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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2012**

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

For calendar year 2012, or tax year beginning , 2012, and endingANDREW R. & DOROTHY L. COCHRANE
FOUNDATION
30730 WATSON BLVD.
BIG PINE KEY, FL 33043**A** Employer identification number
25-6093648**B** Telephone number (see the instructions)
305-849-3060**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization: ☐ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 4,420,119.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,648.	93.	1,648.	
	4 Dividends and interest from securities	63,136.	63,136.	63,136.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	100,056.			
	b Gross sales price for all assets on line 6a	1,146,172.			
	7 Capital gain net income (from Part IV, line 2)		100,056.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11 (c)	164,840.	163,285.	64,784.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	2,100.			2,100.
	c Other prof fees (attach sch) See St 2	12,836.	12,836.		
	17 Interest	5.			
	18 Taxes (attach schedule) (see instrs) See Stm 3	5,376.		1,635.	15.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 4	496.			198.
	24 Total operating and administrative expenses. Add lines 13 through 23	20,813.	12,836.	1,635.	2,313.
	25 Contributions, gifts, grants paid Part XV	212,750.			212,750.
26 Total expenses and disbursements. Add lines 24 and 25	233,563.	12,836.	1,635.	215,063.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-68,723.				
b Net investment income (if negative, enter -0-)		150,449.			
c Adjusted net income (if negative, enter -0-)			63,149.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
ASSETS	1	Cash — non-interest-bearing	9,833.	55,678.	55,678.		
	2	Savings and temporary cash investments .. .	644,270.	451,142.	451,142.		
	3	Accounts receivable .. .					
		Less: allowance for doubtful accounts .. .					
	4	Pledges receivable .. .					
		Less: allowance for doubtful accounts .. .					
	5	Grants receivable .. .					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach sch) .. .					
		Less: allowance for doubtful accounts .. .					
	8	Inventories for sale or use .. .					
	9	Prepaid expenses and deferred charges .. .	3,000.	3,800.	3,800.		
	10a	Investments — U.S. and state government obligations (attach schedule) .. .					
	b	Investments — corporate stock (attach schedule) Statement 5	3,341,861.	3,419,621.	3,909,499.		
	c	Investments — corporate bonds (attach schedule) .. .					
	11	Investments — land, buildings, and equipment basis .. .					
	Less: accumulated depreciation (attach schedule) .. .						
12	Investments — mortgage loans .. .						
13	Investments — other (attach schedule) .. .						
14	Land, buildings, and equipment: basis .. .						
	Less: accumulated depreciation (attach schedule) .. .						
15	Other assets (describe .. .)						
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	3,998,964.	3,930,241.	4,420,119.			
LIABILITIES	17	Accounts payable and accrued expenses .. .					
	18	Grants payable .. .					
	19	Deferred revenue .. .					
	20	Loans from officers, directors, trustees, & other disqualified persons .. .					
	21	Mortgages and other notes payable (attach schedule) .. .					
	22	Other liabilities (describe .. .)					
	23	Total liabilities (add lines 17 through 22)	0.	0.			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>						
	24	Unrestricted .. .					
	25	Temporarily restricted .. .					
	26	Permanently restricted .. .					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>						
	27	Capital stock, trust principal, or current funds .. .					
	28	Paid-in or capital surplus, or land, building, and equipment fund .. .					
	29	Retained earnings, accumulated income, endowment, or other funds .. .	3,998,964.	3,930,241.			
	30	Total net assets or fund balances (see instructions)	3,998,964.	3,930,241.			
	31	Total liabilities and net assets/fund balances (see instructions)	3,998,964.	3,930,241.			

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	3,998,964.
2	Enter amount from Part I, line 27a .. .	2	-68,723.
3	Other increases not included in line 2 (itemize) .. .	3	
4	Add lines 1, 2, and 3 .. .	4	3,930,241.
5	Decreases not included in line 2 (itemize) .. .	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,930,241.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 6				
b				
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			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	100,056.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	-3,902.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	225,008.	4,409,489.	0.051028
2010	215,679.	4,429,582.	0.048691
2009	203,919.	3,860,164.	0.052827
2008	204,811.	3,745,599.	0.054680
2007	209,679.	3,992,141.	0.052523
2 Total of line 1, column (d)			2 0.259749
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.051950
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,277,685.
5 Multiply line 4 by line 3			5 222,226.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,504.
7 Add lines 5 and 6			7 223,730.
8 Enter qualifying distributions from Part XII, line 4			8 215,063.
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)

1 a 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 instrs)			
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.		1	3,009.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,009.
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	3,009.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	3,800.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	3,800.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	30.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	761.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 761. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) PA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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 _____ N/A	13	X	
14	The books are in care of ELEANOR C CLARK Telephone no. 570-525-3665 Located at 30730 WATSON BLVD. BIG PINE KEY FL ZIP + 4 33043			
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 N/A	15		N/A
16	At any time during calendar year 2012, 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?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ▶				

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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)?	1 b	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 2012?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a 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 2012 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 2012.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

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?

6 b X

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

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'

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

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 (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		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 THE FOUNDATION HAS NO ESTABLISHED GRANT PROGRAM. IT SUPPORTS CHARITABLE AND RELIGIOUS ORGANIZATIONS WITH AN EMPHASIS ON PROGRAMS IN WESTERN PENNSYLVANIA.	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1 a	3,758,965.
b	Average of monthly cash balances	1 b	580,462.
c	Fair market value of all other assets (see instructions)	1 c	3,400.
d	Total (add lines 1a, b, and c)	1 d	4,342,827.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,342,827.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	65,142.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,277,685.
6	Minimum investment return. Enter 5% of line 5	6	213,884.

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	213,884.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	3,009.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	3,009.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	210,875.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	210,875.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	210,875.

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	1 a	215,063.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	215,063.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	215,063.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				210,875.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 , 20 , 20		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	19,100.			
b From 2008	18,985.			
c From 2009	12,427.			
d From 2010				
e From 2011	8,260.			
f Total of lines 3a through e	58,772.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 215,063.				
a Applied to 2011, 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)	0.			
d Applied to 2012 distributable amount				210,875.
e Remaining amount distributed out of corpus	4,188.			
5 Excess distributions carryover applied to 2012 (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	62,960.			
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 2011. Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	19,100.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	43,860.			
10 Analysis of line 9.				
a Excess from 2008	18,985.			
b Excess from 2009	12,427.			
c Excess from 2010				
d Excess from 2011	8,260.			
e Excess from 2012	4,188.			

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Statement 9				
Total			▶ 3a	212,750.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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	1,648.	
4	Dividends and interest from securities			14	63,136.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	100,056.	
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)				164,840.	
13	Total. Add line 12, columns (b), (d), and (e)				13	164,840.

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

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

[illegible]

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions		Employer identification number (EIN) or
	ANDREW R. & DOROTHY L. COCHRANE FOUNDATION		25-6093648
	Number, street, and room or suite number. If a P.O. box, see instructions		Social security number (SSN)
	30730 WATSON BLVD.		
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	BIG PINE KEY, FL 33043		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► ELEANOR C. CLARK

Telephone No. ► 570-525-3665 FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2013, to file the exempt organization return for the organization named above.

The extension is for the organization's return for

- ☒ calendar year 2012 or
- ☐ tax year beginning _____, 20____, and ending _____, 20____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	3,800.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,800.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	ANDREW R. & DOROTHY L. COCHRANE FOUNDATION	25-6093648
File by the extended due date for filing your return. See instructions	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	Brian A. Carlson, CPA, PA 1121 Sterling Rd Inverness, FL 34450	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ELEANOR C. CLARK
Telephone No. 570-525-3665 FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/15, 2013.
- 5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension See Attachment

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	0.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	0.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Brian A. Carlson Title CPA Date 8-13-13
BAA FIF20502L 01/21/13 Form 8868 (Rev 1-2013)

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Form 8868 Attachment

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ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION

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09 22AM

Explanation of Extension

An additional extension is requested in order to receive duplicate bank statements from the bank. The exempt organization has not been able to locate several bank statements that are needed to reconcile the bank account. When the bank statements are received, then various check amounts and deposits can be determined.

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CPA	\$ 2,100.			\$ 2,100.
Total	<u>\$ 2,100.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 2,100.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISORY FEES	\$ 12,483.	\$ 12,483.		
INVESTMENT EXPENSE	353.	353.		
Total	<u>\$ 12,836.</u>	<u>\$ 12,836.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL TAX	\$ 3,726.			
FOREIGN TAXES	788.		\$ 788.	
FOREIGN TAXES	847.		847.	
PA REGISTRATION	15.			\$ 15.
Total	<u>\$ 5,376.</u>	<u>\$ 0.</u>	<u>\$ 1,635.</u>	<u>\$ 15.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CHECKS ORDER	\$ 108.			\$ 108.
MISCELLANEOUS	-264.			
P.O. BOX RENTAL	90.			90.
POSTAGE	555.			
	7.			
Total	<u>\$ 496.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 198.</u>

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
HEIFER INTERNATIONAL P.O. BOX 8058 LITTLE ROCK, AR 72203	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	\$ 9,500.
EAGLES MERE ATHLETIC ASSOC. EAGLES MERE, PA 17731	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	3,000.
HABITAT FOR HUMANITY ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	3,000.
EAGLES MERE CONSERVANCY EAGLES MERE, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	2,500.
EAGLES MERE FOUNDATION P.O. BOX 402 EAGLES MERE, PA 17731	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	1,000.
EAGLES MERE COMMUNITY CHURCH EAGLES MERE, PA	N/A	PUBLIC	CONTRIBUTION-NO RESTRICTIONS	1,000.
SECOND HARVEST FOOD BANK OF C. FL 2008 BREngle AVE. ORLAND, FL 32808	N/A	PUBLIC	ANNUAL CONTRIBUTION-NO RESTRICTIONS	3,000.
BETHLEHEM HAVEN OF PITTSBURGH 905 WATSON ST. PITTSBURGH, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION -NO RESTRICTIONS	5,000.
LITTLE SISTERS OF THE POOR 1028 BENTON AVE PITTSBURGH, PA 15212	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	1,000.
WARM BLANKETS ORPHAN CARE 5105 TOLLVIEW DR, STE. 155 ROLLING MEADOWS, IL 60008	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	6,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE. NEW YORK, NY 10001	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	10,000.
N. SIDE CHRISTIAN HEALTH CENTE 620 E. OHIO ST PITTSBURGH, PA 15212	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	1,000.

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
FOSTER CARE TO SUCCESS 21351 GENTRY DR. STERLING, VA 20166	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	\$ 4,000.
GLOBUS RELIEF 1775 W. 1500 SOUTH SALT LAKE CITY, UT 84104	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	2,000.
EAGLES MERE MUSEUM EAGLES MERE, PA 17731	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,500.
OPERATION HOMEFRONT 8930 FOURWINDS DR. SAN ANTONIO, TX 78239	N/A	PUBLIC	ANNUAL CONTRIBUTION NO RESTRICTIONS	3,000.
JUBILEE SOUP KITCHEN P.O. BOX 42251 PITTSBURGH, PA 15203	N/A	PUBLIC	ANNUAL CONTRIBUTION NO RESTRICTIONS	1,500.
GEISINGER FOUNDATION N. ACADEMY AVE DANVILLE, PA 17822	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	10,000.
EAGLES MERE FRIENDS OF THE ARTS EAGLES MERE, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	2,500.
25 CHARITIES - GIFTS \$2,500 OR LESS ,	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	31,250.
GREATER PITTSBURGH YMCA 330 BLVD. OF THE ALLIES PITTSBURGH, PA 15222	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS.	5,000.
MUSTARD SEED OF CENTRAL FLORIDA 12 MUSTARD SEED LANE ORLANDO, FL 32810	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	2,000.
ABBEY OF REGINA LAUDIS 273 FLANDER RD. BETHLEHEM, CT 06751	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	10,000.
VENTURE OUT COMMUNITY CHURCH ,	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	2,000.
ST LUKES LUTHERAN CHURCH 2021 W. STATE ROAD 426 OVIEDO, FL 32765	N/A	PUBLIC	ANNUAL GRANT - NO RESTRICTIONS	2,000.

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
E. LIBERTY FAMILY HEALTH 6023 HARVARD ST PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	\$ 2,500.
HOWLING WOLF RANCH FOUNDATION LIVINGSTON, MT	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	4,000.
CENTRAL PA APHASIA CENTER DANVILLE, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION - NO RESTRICTIONS	10,000.
SHILOH RANCH BOX 606 SHELBINA, MO 63468	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	3,000.
ORPHAN GRAIN TRAIN 606 W PHILLIP AVE NORFOLK, NE 68701	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	3,000.
WOUNDED WARRIORS 4899 BELFORT RD JACKSONVILLE, FL 32256	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	3,000.
Total				\$ <u>212,750.</u>

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
OAKMARK EQUITY & INCOME	Cost	\$ 231,209.	\$ 285,553.
GOLDMAN SACHS GROUP	Cost	0.	0.
GENERAL ELECTRIC	Cost	5,705.	7,347.
HEWLETT PACKARD	Cost	25,478.	12,113.
BERNSTEIN EMERGING MARKETS	Cost	32,941.	50,370.
J P MORGAN CHASE	Cost	5,564.	6,595.
GILEAD SCIENCES	Cost	0.	0.
ALTRIA GROUP	Cost	16,841.	18,078.
APPLE COMPUTER	Cost	1,939.	29,317.
SCHLUMBERGER	Cost	9,870.	13,860.
BERNSTEIN INT'L	Cost	329,970.	319,529.
RS INVT TR	Cost	107,459.	139,165.
BERNSTEIN INTERMEDIATE	Cost	548,093.	586,462.
PFIZER	Cost	17,373.	27,587.
TRAVELERS CO	Cost	0.	0.
MANNING & NAPIER	Cost	152,351.	116,682.
WALT DISNEY CO.	Cost	6,268.	11,203.
GOOGLE INC.	Cost	6,287.	17,734.
LIMITED BRANDS	Cost	0.	0.
LOWES	Cost	0.	0.
CORNING	Cost	0.	0.
DELL INC.	Cost	0.	0.
DEVON ENERGY	Cost	0.	0.
NOVO-NORDISK	Cost	47,075.	163,210.
REALTY INCOME	Cost	48,174.	96,504.
VARIAN MEDICAL	Cost	50,567.	94,824.
NVR INC	Cost	0.	0.
WELLS FARGO	Cost	16,255.	17,090.
VIACOM	Cost	6,301.	8,175.
COMCAST	Cost	4,881.	8,411.
TIME WARNER CABLE	Cost	3,953.	8,553.
FORD MOTOR	Cost	0.	0.
JOHNSON CONTROLS	Cost	0.	0.
DANAHER	Cost	6,702.	12,578.
INGERSOLL RAND	Cost	0.	0.
NORTHROP GRUMMAN	Cost	0.	0.
BROADCOM	Cost	0.	0.
EMC	Cost	0.	0.
UPS	Cost	0.	0.
LEAR CORP.	Cost	0.	0.
FLOWERVE CORP	Cost	0.	0.
GENERAL MOTORS	Cost	0.	0.
ASTRAZENECA	Cost	18,188.	20,090.
ALLERGAN	Cost	0.	0.
JOHNSON & JOHNSON	Cost	13,344.	15,773.
EXPRESS SCRIPTS	Cost	0.	0.
GANNETT CO	Cost	0.	0.
DIRECT TV	Cost	0.	0.
CONSTELLATION BRANDS	Cost	0.	0.
STARBUCKS	Cost	7,127.	10,724.
EOG RESOURCES	Cost	2,302.	3,020.
NOBLE ENERGY	Cost	6,319.	9,157.
MARATHON PETROLEUM	Cost	0.	0.
HEALTH NET	Cost	3,851.	3,767.
POTASH CORP	Cost	0.	0.

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Statement 5 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
DOW CHEMICAL	Cost	\$ 0.	\$ 0.
MONSANTO	Cost	0.	0.
DELTA AIRLINES	Cost	3,771.	4,451.
MARVELL TECHNOLOGY	Cost	0.	0.
INTUIT	Cost	5,781.	7,140.
ACCENTURE	Cost	0.	0.
CITRIX SYSTEMS	Cost	10,925.	11,506.
ORACLE CORP	Cost	0.	0.
CENTURYLINK	Cost	0.	0.
TAX-AWARE OVERLAY B	Cost	157,704.	167,934.
TAX-AWARE OVERLAY A	Cost	653,487.	685,839.
FISERV INC	Cost	48,738.	79,030.
CBRE GROUP	Cost	0.	0.
MCGRAW-HILL	Cost	0.	0.
MOODYS	Cost	0.	0.
MORGAN STANLEY	Cost	0.	0.
VISA, INC.	Cost	0.	0.
METLIFE	Cost	0.	0.
UNITED HEALTH	Cost	9,019.	10,848.
WELLPOINT	Cost	18,079.	16,753.
CITIGROUP	Cost	17,545.	19,780.
AT & T	Cost	5,573.	5,899.
CENTERPOINT ENERGY	Cost	0.	0.
CMS ENERGY	Cost	0.	0.
DTE ENERGY	Cost	0.	0.
NV ENERGY	Cost	6,650.	7,256.
CELGENE	Cost	0.	0.
PERRIGO	Cost	0.	0.
COVIDIEN	Cost	0.	0.
PROCTOR & GAMBLE	Cost	0.	0.
GENERAL MILLS	Cost	0.	0.
HERSHEY CO	Cost	0.	0.
TYSON FOODS	Cost	5,911.	6,305.
ESTEE LAUDER	Cost	0.	0.
LORILLARD	Cost	8,399.	8,750.
PEPSICO	Cost	0.	0.
PVH CORP	Cost	0.	0.
VF CORP	Cost	0.	0.
NEWELL RUBBERMAID	Cost	0.	0.
LAS VEGAS SANDS	Cost	0.	0.
BORGWARNER	Cost	0.	0.
HARLEY DAVIDSON	Cost	5,522.	7,080.
TRW AUTOMOTIVE	Cost	0.	0.
AMAZON.COM	Cost	8,976.	10,046.
DOLLAR GENERAL	Cost	0.	0.
GAMESTOP	Cost	0.	0.
KROGER	Cost	15,567.	17,564.
LYONDELLBASELL	Cost	4,797.	9,134.
ROCKWELL AUTOMATION	Cost	0.	0.
BOEING CO	Cost	0.	0.
GOODRICH	Cost	0.	0.
PRECISION CASTPARTS	Cost	12,371.	15,154.
QUALCOMM	Cost	0.	0.
APPLIED MATERIALS	Cost	7,994.	8,008.
LAM RESEARCH	Cost	0.	0.

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Statement 5 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
MICRON TECHNOLOGY	Cost	\$ 4,296.	\$ 5,080.
SALESFORCE.COM	Cost	0.	0.
ILLUMINA	Cost	0.	0.
FMC TECHNOLOGIES	Cost	0.	0.
TRANSOCEAN	Cost	0.	0.
ANADARKO PETROLEUM	Cost	0.	0.
BP PLC	Cost	14,436.	15,615.
CONOCOPHILLIPS	Cost	0.	0.
MARATHON OIL	Cost	0.	0.
CIT GROUP	Cost	9,645.	10,626.
CISCO	Cost	8,029.	8,351.
AB DISCOVERY GROWTH	Cost	25,400.	27,142.
AB DISCOVERY VALUE	Cost	26,905.	28,997.
AFFILIATED MANAGERS	Cost	3,200.	3,254.
AMGEN	Cost	3,569.	4,316.
ANSYS	Cost	6,065.	6,734.
BANK OF AMERICA	Cost	7,431.	8,127.
BB & T	Cost	5,719.	4,949.
BECTON DICKINSON	Cost	9,492.	9,774.
BERKSHIRE HATHAWAY B	Cost	6,369.	6,728.
BIOGEN	Cost	12,521.	12,467.
CHEVRON	Cost	6,766.	6,488.
CHIPOTLE MEXICAN GRILL	Cost	8,465.	7,139.
COACH INC	Cost	7,393.	6,384.
COGNIZANT TECH	Cost	12,358.	12,218.
DIAMOND OFFSHORE	Cost	11,496.	11,893.
DIRECTV	Cost	3,634.	3,762.
DISCOVER FINANCIAL	Cost	8,211.	7,710.
EATON CORP	Cost	8,919.	10,836.
EBAY	Cost	4,721.	5,102.
EXXON MOBIL	Cost	12,466.	13,415.
F5 NETWORKS	Cost	5,794.	4,858.
FIDELITY NAT. FINANCIAL	Cost	6,024.	6,476.
FIDELITY NAT. INFORMATION	Cost	6,516.	6,962.
FORD MOTOR	Cost	8,153.	9,713.
HARRIS CORP	Cost	5,109.	4,896.
HOME DEPOT	Cost	12,075.	13,916.
IDEXX LABS	Cost	9,398.	9,280.
INTERCONTINENTAL EXCHANGE	Cost	13,346.	12,381.
IBM	Cost	17,794.	17,240.
INTUITIVE SURGICAL	Cost	9,017.	8,336.
JM SMUCKER	Cost	4,312.	4,312.
KINDER MORGAN	Cost	11,120.	11,482.
KRAFT FOODS	Cost	5,725.	5,684.
LIBERTY MEDIA	Cost	5,570.	5,801.
LINKEDIN CORP	Cost	4,970.	5,741.
MACY'S	Cost	9,504.	10,731.
MARSH & MCLENNAN	Cost	3,438.	3,447.
MCDONALDS	Cost	4,975.	4,852.
MCKESSON CORP	Cost	8,577.	9,696.
MEDTRONIC	Cost	8,726.	8,204.
MERCK & CO	Cost	6,689.	6,141.
MGM RESORTS	Cost	9,834.	9,021.
MICROSOFT	Cost	8,023.	7,351.
NATIONAL OILWELL	Cost	8,339.	7,177.

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	BERNSTEIN ACCOUNT	Purchased	1/01/2012	12/31/2012
2	BERNSTEIN ACCOUNT	Purchased	1/01/2010	12/31/2012
3	BERNSTEIN ACCOUNT	Purchased	1/01/2010	12/31/2012
4	CAPITAL GAIN DISTRIBUTION	Purchased	1/01/2010	12/31/2012
5	TD AMERITRADE CAP. GAINS DIST.	Purchased	1/01/2010	12/31/2012
6	TD AMERITRADE ACCOUNT	Purchased	1/13/2012	12/31/2012

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	487,756.		492,011.	-4,255.				\$ -4,255.
2	395,866.		313,879.	81,987.				81,987.
3	252,680.		240,226.	12,454.				12,454.
4	2,112.		0.	2,112.				2,112.
5	7,405.		0.	7,405.				7,405.
6	353.		0.	353.				353.
							Total	\$ 100,056

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ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION

25-6093648

10/30/13

02:53PM

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
CHRISTINE YUKEVICH 121 SOUTH DR PITTSBURGH, PA 15238	Trustee 0	\$ 0.	\$ 0.	\$ 0.
ELEANOR C CLARK 30730 WATSON BLVD. BIG PINE KEY, FL 33043	Trustee 0	0.	0.	0.
DOROTHY COCHRANE 80 WATERING POND RD GUILFORD, CT 06437	Trustee 0	0.	0.	0.
ANDREW BROADUP 1340 TWIN OAKS CIRCLE OVIEDO, FL 32765	Trustee 0	0.	0.	0.
KATHERINE RENAUD 14611 CRYSTAL VIEW LANE JACKSONVILLE BEACH, FL 32250	Trustee 0	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: ANDREW & DOROTHY COCHRANE FOUNDATION
 Name:
 Care Of: ELEANORE C. CLARK
 Street Address: 30730 WATSON BLVD.
 City, State, Zip Code: BIG PINE KEY, FL 33043
 Telephone: 570-525-3665
 E-Mail Address:
 Form and Content: NO SPECIAL FORMS.
 Submission Deadlines: NONE
 Restrictions on Awards: NONE

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Client 256093

ANDREW R. & DOROTHY L. COCHRANE
FOUNDATION

25-6093648

10/30/13

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Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
AMERICAN BIBLE SOCIETY GRAND CENTRAL STATION NEW YORK, NY	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	\$ 6,000.
AMERICAN RED CROSS P.O. BOX 371997 PITTSBURGH, PA	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	12,000.
CAMP KON-O-KWEE, SPENCER R.D. 2 FOMBELL, PA 16123	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
COALITION CHRISTIAN OUTREACH 5912 PENN AVE. PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	17,000.
FAMILY GUIDANCE DUFF RD, R.D. 2 SEWICKLEY, PA 15143	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	5,000.
SALVATION ARMY 424 THIRD AVE. PITTSBURGH, PA 15219	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	3,000.
FORBES HOSPICE 2570 HAYMAKER ROAD MONROEVILLE, PA 15146	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	5,000.
GREATER PITTSBURGH COMMUNITY FOOD BANK FOOD BANK DUQUESNE, PA 15110	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	2,500.
UNICEF 3333 EAST 38th ST NEW YORK, NY	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	10,000.
PITTSBURGH THEOLOGICAL SEMINAR 616 N. HIGHLAND AVE. PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
HOSANNA INDUSTRIES 109 RINARD LANE ROCHESTER, PA 15074	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.
VINTAGE 401 N HIGHLAND AVE PITTSBURGH, PA 15206	N/A	PUBLIC	ANNUAL CONTRIBUTION- NO RESTRICTIONS	1,000.