M	153117.	163460.
United Parcel	73054.	73190.
Wal-Mart Stores	43334.	59760.
McDonalds	67919.	250825.
BHP Billiton LTD	64054.	70630.
Caterpillar	39783.	90600.
Deere & Co	54522.	77350.
Ingersoll Rand	16865.	36564.
Laboratory Cor Amer Hldgs	104170.	128955.
Qualcomm	61723.	82050.
Unilver	31656.	34370.
United Technologies	125117.	146180.
Powershares DB Commodity	37617.	40260.
Southern Co	30428.	46290.
St. Jude Medical	36387.	34300.
Automatic Data Processing	84262.	108020.
Conocophillips	27279.	36435.
Ford Motor Co	2579.	1200.
Unitedhealth Group	22268.	25340.
Total to Form 990-PF, Part II, line 10b	2143224.	3344944.

Form 990-PF	Corporate Bonds	Statement	8
Description	Book Value	Fair Market Value	
Wachovia Bk Houston TX 5.05%	100000.	106001.	
Wachovia Bk Charlotte NC 5.05%	100000.	106001.	
Wachovia Bk Las Vegas NV 5.05%	100000.	106001.	
Suntrust Bk 4%	100000.	98388.	
American Express 3.05%	50000.	50248.	
CME Group 5.4%	101425.	106563.	
General Electric Cap 5.25%	104250.	103497.	
Bank of America Sr. Note	105671.	100081.	
Morgan Stanley Sr Note 5%	100000.	91568.	
WM Wrigley Jr Notes 4.65%	70858.	72450.	
Ishares Barclays TIPS	26983.	29173.	
Bank of China New York City NY	250000.	249958.	
J P Morgan Chase Medium Term	50000.	36730.	
Ford Motor Co Medium Term	100000.	97665.	
Fidelity Floating Rate High Income	200001.	195538.	
Templeton Global Bond	100000.	88913.	
Total to Form 990-PF, Part II, line 10c	1659188.	1638775.	

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
Powershares QQQ	COST	118587.	273567.
Ishares Tr S&P Midcap 400	COST	210414.	254069.
Ishares Tr S&P Smallcap 600	COST	32399.	51225.
Ishares Pac Japan	COST	39572.	58395.
Ishares Dow Jones Health	COST	118118.	143140.
Ishares Russell 1000 Gro	COST	50039.	57790.
Ishares S&P Sm Cap 600	COST	57554.	74470.
I Shares MSCI Emerg Mkts	COST	34129.	37940.
I Shares S&P Latin Am 40	COST	28130.	42570.
I Shares S&P 500 Index	COST	75623.	81874.
Ishares TR Dow Jones US Utils	COST	106405.	132480.
Ishares TR Dow Jones US Energy	COST	64417.	79660.
Ishares TR Dow Jones US Oil & Gas	COST	59512.	61420.
Ishares TR FTSE Xinhau China	COST	56462.	52305.
Select Sector SPDR	COST	26643.	33500.
Vanguard Intl Equity Index MSCI	COST	102356.	114630.
Govt Nat Mtg 2009	COST	1883.	1885.
Vanguard International Explorer	COST	50730.	45575.
Barclays Bank Index	COST	18549.	21120.
Ishares Australia	COST	23554.	21440.

Ishares Dow Jones US Financial	COST	81984.	74040.
Ishares Dow Jones US Telecom	COST	22670.	21345.
Ishares Russell 2000 Growth	COST	31829.	42115.
Ishares Russell 2000 Index	COST	60034.	73750.
Nestle SA	COST	49919.	57748.
Powershares Dynamic Media	COST	13175.	13291.
SPDR S & P Small Cap	COST	59418.	66495.
Vanguard Information	COST	92322.	92415.
Ishares FRSE Xinhau China	COST	7914.	6974.
Ishares S & P North American	COST		
Natural Resources		21262.	19000.
Ishares S & P 500 Value Index	COST	9870.	11566.
Ishares S & P Midcap 400 Index	COST	14815.	17522.
Ishares TR Dow Jones US	COST		
Telecommunications		5505.	5250.
Ishares TR Dow Jones US Indl	COST	10834.	12724.
Isharse TR Dow Jones US Basic	COST		
Materials		11556.	12860.
Ishares Trust S & P Global Consumer	COST	11088.	13312.
Powershares QQQ Tr	COST	13601.	16749.
Powersharse Exchange Traded Basic	COST		
Materials		18182.	16015.
Powershares Exchange Taded Dynamic	COST		
Media		3258.	3313.
SPDR S & P 500 EFT Trust	COST	53788.	62750.
SPDR Index S & P Emerging Markets	COST	71596.	58210.
SPDR Index S & P Emerging Latin	COST	14188.	13797.
SPDR DJ Wilshire Small Cap Growth	COST	55059.	56140.
SPDR S & P Retail ETF	COST	48331.	52550.
SPDR DJ S & P 600 Small Cap EFT	COST	27864.	33036.
SPDR Dow Jones Industrial EFT TR	COST	78791.	85295.
Vanguard Specialized Portfolios	COST	12570.	13662.
Vanguard Sector Index Consumer	COST		
Discretionary Vipers		4958.	6181.
Vanguard Sector Index Matls Vipers	COST	11940.	14626.
Vanguard Emerging Markets Vipers	COST	21949.	19015.
Vanguard Index Large Cap	COST	41221.	42975.
Accumulated Interest	COST	13187.	13187.
Vanguard Information	COST	28683.	30685.
Ishares Dow Jones US Utilities	COST	39151.	44160.
Ishares TR Russell 2000 Growth	COST	43500.	42115.
Ishares TR Russell 2000 Index	COST	38500.	36875.
Powershares Preferred Portfolio	COST	13767.	13690.
Vanguard REIT	COST	33040.	29000.
GNMA 2011-12	COST	178519.	178484.
FNMA 2011	COST	99434.	102073.
General Electric Cap Medium	COST	100181.	101232.
Ishares MSCI CDA Index	COST	51899.	52300.
Ishares MSCI Japan Index	COST	4543.	4555.
Ishares TR S & PO GSSI Nat Res	COST	18634.	15200.
Ishares TR S & P GSSI Software	COST	63534.	54120.
Ishares Tr Dow Jones US	COST		
Pharmaceuticals		34998.	38225.
Powershares Exchange Traded Intl	COST	14268.	14570.

Vanguard World Vanguard Information	COST	106784.	100810.
Vanguard Intl Equity Index FTSE	COST	19878.	19825.
Wisdomtree Emerging Markets Equity	COST	60054.	51270.
Total to Form 990-PF, Part II, line 13		3219121.	3616152.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 10
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Raymond C. Cunningham, Jr. 126 Babbs Hollow Greenville, SC 29607	President 5.00	0.	0.	0.
Debra Cunningham 126 Babbs Hollow Greenville, SC 29607	Trustee 5.00	0.	0.	0.
Deborah Sue Cunningham 5647 Loch Broom Circle Dublin, OH 43017	Sec/Treas/Trustee 10.00	25000.	0.	0.
James H. LoPrete 40950 Woodward Avenue, Suite 306 Bloomfield Hills, MI 48304	Trustee 1.00	0.	0.	0.
Mary M. Lyneis 40950 Woodward Avenue, Suite 306 Bloomfield Hills, MI 48304	Trustee 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		25000.	0.	0.