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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
ABE AND IDA COOPER FOUNDATION

A Employer identification number
36-3219529

Number and street (or P O box number if mail is not delivered to street address) PO BOX 48 | Room/suite

B Telephone number (see instructions)
(847) 971-5004

City or town, state, and ZIP code
GLENCOE, IL 60022

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 21,804,089

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(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 (attach schedule)	18,145,977			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	37,816	3,392		
	4	Dividends and interest from securities.	392,819	392,819		
	5a	Gross rents	74,917	74,917		
	b	Net rental income or (loss) 74,917				
	6a	Net gain or (loss) from sale of assets not on line 10	2,448,605			
	b	Gross sales price for all assets on line 6a 19,680,088				
	7	Capital gain net income (from Part IV, line 2) . . .		2,448,605		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	21,100,134	2,919,733		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	45,000	45,000		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).	8,075	8,075		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,650	2,350		
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	86,523	86,423		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	143,248	141,848		0
	25	Contributions, gifts, grants paid	151,250			151,250
	26	**Total expenses and disbursements.** Add lines 24 and 25	294,498	141,848		151,250
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	20,805,636			
	b	**Net investment income** (if negative, enter -0-)		2,777,885		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	543,984	436,118	436,118
	2 Savings and temporary cash investments			
	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 page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	941,181	20,045,408	20,713,320
	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 ▶ 208,000 Less accumulated depreciation (attach schedule) ▶		208,000	654,651
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,485,165	20,689,526	21,804,089
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	113,709	113,709	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,371,456	20,575,817	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	1,485,165	20,689,526	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,485,165	20,689,526	

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	1,485,165
2	Enter amount from Part I, line 27a	2	20,805,636
3	Other increases not included in line 2 (itemize) ▶	3	100,048
4	Add lines 1, 2, and 3	4	22,390,849
5	Decreases not included in line 2 (itemize) ▶	5	1,701,323
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	20,689,526

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)
1 a	SEE ATTACHED-BERNSTEIN	D		
b	SEE ATTACHED-BERNSTEIN	D		
c	SEE ATTACHED-HARRIS ASSOC	D		
d	SEE ATTACHED-HARRIS ASSOC	D		
e	1,895,532 SHS CONTINENTAL DISTRIB CO	D		2012-01-12

	(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	1,337,174		1,371,180	-34,006
b	2,611,256		2,647,248	-35,992
c	157,550		139,463	18,087
d	6,543,902		5,241,777	1,302,125
e	8,952,717		7,831,815	1,120,902

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				-34,006
b				-35,992
c				18,087
d				1,302,125
e				1,120,902

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	2,448,605
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	3	-15,919

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 page 18 of 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 (col (b) divided by col (c))
2011	91,250	920,258	0 099157
2010	88,738	113,908	0 779032
2009	72,488	100,669	0 720063
2008	76,701	98,719	0 776963
2007	68,650	116,493	0 589306

2	**Total** of line 1, column (d).	2	2 964521
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 592904
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	18,075,429
5	Multiply line 4 by line 3.	5	10,716,994
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	27,779
7	Add lines 5 and 6.	7	10,744,773
8	Enter qualifying distributions from Part XII, line 4.	8	151,250

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	55,558
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	
3	Add lines 1 and 2			3	55,558
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	55,558
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	694		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	85,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	85,694
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	30,136
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 30,136	**Refunded** ▶		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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ARTHUR CALLISTEIN Telephone no ▶(847) 971-5004

Located at ▶PO BOX 48 GLENCOE IL ZIP +4 ▶60022

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 |

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		No

See 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
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ARTHUR CALLISTEIN PO BOX 48 GLENCOE, IL 60022	PRESIDENT 10 00	35,000	0	0
BARTHOLOMEW O'TOOLE 950 N MICHIGAN AVENUE CHICAGO, IL 60611	DIRECTOR 1 00	5,000	0	0
FERN CALLISTEIN PO BOX 48 GLENCOE, IL 60022	DIRECTOR 1 00	5,000	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 ▶

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
HARRIS ASSOCIATES 2 N LASALLE ST 500 CHICAGO, IL 60602	INVEST MGMT FEE	57,414

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

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	
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 page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	16,872,134
b	Average of monthly cash balances	1b	823,904
c	Fair market value of all other assets (see instructions)	1c	654,651
d	**Total** (add lines 1a, b, and c)	1d	18,350,689
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	18,350,689
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	275,260
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,075,429
6	**Minimum investment return.** Enter 5% of line 5	6	903,771

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	903,771
2a	Tax on investment income for 2012 from Part VI, line 5	2a	55,558		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	55,558
3	Distributable amount before adjustments Subtract line 2c from line 1			3	848,213
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	848,213
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	848,213

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	151,250
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	151,250
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	151,250

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				848,213
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007. 63,019				
b From 2008. 71,831				
c From 2009. 67,479				
d From 2010. 83,067				
e From 2011. 45,843				
f **Total** of lines 3a through e.	331,239			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 151,250				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				151,250
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012	331,239			331,239
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				365,724
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

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

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

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

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

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

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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*				
See Additional Data Table				
Total . . . . ▶ **3a**				151,250
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	37,816	
4 Dividends and interest from securities. . . .			14	392,819	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			34	74,917	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			34	2,448,605	
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). .				2,954,157	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,954,157

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-08-05	******
Signature of officer or trustee	Date	Title

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 if self-employed ☑	PTIN
MINDY SMILEY	MINDY SMILEY	2013-08-05		

Firm's name ▶ MINDY SMILEY CPA LLC

Firm's EIN ▶

Firm's address ▶ 724 PRAIRIE AVE WILMETTE, IL 600912534

Phone no (847) 920-5734

Form 990PF Part XV Line 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*				
AMERICAN SOC YAD VASHEM 500 FIFTH AVE 42ND FL NEW YORK, NY 10110	N/A	501(C)(3)	UNRESTRICTED	1,250
CARLETON COLLEGE ONE NORTH COLLEGE ST NORTHFIELD, MN 55057	N/A	501(C)(3)	UNRESTRICTED	10,000
CULVER EDUC FOUNDATION 1300 ACADEMY RD CULVER, IN 46511	N/A	501(C)(3)	UNRESTRICTED	10,000
HOWARD BROWN MED CLINIC 4025 NORTH SHERIDAN RD CHICAGO, IL 60613	N/A	501(C)(3)	UNRESTRICTED	1,000
JEWISH UNITED FUND 30 SOUTH WELLS ST CHICAGO, IL 60606	N/A	501(C)(3)	UNRESTRICTED	60,000
MEALS ON WHEELS 208 S LASALLE ST CHICAGO, IL 60604	N/A	501(C)(3)	UNRESTRICTED	500
US HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PL WASHINGTON, DC 20024	N/A	501(C)(3)	UNRESTRICTED	2,000
ILLINOIS HOLOCAUST MUSEUM 9603 WOODS DRIVE SKOKIE, IL 60077	N/A	501(C)(3)	UNRESTRICTED	2,000
EQUALITY ILLINOIS EDUCATIONAL PROJ 3318 N HALSTED CHICAGO, IL 60657	N/A	501(C)(3)	UNRESTRICTED	2,500
VOICES FOR CHILDREN 208 S LASALLE ST 1490 CHICAGO, IL 60604	N/A	501(C)(3)	UNRESTRICTED	1,000
PLANNED PARENTHOOD OF IL 18 S MICHIGAN AVE 6TH FL CHICAGO, IL 60603	N/A	501(C)(3)	UNRESTRICTED	25,000
U OF I FOUNDATION-CHICAGO DIABETES 1747 W ROOSEVELT RD 302 CHICAGO, IL 60608	N/A	501(C)(3)	UNRESTRICTED	25,000
OPERATION WALK 680 N LAKE SHORE DR 900 CHICAGO, IL 60611	N/A	501(C)(3)	UNRESTRICTED	1,000
JEWISH CHILD & FAMILY SERVICES 255 REVERE DRIVE NORTHBROOK, IL 60062	N/A	501(C)(3)	UNRESTRICTED	10,000
Total . . . . ▶ 3a				151,250

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
ABE AND IDA COOPER FOUNDATION

Employer identification number
36-3219529

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
ABE AND IDA COOPER FOUNDATION

Employer identification number
36-3219529

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ABE IDA COOPER TRUST PO BOX 48 GLENCOE, IL 60022	$ 2,466,736	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	FRED COOPER DECEASED FRED COOPER PO BOX 48 GLENCOE, IL 60022	$ 15,675,226	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
ABE AND IDA COOPER FOUNDATION

Employer identification number
36-3219529

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	ROCKFORD BUILDING	$ 654,651	2012-04-30

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	20% SHS CONTINENTAL DISTRIBUTING	$ 1,756,256	2012-01-12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	80% SHS CONTINENTAL DISTRIBUTING	$ 7,025,025	2012-01-12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	VARIOUS PUB TRADED SECURITIES	$ 6,592,588	2012-02-22

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
ABE AND IDA COOPER FOUNDATION

Employer identification number
36-3219529

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

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREP, FINANCIAL/TAX PLANNING	8,075	8,075		

TY 2012 Compensation Explanation

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Person Name	Explanation
ARTHUR CALLISTEIN	
BARTHOLOMEW O'TOOLE	
FERN CALLISTEIN	

TY 2012 Investments Corporate Stock Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Name of Stock	End of Year Book Value	End of Year Fair Market Value
IVA WORLDWIDE C		
PETE & RES CP MARYLAND		
AGILENT TECHNOLOGIES		
AOL		
COCA COLA		
DU PONT EI DE NEMOURS		
MERCK & CO.		
TIME WARNER CABLE		
TIME WARNER INC NEW		
UNITEDHEALTH GP		
CVS CAREMARK CORP		
ISRAEL 8TH INFRASTR		
FIRST EAGLE GLOBAL A		
INVESCO EQUAL WGHTD S&P 500		
INVESCO VK COMSTOCK A		
BERNSTEIN-SEE ATTACHED	10,210,674	10,263,466
ISRAEL 8TH INFRASTRUCTURE	134,903	136,573
HARRIS ASSOCIATES-SEE ATTACHED	9,696,507	10,309,957
DIVIDEND RECEIVABLE	3,324	3,324

TY 2012 Land, Etc. Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
ROCKFORD BUILDING	208,000		208,000	654,651

TY 2012 Other Decreases Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Description	Amount
UNREALIZED GAIN FR ROCKFORD BLDG FR ABE COOPER TR	446,651
UNREALIZED GAIN FROM STOCK RECEIVED FRED COOPER TR	305,206
UNREALIZED GAIN FR CONTINENTAL RECD ABE COOPER TR	949,466

TY 2012 Other Expenses Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ILLINOIS CHARITY BUREAU FEES	115	15		
IL SECRETARY STATE-ANNUAL REP	10	10		
BERNSTEIN INVESTMENT FEES	27,677	27,677		
INSURANCE EXPENSE	1,188	1,188		
BANK SERVICE CHARGES	25	25		
HARRIS ASSOC INVEST FEES	57,413	57,413		
MORGAN STANLEY INVEST FEES	95	95		

TY 2012 Other Increases Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Description	Amount
CORRECT COST OF ASSETS CONTRIBUTED IN 2011	100,048

TY 2012 Taxes Schedule

Name: ABE AND IDA COOPER FOUNDATION

EIN: 36-3219529

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	1,300			
FOREIGN TAXES WITHHELD	2,350	2,350		

Capital Gains and Losses: Details

Account: ABE AND IDA COOPER FOUNDATION

Sanford Bernstein

01/01/2012 - 12/31/2012

Description	Date Acquired	Date Sold	Total Proceeds	Total Cost	Gain/(Loss)
50 SHS CLOROX COMPANY	08/30/12	12/24/12	$ 3,683 95	$ 3,617 12	$ 66 83
100 SHS CLOROX COMPANY	03/30/12	12/24/12	$ 7,367 90	$ 6,890 77	$ 477 13
75 SHS O'REILLY AUTOMOTIVE INC	03/30/12	12/24/12	$ 6,758 61	$ 6,864 00	$ (105 39)
50 SHS BMC SOFTWARE INC	08/28/12	12/21/12	$ 2,040 59	$ 2,088 72	$ (48 13)
150 SHS WALGREEN CO	07/27/12	12/21/12	$ 5,457 81	$ 5,352 44	$ 105 37
175 SHS AMEREN CORPORATION	07/18/12	12/21/12	$ 5,447 94	$ 5,896 10	$ (448 16)
75 SHS BMC SOFTWARE INC	06/11/12	12/21/12	$ 3,060 89	$ 3,264 05	$ (203 16)
50 SHS SCHLUMBERGER LTD	03/30/12	12/20/12	$ 3,552 49	$ 3,509 13	$ 43 36
200 SHS NV ENERGY INC	07/13/12	12/13/12	$ 3,669 44	$ 3,599 26	$ 70 18
250 SHS CISCO SYSTEMS INC	03/30/12	12/12/12	$ 4,946 80	$ 5,282 55	$ (335 75)
50 SHS COACH INC	03/30/12	12/12/12	$ 2,822 90	$ 3,888 14	$ (1,065 24)
150 SHS LAS VEGAS SANDS CORP	05/14/12	12/03/12	$ 7,054 28	$ 7,478 66	$ (424 38)
50 SHS HOME DEPOT INC	03/30/12	11/28/12	$ 3,225 76	$ 2,513 22	$ 712 54
50 SHS ENTERGY CORP	08/29/12	11/21/12	$ 3,115 35	$ 3,414 89	$ (299 54)
100 SHS ENTERGY CORP	03/30/12	11/21/12	$ 6,230 70	$ 6,736 84	$ (506 14)
125 SHS EMERSON ELECTRIC CO	08/27/12	11/20/12	$ 6,053 45	$ 6,467 59	$ (414 14)
50 SHS EMERSON ELECTRIC CO	04/03/12	11/20/12	$ 2,421 38	$ 2,602 30	$ (180 92)
125 SHS EMERSON ELECTRIC CO	03/30/12	11/20/12	$ 6,053 45	$ 6,523 88	$ (470 43)
100 SHS ASTRAZENECA PLC-SPONS ADR	03/30/12	11/19/12	$ 4,476 29	$ 4,465 42	$ 10 87
15 SHS PRECISION CASTPARTS CORP	07/02/12	11/13/12	$ 2,677 75	$ 2,486 85	$ 190 90
50 SHS EMERSON ELECTRIC CO	03/30/12	11/13/12	$ 2,511 47	$ 2,609 55	$ (98 08)
50 SHS INTUIT INC	03/30/12	11/13/12	$ 2,981 56	$ 3,004 64	$ (23 08)
125 SHS TYSON FOODS INC-CL A	05/08/12	11/12/12	$ 2,110 49	$ 2,385 60	$ (275 11)
150 SHS WALGREEN CO	04/20/12	11/09/12	$ 4,913 48	$ 5,389 70	$ (476 22)
15 SHS AUTOZONE INC	08/07/12	11/08/12	$ 5,728 33	$ 5,474 52	$ 253 81
150 SHS ABBOTT LABORATORIES	03/30/12	11/08/12	$ 9,609 17	$ 9,186 24	$ 422 93
25 SHS MCDONALD'S CORP	03/30/12	11/08/12	$ 2,154 96	$ 2,452 25	$ (297 29)
200 SHS TRANSOCEAN LTD	03/30/12	11/08/12	$ 9,347 68	$ 10,993 28	$ (1,645 60)
52 9 SHS OVERLAY B PORTFOLIO CLASS 2	03/30/12	11/07/12	$ 576 61	$ 581 37	$ (4 76)
75 SHS AMERICAN EXPRESS CO	03/30/12	11/01/12	$ 4,268 12	$ 4,354 62	$ (86 50)
125 SHS APOLLO GROUP INC-CL A	03/30/12	10/31/12	$ 2,504 09	$ 4,835 49	$ (2,331 40)
18 SHS PRICELINE COM INC	05/14/12	10/26/12	$ 10,454 57	$ 12,049 38	$ (1,594 81)
10 SHS APPLE INC	03/30/12	10/26/12	$ 6,085 58	$ 6,018 99	$ 66 59
450 SHS GENERAL MOTORS CO	03/30/12	10/26/12	$ 10,497 83	$ 11,503 84	$ (1,006 01)
225 SHS MICROSOFT CORP	03/30/12	10/23/12	$ 6,307 18	$ 7,274 25	$ (967 07)
100 SHS THE WALT DISNEY CO	03/30/12	10/23/12	$ 5,085 61	$ 4,354 83	$ 730 78
125 SHS US BANCORP	03/30/12	10/15/12	$ 4,187 78	$ 3,946 04	$ 241 74
325 SHS EDISON INTERNATIONAL	09/05/12	10/09/12	$ 15,224 24	$ 14,300 49	$ 923 75
50 SHS MONDELEZ INTERNATIONAL-W/I	08/29/12	10/05/12	$ 1,390 15	$ 1,364 24	$ 25 91
125 SHS MONDELEZ INTERNATIONAL-W/I	06/21/12	10/05/12	$ 3,475 38	$ 3,196 58	$ 278 80
75 SHS GILEAD SCIENCES INC	03/30/12	10/05/12	$ 5,218 01	$ 3,659 96	$ 1,558 05
250 SHS CITIGROUP INC	03/30/12	09/27/12	$ 8,287 83	$ 9,145 10	$ (857 27)
150 SHS GENERAL MOTORS CO	03/30/12	09/27/12	$ 3,493 04	$ 3,834 62	$ (341 58)
75 SHS GILEAD SCIENCES INC	03/30/12	09/27/12	$ 5,001 00	$ 3,659 97	$ 1,341 03
250 SHS HALLIBURTON CO	03/30/12	09/24/12	$ 8,898 75	$ 8,328 50	$ 570 25
75 SHS PEPSICO INC	07/26/12	09/21/12	$ 5,310 11	$ 5,340 27	$ (30 16)
250 SHS CONSOLIDATED EDISON INC	04/03/12	09/21/12	$ 14,808 45	$ 14,646 30	$ 162 15
300 SHS XCEL ENERGY INC	03/30/12	09/21/12	$ 8,196 63	$ 7,937 37	$ 259 26

Capital Gains and Losses: Details

Account: ABE AND IDA COOPER FOUNDATION

Sanford Bernstein

01/01/2012 - 12/31/2012

Description	Date Acquired	Date Sold	Total Proceeds	Total Cost	Gain/(Loss)
50 SHS EOG RESOURCES INC	03/30/12	09/20/12	$ 5,671 29	$ 5,529 72	$ 141 57
75 SHS FAMILY DOLLAR STORES	03/30/12	09/20/12	$ 4,804 45	$ 4,670 25	$ 134 20
75 SHS AT&T INC	03/30/12	09/19/12	$ 2,841 37	$ 2,346 03	$ 495 34
300 SHS APPLIED MATERIALS INC	03/30/12	09/14/12	$ 3,561 81	$ 3,750 54	$ (188 73)
50 SHS INTUIT INC	03/30/12	09/14/12	$ 3,013 44	$ 3,004 65	$ 8 79
25 SHS TIME WARNER CABLE	03/30/12	09/12/12	$ 2,295 73	$ 2,030 66	$ 265 07
5 SHS NVR INC	07/13/12	09/06/12	$ 4,267 72	$ 4,318 15	$ (50 43)
137 SHS AMETEK INC	03/30/12	09/06/12	$ 4,790 01	$ 4,458 89	$ 331 12
75 SHS BOEING CO/THE	03/30/12	09/06/12	$ 5,472 83	$ 5,569 09	$ (96 26)
125 SHS XCEL ENERGY INC	03/30/12	09/04/12	$ 3,497 28	$ 3,307 24	$ 190 04
50 SHS KIMBERLY-CLARK CORP	07/18/12	08/31/12	$ 4,180 74	$ 4,306 44	$ (125 70)
125 SHS KIMBERLY-CLARK CORP	04/03/12	08/31/12	$ 10,451 85	$ 9,321 93	$ 1,129 92
100 SHS VERTEX PHARMACEUTICALS INC	03/30/12	08/31/12	$ 5,311 75	$ 4,107 21	$ 1,204 54
100 SHS DOLLAR TREE INC	07/25/12	08/30/12	$ 4,820 27	$ 5,030 03	$ (209 76)
175 SHS OCEANEERING INTL INC	06/12/12	08/29/12	$ 9,553 67	$ 7,956 38	$ 1,597 29
350 SHS MICRON TECHNOLOGY INC	03/30/12	08/29/12	$ 2,183 86	$ 2,883 79	$ (699 93)
100 SHS GILEAD SCIENCES INC	03/30/12	08/28/12	$ 5,783 61	$ 4,879 95	$ 903 66
100 SHS PFIZER INC	03/30/12	08/28/12	$ 2,399 99	$ 2,268 25	$ 131 74
75 SHS TIME WARNER CABLE	03/30/12	08/28/12	$ 6,771 71	$ 6,091 99	$ 679 72
75 SHS VIACOM INC-CLASS B	03/30/12	08/28/12	$ 3,769 50	$ 3,566 51	$ 202 99
225 SHS NEWELL RUBBERMAID INC	05/08/12	08/27/12	$ 3,903 14	$ 4,112 53	$ (209 39)
50 SHS AMGEN INC	03/30/12	08/27/12	$ 4,255 46	$ 3,396 73	$ 858 73
50 SHS EOG RESOURCES INC	03/30/12	08/27/12	$ 5,458 46	$ 5,529 72	$ (71 26)
75 SHS MCKESSON CORP	03/30/12	08/27/12	$ 6,575 63	$ 6,611 27	$ (35 64)
100 SHS LAS VEGAS SANDS CORP	05/14/12	08/24/12	$ 4,258 63	$ 4,985 77	$ (727 14)
75 SHS DANAHER CORP	03/30/12	08/24/12	$ 4,001 93	$ 4,179 54	$ (177 61)
75 SHS VISA INC - CLASS A SHRS	03/30/12	08/24/12	$ 9,507 26	$ 8,880 54	$ 626 72
175 SHS INFORMATICA CORPORATION	06/11/12	08/23/12	$ 5,486 25	$ 7,404 60	$ (1,918 35)
225 SHS CENTURYLINK INC	03/30/12	08/23/12	$ 9,351 18	$ 8,716 25	$ 634 93
450 SHS GANNETT CO	03/30/12	08/21/12	$ 7,008 48	$ 6,870 37	$ 138 11
100 SHS HALLIBURTON CO	03/30/12	08/14/12	$ 3,509 73	$ 3,331 40	$ 178 33
225 SHS GENERAL MILLS INC	06/21/12	08/09/12	$ 8,669 59	$ 8,688 47	$ (18 88)
175 SHS CBS CORP-CLASS B NON VOTING	05/08/12	08/09/12	$ 6,220 32	$ 5,680 62	$ 539 70
200 SHS WISCONSIN ENERGY CORP	03/30/12	08/09/12	$ 7,860 12	$ 7,047 04	$ 813 08
50 SHS PVH CORP	05/08/12	08/07/12	$ 4,205 80	$ 4,057 66	$ 148 14
225 SHS RAYTHEON COMPANY	03/30/12	08/02/12	$ 12,197 09	$ 11,836 26	$ 360 83
50 SHS NOBLE ENERGY INC	03/30/12	07/31/12	$ 4,467 10	$ 4,924 37	$ (457 27)
10 445 SHS BERNSTEIN INTER DURATION INSTITUTIONAL PORTFOLIO	03/30/12	07/27/12	$ 170 25	$ 166 18	$ 4 07
66 243 SHS OVERLAY B PORTFOLIO CLASS 2	03/30/12	07/27/12	$ 718 74	$ 728 01	$ (9 27)
15 SHS APPLE INC	03/30/12	07/20/12	$ 9,103 90	$ 9,028 48	$ 75 42
150 SHS CENTURYLINK INC	03/30/12	07/16/12	$ 6,116 21	$ 5,810 84	$ 305 37
150 SHS GANNETT CO	03/30/12	07/16/12	$ 2,202 87	$ 2,290 13	$ (87 26)
175 SHS PHILIP MORRIS INTERNATIONAL	03/30/12	07/16/12	$ 15,877 12	$ 15,504 25	$ 372 87
100 SHS AMERICAN EXPRESS CO	03/30/12	07/13/12	$ 5,760 19	$ 5,806 16	$ (45 97)
300 SHS MARATHON PETROLEUM CORP	03/30/12	07/13/12	$ 13,416 30	$ 13,067 34	$ 348 96
150 SHS WISCONSIN ENERGY CORP	03/30/12	07/13/12	$ 6,122 01	$ 5,285 28	$ 836 73
75 SHS YUM! BRANDS INC	03/30/12	07/11/12	$ 4,676 25	$ 5,328 00	$ (651 75)
450 SHS EMC CORP/MASS	03/30/12	07/05/12	$ 11,377 80	$ 13,413 33	$ (2,035 53)

Capital Gains and Losses: Details

Account: ABE AND IDA COOPER FOUNDATION

Sanford Bernstein

01/01/2012 - 12/31/2012

Description	Date Acquired	Date Sold	Total Proceeds	Total Cost	Gain/(Loss)
20 SHS AUTOZONE INC	03/30/12	07/02/12	$ 7,267 01	$ 7,480 00	$ (212 99)
75 SHS CATERPILLAR INC	03/30/12	07/02/12	$ 6,258 80	$ 8,013 00	$ (1,754 20)
150 SHS DR PEPPER SNAPPLE GROUP INC	03/30/12	07/02/12	$ 6,536 19	$ 6,004 62	$ 531 57
100 SHS PARTNERRE LTD	03/30/12	07/02/12	$ 7,547 00	$ 6,808 00	$ 739 00
350 SHS JPMORGAN CHASE & CO	03/30/12	06/26/12	$ 12,514 01	$ 16,040 64	$ (3,526 63)
175 SHS SOUTHERN CO	04/03/12	06/15/12	$ 8,393 81	$ 7,906 85	$ 486 96
150 SHS JOY GLOBAL INC	03/30/12	06/15/12	$ 8,306 30	$ 11,000 51	$ (2,694 21)
225 SHS QUALCOMM INC	03/30/12	06/15/12	$ 12,797 66	$ 15,310 98	$ (2,513 32)
100 SHS TRACTOR SUPPLY COMPANY	03/30/12	06/15/12	$ 8,776 74	$ 9,115 01	$ (338 27)
400 SHS CONAGRA FOODS INC	03/30/12	06/05/12	$ 9,816 28	$ 10,537 80	$ (721 52)
200 SHS DOVER CORP	03/30/12	06/05/12	$ 10,869 26	$ 12,577 82	$ (1,708 56)
450 SHS ORACLE CORP	03/30/12	06/05/12	$ 11,985 57	$ 13,139 10	$ (1,153 53)
200 SHS ALLERGAN INC	03/30/12	05/22/12	$ 18,056 06	$ 19,137 14	$ (1,081 08)
40 SHS GOLDMAN SACHS GROUP INC	03/30/12	05/22/12	$ 3,931 92	$ 4,991 60	$ (1,059 68)
700 SHS LIBERTY INTERACTIVE CORP-A	03/30/12	05/22/12	$ 12,196 10	$ 13,427 96	$ (1,231 86)
425 SHS PEOPLE'S UNITED FINANCIAL INC	03/30/12	05/22/12	$ 5,081 34	$ 5,622 33	$ (540 99)
325 SHS CONSTELLATION BRANDS INC-A	03/30/12	05/15/12	$ 6,240 07	$ 7,744 00	$ (1,503 93)
100 SHS BARD (C R) INC	03/30/12	05/10/12	$ 10,167 88	$ 9,919 41	$ 248 47
250 SHS BEMIS COMPANY	03/30/12	05/10/12	$ 7,935 85	$ 8,130 98	$ (195 13)
425 SHS CENTERPOINT ENERGY INC	03/30/12	05/10/12	$ 8,604 89	$ 8,345 00	$ 259 89
425 SHS SYNOPSYS INC	03/30/12	05/10/12	$ 12,357 94	$ 13,085 58	$ (727 64)
475 SHS MORGAN STANLEY	03/30/12	05/04/12	$ 7,599 76	$ 9,349 71	$ (1,749 95)
325 SHS CAMPBELL SOUP CO	03/30/12	05/03/12	$ 10,936 28	$ 10,991 89	$ (55 61)
150 SHS HERSHEY CO/THE	03/30/12	05/03/12	$ 10,083 38	$ 9,219 78	$ 863 60
275 SHS VERIZON COMMUNICATIONS INC	03/30/12	05/03/12	$ 11,190 71	$ 10,511 08	$ 679 63
150 SHS RED HAT INC	03/30/12	04/19/12	$ 9,306 93	$ 9,007 14	$ 299 79
1039 911 SHS BERNSTEIN INTERNATIONAL PORTFOLIO	03/30/12	04/18/12	$ 14,070 00	$ 14,444 36	$ (374 36)
49 206 SHS OVERLAY B PORTFOLIO CLASS 2	03/30/12	04/18/12	$ 537 33	$ 540 77	$ (3 44)
110000 SHS NEW YORK NY CITY MUN WTR FIN	07/13/11	04/04/12	$ 127,122 60	$ 133,674 07	$ (6,551 47)
15000 SHS HEWLETT-PACKARD CO	03/14/12	04/02/12	$ 16,323 75	$ 16,354 35	$ (30 60)
16000 SHS JPMORGAN CHASE & CO	03/14/12	04/02/12	$ 16,053 28	$ 15,988 80	$ 64 48
15000 SHS CITIGROUP INC	01/23/12	04/02/12	$ 15,894 75	$ 15,903 03	$ (8 28)
110000 SHS N TX TOLLWAY AUTH REVENUE	11/03/11	04/02/12	$ 127,840 90	$ 131,775 12	$ (3,934 22)
40000 SHS NEW YORK CITY NY TRANSITIONAL	10/14/11	04/02/12	$ 46,507 60	$ 49,345 99	$ (2,838 39)
110000 SHS NEW YORK ST THRUWAY AUTH 2ND	03/15/12	03/30/12	$ 119,407 20	$ 119,865 57	$ (458 37)
15000 SHS MERRILL LYNCH & CO INC	01/06/12	03/30/12	$ 15,380 55	$ 15,420 75	$ (40 20)
50000 SHS DENVER COLO CITY & CNTY ARPT	04/07/11	03/30/12	$ 56,612 00	$ 57,600 55	$ (988 55)
30000 SHS CHICAGO ILL SER A	08/19/10	04/26/12	$ 34,704 30	$ 35,576 96	$ (872 66)
75000 SHS CHICAGO ILL	08/10/10	04/18/12	$ 82,294 50	$ 85,682 67	$ (3,388 17)
55000 SHS MINNESOTA ST HIGHER ED FACS	07/29/10	04/18/12	$ 62,688 45	$ 64,259 35	$ (1,570 90)
20000 SHS PENNSYLVANIA ECONOMIC DEV FING	12/02/10	04/05/12	$ 20,023 60	$ 20,254 47	$ (230 87)
30000 SHS PITTSBURGH & ALLEGHENY CNTY	09/15/10	04/05/12	$ 33,578 40	$ 33,905 30	$ (326 90)
25000 SHS REGIONAL TRANSN DIST COLO	08/05/10	04/05/12	$ 25,779 75	$ 26,308 70	$ (528 95)
55000 SHS ORLEANS PARISH LA PARISHWIDE	07/28/10	04/05/12	$ 64,416 55	$ 65,348 50	$ (931 95)
80000 SHS PUERTO RICO ELEC PWR AUTH PWR	07/13/10	04/05/12	$ 88,800 00	$ 91,897 13	$ (3,097 13)
30000 SHS LOUISIANA ST OFFSHORE TERM AUT	08/26/10	04/04/12	$ 30,233 10	$ 30,252 79	$ (19 69)
75000 SHS ILLINOIS ST BUILD ILL	07/27/10	04/04/12	$ 89,808 75	$ 93,068 73	$ (3,259 98)
110000 SHS TOBACCO SETTLEMENT FING CORP N	12/20/10	04/02/12	$ 110,756 80	$ 110,885 11	$ (128 31)

Capital Gains and Losses: Details
Account: ABE AND IDA COOPER FOUNDATION
Sanford Bernstein
01/01/2012 - 12/31/2012

Description	Date Acquired	Date Sold	Total Proceeds	Total Cost	Gain/(Loss)
70000 SHS CALIFORNIA ST	11/23/10	04/02/12	$ 73,413 20	$ 73,970 28	$ (557 08)
110000 SHS FLORIDA ST BRD ED	08/17/10	04/02/12	$ 110,752 40	$ 110,881 85	$ (129 45)
80000 SHS PITTSBURGH & ALLEGHENY CNTY	08/12/10	04/02/12	$ 90,251 20	$ 90,150 54	$ 100 66
105000 SHS FLORIDA ST BRD ED LOTTERY	08/11/10	04/02/12	$ 110,613 30	$ 111,089 85	$ (476 55)
55000 SHS MASSACHUSETTS ST PORT AUTH REV	08/05/10	04/02/12	$ 57,187 35	$ 57,810 08	$ (622 73)
110000 SHS COLUMBUS OHIO SER A	07/30/10	04/02/12	$ 114,395 60	$ 114,809 71	$ (414 11)
45000 SHS CITIZENS PPTY INS CORP FLA SEN	07/29/10	04/02/12	$ 49,408 20	$ 50,057 79	$ (649 59)
65000 SHS NEW YORK N Y	07/29/10	04/02/12	$ 76,310 00	$ 78,229 55	$ (1,919 55)
60000 SHS TAMPA FLA SOLID WASTE SYS REV	07/29/10	04/02/12	$ 62,080 80	$ 61,995 16	$ 85 64
110000 SHS ENERGY NORTHWEST WA	07/22/10	04/02/12	$ 111,162 70	$ 111,316 10	$ (153 40)
50000 SHS ILLINOIS ST	07/20/10	04/02/12	$ 55,680 50	$ 57,095 07	$ (1,414 57)
40000 SHS CITIZENS PPTY INS CORP FLA SEN	07/14/10	04/02/12	$ 43,918 40	$ 44,173 26	$ (254 86)
110000 SHS MISSISSIPPI DEV BK SPL OLBIG	07/09/10	04/02/12	$ 124,188 90	$ 126,886 92	$ (2,698 02)
45000 SHS PUERTO RICO PUB BLDGS AUTH	07/08/10	04/02/12	$ 45,216 45	$ 45,578 79	$ (362 34)
30000 SHS TEXAS TRNSP COMM	02/14/11	03/30/12	$ 30,150 00	$ 30,176 89	$ (26 89)
25000 SHS SOUTH CAROLINA ST PORTS AUTH	11/17/10	03/30/12	$ 29,668 75	$ 29,871 78	$ (203 03)
40000 SHS LOWER COLO RIV AUTH TEX REV	10/22/10	03/30/12	$ 44,476 00	$ 46,530 07	$ (2,054 07)
110000 SHS CALIFORNIA DEPT WTR RES PWR	10/07/10	03/30/12	$ 115,299 80	$ 115,745 58	$ (445 78)
80000 SHS PHOENIX ARIZ CIVIC IMPTCORP AR	08/11/10	03/30/12	$ 88,633 60	$ 91,717 17	$ (3,083 57)
110000 SHS PORTLAND ORE SWR SYS REV	08/11/10	03/30/12	$ 113,413 30	$ 113,643 33	$ (230 02)
80000 SHS WEST VIRGINIA ECON DEV AUTH	08/05/10	03/30/12	$ 92,008 00	$ 95,962 08	$ (3,954 08)
110000 SHS BADGER TOB ASSET SECURITIZATIO	08/04/10	03/30/12	$ 110,924 00	$ 111,048 65	$ (124 65)
55000 SHS METROPOLITAN WASHINGTON D C	07/21/10	03/30/12	$ 63,247 25	$ 63,904 59	$ (657 34)
60000 SHS PORT SEATTLE WASH REV REF-AMT	07/16/10	03/30/12	$ 66,663 00	$ 69,665 42	$ (3,002 42)
45000 SHS FULTON CNTY GA DEV AUTH	07/15/10	03/30/12	$ 49,918 05	$ 49,174 57	$ 743 48
35000 SHS FULTON CNTY GA DEV AUTH	07/15/10	02/01/12	$ 39,159 05	$ 38,323 39	$ 835 66
0 SHS KRAFT FOODS GROUP INC-W/I	01/01/01	11/13/12	$ 15 19	$ -	$ 15 19
0 SHS AMETEK INC	01/01/01	07/11/12	$ 16 76	$ -	$ 16 76
[redacted]				**$ 4,018,428.23**	**$ (69,998.06)**

	Total Proceeds	Total Cost	Gain/(Loss)
Short Term	$ 1,337,174 22	$ 1,371,180 05	$ (34,005 83)
Long Term	$ 2,611,255 95	$ 2,647,248 18	$ (35,992 23)
Total	$ 3,948,430 17	$ 4,018,428 23	$ (69,998 06)

2012 Realized Gain-Loss Detail
Account: ABE & IDA COOPER FOUNDATION
Harris Associates/Pershing

Description	Date Acquired	Date Sold	Total Proceeds	Total Cost	Gain/(Loss)
8 SHS TIME WARNER CABLE INC COM	6/6/2011	5/8/2012	$ 617 98	$ 601 60	$ 16 38
122 SHS PETROLEUM & RES CORP	12/27/2011	5/8/2012	$ 2,988 16	$ 3,026 82	$ (38 66)
182 817 SHS IVA WORLDWIDE FUND CLASS C	12/14/2011	5/8/2012	$ 2,846 46	$ 2,742 25	$ 104 21
76 659 SHS IVA WORLDWIDE FUND CLASS C	12/14/2011	5/8/2012	$ 1,193 58	$ 1,149 89	$ 43 69
1000 SHS DU PONT E I DE NEMOURS & CO COM	6/6/2011	5/8/2012	$ 52,225 42	$ 49,850 00	$ 2,375 42
100 SHS AGILENT TECHNOLOGIES INC COM	6/6/2011	5/8/2012	$ 4,031 92	$ 4,706 00	$ (674 08)
3 SHS AOL INC COM	6/6/2011	5/8/2012	$ 64 33	$ 61 53	$ 2 80
10 937 SHS INVESCO COMSTOCK FUND CLASS A	3/15/2012	5/8/2012	$ 180 56	$ 186 92	$ (6 36)
10 834 SHS INVESCO COMSTOCK FUND CLASS A	12/9/2011	5/8/2012	$ 178 87	$ 163 92	$ 14 95
11 103 SHS INVESCO COMSTOCK FUND CLASS A	9/15/2011	5/8/2012	$ 183 31	$ 163 33	$ 19 98
10 323 SHS INVESCO COMSTOCK FUND CLASS A	6/16/2011	5/8/2012	$ 170 43	$ 162 79	$ 7 64
39 875 SHS INVESCO EQUALLY WEIGHTED S&P 500 FUND CLASS A	12/9/2011	5/8/2012	$ 1,297 53	$ 1,199 45	$ 98 08
600 SHS UNITEDHEALTH GROUP INC COM	6/6/2011	5/23/2012	$ 33,433 43	$ 28,890 00	$ 4,543 43
33 SHS TIME WARNER INC NEW COM NEW	6/6/2011	5/23/2012	$ 1,127 48	$ 1,158 63	$ (31 15)
1100 SHS LIBERTY INTERACTIVE CORP LIBERTY VENTURE COM SER A	6/18/2012	9/19/2012	$ 52,662 09	$ 41,439 85	$ 11,222 24
367 SHS LIBERTY INTERACTIVE CORP SUBSCRIPTION RT PUR LIBERTY VENTURES SER A COM STK EXP 10/09/12	6/18/2012	9/19/2012	$ 4,348 61	$ 3,960 47	$ 388 14
1921 SHS DIAGEO PLC ORD SHS ISIN#GB0002374006	4/23/2011	5/8/2012	$ 48,128 28	$ 37,853 00	$ 10,275 28
200 SHS REMY COINTREAU SA ISIN#FR0000130395	4/23/2011	5/8/2012	$ 21,704 42	$ 15,577 00	$ 6,127 42
428 SHS PERNOD RICARD ORD SHS ISIN#FR0000120693	4/23/2011	5/8/2012	$ 43,792 03	$ 41,487 00	$ 2,305 03
220 SHS LVMH (MOET HENNESSY LOUIS VUITTON) ORD ISIN#FR0000121014	4/23/2011	5/8/2012	$ 35,431 96	$ 38,277 00	$ (2,845 04)
800 SHS ZIMMER HLDGS INC COM	4/23/2011	5/8/2012	$ 50,160 87	$ 49,562 00	$ 598 87
1716 SHS YUM BRANDS INC COM	4/23/2011	5/8/2012	$ 122,938 00	$ 92,093 00	$ 30,845 00
300 SHS UNITED PARCEL SVC INC CL B	4/23/2011	5/8/2012	$ 23,278 53	$ 21,989 00	$ 1,289 53
136 SHS TRAVELERS COS INC COM	4/23/2011	5/8/2012	$ 8,790 39	$ 8,335 00	$ 455 39
200 SHS TERADATA CORP DEL COM	4/23/2011	5/8/2012	$ 14,287 71	$ 10,693 00	$ 3,594 71
500 SHS SPECTRA ENERGY CORP COM	4/23/2011	5/8/2012	$ 14,981 46	$ 13,968 00	$ 1,013 46
500 SHS SOUTHWEST GAS CORP	4/23/2011	5/8/2012	$ 21,168 72	$ 19,309 00	$ 1,859 72
503 SHS SEARS HLDGS CORP COM	4/23/2011	5/8/2012	$ 27,471 29	$ 39,797 39	$ (12,326 10)
2000 SHS PETROLEUM & RES CORP	12/15/2010	5/8/2012	$ 48,986 27	$ 52,895 88	$ (3,909 61)
22 SHS ORCHARD SUPPLY HARDWARE STORES CORP PFD SER A	4/23/2011	5/8/2012	$ 42 89	$ 44 00	$ (1 11)
22 SHS ORCHARD SUPPLY HARDWARE STORES CORP CL A	4/23/2011	5/8/2012	$ 428 01	$ 1,492 19	$ (1,064 18)
312 SHS OLIN CORP NEW COM PAR $1	4/23/2011	5/8/2012	$ 6,123 97	$ 8,099 00	$ (1,975 03)
400 SHS OFFICEMAX INC DEL COM	4/23/2011	5/8/2012	$ 1,834 15	$ 5,053 00	$ (3,218 85)
200 SHS NCR CORP COM	4/23/2011	5/8/2012	$ 4,586 07	$ 3,835 00	$ 751 07
2496 SHS MORGAN STANLEY COM NEW	4/23/2011	5/8/2012	$ 39,839 50	$ 66,144 00	$ (26,304 50)
400 SHS MCKESSON CORP COM	4/23/2011	5/8/2012	$ 35,729 59	$ 33,004 00	$ 2,725 59
368 SHS INTERNATIONAL PAPER CO	4/23/2011	5/8/2012	$ 11,446 68	$ 10,995 00	$ 451 68
109 SHS INTEGRYS ENERGY GRP INC COM	4/23/2011	5/8/2012	$ 5,786 51	$ 5,488 00	$ 298 51
4575 758 SHS IVA WORLDWIDE FUND CLASS C	12/15/2010	5/8/2012	$ 71,244 55	$ 75,500 00	$ (4,255 45)
628 SHS HONEYWELL INTL INC COM ISIN#US4385161066	4/23/2011	5/8/2012	$ 37,040 86	$ 37,904 51	$ (863 65)
800 SHS EDISON INTERNATIONAL	4/23/2011	5/8/2012	$ 34,830 73	$ 30,806 00	$ 4,024 73

2012 Realized Gain-Loss Detail
Account: ABE & IDA COOPER FOUNDATION
Harris Associates/Pershing

Description	Date Acquired	Date Sold	Total Proceeds	Total Cost	Gain/(Loss)
1000 SHS DUKE ENERGY CORP NEW COM R/S EFF 07/03/12 1 OLD / 3333334 CU 26441C204 DUKE ENERGY CORP	4/23/2011	5/8/2012	$ 21,422 11	$ 18,438 00	$ 2,984 11
3108 SHS DOW CHEM CO	4/23/2011	5/8/2012	$ 99,283 14	$ 121,476 00	$ (22,192 86)
1248 SHS DISCOVER FINL SVCS COM INC	4/23/2011	5/8/2012	$ 41,746 91	$ 30,891 00	$ 10,855 91
340 SHS CONOCOPHILLIPS COM	4/23/2011	5/8/2012	$ 17,925 61	$ 21,078 72	$ (3,153 11)
240 SHS CITIGROUP INC COM NEW ISIN#US1729674242	4/23/2011	5/8/2012	$ 7,543 35	$ 10,908 00	$ (3,364 65)
317 SHS ALCATEL LUCENT SPON ADR ISIN#US0139043055	4/23/2011	5/8/2012	$ 462 69	$ 1,963 00	$ (1,500 31)
3083 112 SHS INVESCO COMSTOCK FUND CLASS A	Var	5/8/2012	$ 50,902 18	$ 49,853 92	$ 1,048 26
2325 865 SHS INVESCO EQUALLY WEIGHTED S&P 500 FUND CLASS A	Var	5/8/2012	$ 75,683 65	$ 74,823 08	$ 860 57
117 SHS ACCO BRANDS CORP COM	4/23/2011	5/8/2012	$ 1,209 22	$ 1,151 00	$ 58 22
75 SHS TYCO INTL LTD SHS ISIN#CH0100383485	4/23/2011	5/10/2012	$ 4,150 90	$ 3,687 00	$ 463 90
170 SHS PHILLIPS 66 COM	4/23/2011	5/10/2012	$ 5,577 57	$ 6,264 28	$ (686 71)
3200 SHS MCGRAW HILL FINL INC COM	4/23/2011	5/10/2012	$ 152,491 94	$ 126,528 00	$ 25,963 94
500 SHS FORTUNE BRANDS HOMES & SEC INC COM	4/23/2011	5/10/2012	$ 11,612 73	$ 31,671 00	$ (20,058 27)
2274 SHS EXELON CORP COM	4/23/2011	5/10/2012	$ 88,135 30	$ 92,503 00	$ (4,367 70)
500 SHS BEAM INC COM	8/16/2002	5/10/2012	$ 29,409 44	$ 19,612 50	$ 9,796 94
1475 SHS AT&T INC COM	4/23/2011	5/10/2012	$ 48,687 18	$ 45,035 00	$ 3,652 18
4790 SHS PEPSICO INC COM	4/23/2011	5/23/2012	$ 326,961 90	$ 321,754 00	$ 5,207 90
2688 SHS BRISTOL MYERS SQUIBB CO COM	4/23/2011	5/23/2012	$ 88,105 02	$ 74,618 88	$ 13,486 14
2966 SHS ALLSTATE CORP COM	4/23/2011	5/23/2012	$ 97,000 85	$ 93,362 26	$ 3,638 59
100 SHS COVIDIEN PLC SHS NEW ISIN#IE00B68SQD29	4/23/2011	6/18/2012	$ 5,277 33	$ 5,489 00	$ (211 67)
647 SHS MERCK & CO INC NEW COM	6/6/2011	6/18/2012	$ 25,135 09	$ 23,007 32	$ 2,127 77
800 SHS DISNEY WALT CO DISNEY COM	4/23/2011	6/18/2012	$ 37,624 19	$ 33,744 00	$ 3,880 19
11487 SHS BROWN FORMAN CORP CL B	4/23/2011	6/18/2012	$ 1,057,328 24	$ 824,365 00	$ 232,963 24
900 SHS BROWN FORMAN CORP CL B	1/4/1950	6/18/2012	$ 82,841 07	$ 72,909 00	$ 9,932 07
921 SHS COMCAST CORP CL A	4/23/2011	7/6/2012	$ 29,225 56	$ 23,154 00	$ 6,071 56
5400 SHS BROWN FORMAN CORP CL A	4/23/2011	7/6/2012	$ 498,385 01	$ 380,506 92	$ 117,878 09
3600 SHS BROWN FORMAN CORP CL A	1/4/1950	7/6/2012	$ 332,256 67	$ 284,400 00	$ 47,856 67
3583 SHS BROWN FORMAN CORP CL A	4/23/2011	7/9/2012	$ 326,920 31	$ 252,473 39	$ 74,446 92
8000 SHS BROWN FORMAN CORP CL A	4/23/2011	7/10/2012	$ 732,119 99	$ 563,713 95	$ 168,406 04
7097 SHS BROWN FORMAN CORP CL A	4/23/2011	7/11/2012	$ 646,458 98	$ 500,084 74	$ 146,374 24
1037 SHS BOEING CO COM	4/23/2011	8/21/2012	$ 76,511 87	$ 78,049 80	$ (1,537 93)
8000 SHS COCA COLA COMPANY	5/25/1979	9/6/2012	$ 303,761 99	$ 6,416 67	$ 297,345 32
9600 SHS COCA COLA COMPANY	4/23/2011	9/19/2012	$ 370,614 23	$ 325,128 00	$ 45,486 23
3136 SHS COCA COLA COMPANY	5/25/1979	9/19/2012	$ 121,067 32	$ 2,515 33	$ 118,551 99

TOTAL		$ 6,701,452 36	$5,381,240 18	$ 1,320,212 18
TOTALS	SHORT-TERM	$ 157,550 16	$ 139,463 45	$ 18,086 71
TOTALS	LONG-TERM	$ 6,543,902 20	$5,241,776 73	$ 1,302,125 47

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Managed Assets

Cash Balances

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Cash										
CASH										
40,894 24	CASH		$1 00	$1 00	$40,894	$40,894	$37	0 1%	0 4%	100 0%
TOTAL Cash					**$40,894**	**$40,894**	**$37**	**0.1%**	**0.4%**	**100.0%**
TOTAL Cash Balances					**$40,894**	**$40,894**	**$37**	**0.1%**	**0.4%**	**100.0%**

Fixed Income

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Mutual Funds										
MUTUAL FUNDS										
92,497 301	AB BOND INFLATION STRATEGY CLASS 2	ABNTX	$10 98	$11 31	$1,015,749	$1,046,144	$17,574	0 3%	10 2%	20 4%
TAXABLE FUND										
251,251 039	BERNSTEIN INTER DURATION INSTITUTIONAL PORTFOLIO	SIIDX	$15 92	$16 23	$4,001,030	$4,077,804 AI $3,324	$112,156	1 8%	39 6%	79 6%
TOTAL Mutual Funds					**$5,016,779**	**$5,127,272**	**$129,730**	**1.5%**	**49.8%**	**100.0%**
TOTAL Fixed Income					**$5,016,779**	**$5,127,272**	**$129,730**	**1.5%**	**49.8%**	**100.0%**

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Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Capital Equipment										
AEROSPACE-DEFENSE										
105	PRECISION CASTPARTS CORP	PCP	$164 23	$189 42	$17,244	$19,889	$13	0 1%	0 2%	0 9%
ELECTRICAL EQUIPMENT										
275	AMETEK INC	AME	$32 55	$37 57	$8,950	$10,332	$66	0 6%	0 1%	0 5%
550	GENERAL ELECTRIC CO	GE	$20 08	$20 99	$11,046	$11,545	$418	3 6%	0 1%	0 6%
100	UNITED TECHNOLOGIES CORP	UTX	$78 11	$82 01	$7,811	$8,201	$214	2 6%	0 1%	0 4%
Total					$27,807	$30,077	$698	2 3%	0 3%	1 4%
MACHINERY										
225	EATON CORP PLC	ETN	$47 76	$54 18	$10,745	$12,191	$0	0 0%	0 1%	0 6%
MISC CAPITAL GOODS										
300	DANAHER CORP	DHR	$55 73	$55 90	$16,718	$16,770	$30	0 2%	0 2%	0 8%
TOTAL Capital Equipment					**$72,514**	**$78,927**	**$741**	**0.9%**	**0.8%**	**3.8%**
Consumer Cyclicals										
AUTOS & AUTO PARTS OEMS										
1,000	FORD MOTOR CO	F	$10 38	$12 95	$10,377	$12,950	$200	1 5%	0 1%	0 6%
175	HARLEY DAVIDSON INC	HOG	$47 73	$48 83	$8,353	$8,545	$109	1 3%	0 1%	0 4%
Total					$18,730	$21,495	$309	1 4%	0 2%	1 0%
RETAILERS										
50	AMAZON COM INC	AMZN	$224 39	$251 14	$11,220	$12,557	$0	0 0%	0 1%	0 6%
125	EBAY INC	EBAY	$47 21	$51 02	$5,902	$6,378	$0	0 0%	0 1%	0 3%
225	HOME DEPOT INC	HD	$52 38	$61 85	$11,785	$13,916	$261	1 9%	0 1%	0 7%
900	KROGER CO	KR	$23 82	$26 02	$21,434	$23,418	$540	2 3%	0 2%	1 1%
350	MACY'S INC	M	$32 77	$39 02	$11,470	$13,657	$280	2 1%	0 1%	0 7%
75	PETSMART	PETM	$68 53	$68 34	$5,140	$5,126	$50	1 0%	0 0%	0 2%
300	TJX COMPANIES INC	TJX	$44 94	$42 45	$13,483	$12,735	$138	1 1%	0 1%	0 6%
200	WAL-MART STORES INC	WMT	$61 32	$68 23	$12,263	$13,646	$318	2 3%	0 1%	0 7%

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Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
	Total				$92,697	$101,432	$1,587	1 6%	1 0%	4 8%
	TEXTILES/SHOES - APPAREL MFG									
125	COACH INC	COH	$77 76	$55 51	$9,720	$6,939	$150	2 2%	0 1%	0 3%
TOTAL Consumer Cyclicals					**$121,147**	**$129,866**	**$2,045**	**1.6%**	**1.3%**	**6.2%**
Consumer Growth										
	DRUGS									
50	AMGEN INC	AMGN	$67 93	$86 32	$3,397	$4,316	$94	2 2%	0 0%	0 2%
600	ASTRAZENECA PLC-SPONS ADR	AZN	$43 45	$47 27	$26,073	$28,362	$1,080	3 8%	0 3%	1 4%
125	BIOGEN IDEC INC	BIIB	$129 81	$146 67	$16,226	$18,334	$0	0 0%	0 2%	0 9%
200	MERCK & CO INC	MRK	$44 60	$40 94	$8,919	$8,188	$344	4 2%	0 1%	0 4%
1,500	PFIZER INC	PFE	$22 81	$25 08	$34,216	$37,619	$1,440	3 8%	0 4%	1 8%
100	VERTEX PHARMACEUTICALS INC	VRTX	$46 07	$41 94	$4,607	$4,194	$0	0 0%	0 0%	0 2%
	Total				$93,438	$101,012	$2,958	2 9%	1 0%	4 8%
	ENTERTAINMENT									
1,100	MGM RESORTS INTERNATIONAL	MGM	$13 70	$11 64	$15,070	$12,804	$0	0 0%	0 1%	0 6%
300	THE WALT DISNEY CO	DIS	$44 20	$49 79	$13,261	$14,937	$225	1 5%	0 1%	0 7%
250	TIME WARNER INC	TWX	$39 29	$47 83	$9,823	$11,958	$260	2 2%	0 1%	0 6%
225	VIACOM INC-CLASS B	VIAB	$47 55	$52 74	$10,700	$11,867	$248	2 1%	0 1%	0 6%
	Total				$48,853	$51,565	$733	1 4%	0 5%	2 5%
	HOSPITAL SUPPLIES									
125	BECTON DICKINSON & CO	BDX	$77 91	$78 19	$9,739	$9,774	$248	2 5%	0 1%	0 5%
275	JOHNSON & JOHNSON	JNJ	$64 39	$70 10	$17,707	$19,278	$671	3 5%	0 2%	0 9%
325	MEDTRONIC INC	MDT	$43 04	$41 02	$13,987	$13,332	$338	2 5%	0 1%	0 6%
	Total				$41,434	$42,383	$1,257	3 0%	0 4%	2 0%
	MEDICAL PRODUCTS									
125	IDEXX LABS CORP	IDXX	$93 64	$92 80	$11,705	$11,600	$0	0 0%	0 1%	0 6%

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24	INTUITIVE SURGICAL INC	ISRG	$530 29	$490 37	$12,727	$11,769	$0	0 0%	0 1%	0 6%
Total					$24,432	$23,369	$0	0 0%	0 2%	1 1%
OTHER MEDICAL										
125	MCKESSON CORP	MCK	$88 15	$96 96	$11,019	$12,120	$100	0 8%	0 1%	0 6%
PUBLISHING										
35	GOOGLE INC-CL A	GOOG	$650 91	$709 37	$22,782	$24,828	$0	0 0%	0 2%	1 2%
RADIO - TV BROADCASTING										
275	COMCAST CORP-CLASS A	CMCSA	$31 39	$37 38	$8,632	$10,280	$179	1 7%	0 1%	0 5%
100	DIRECTV	DTV	$49 07	$50 16	$4,907	$5,016	$0	0 0%	0 0%	0 2%
75	LIBERTY MEDIA CORP - LIBER-A	LMCA	$111 92	$116 01	$8,394	$8,701	$0	0 0%	0 1%	0 4%
125	TIME WARNER CABLE	TWC	$81 23	$97 19	$10,153	$12,149	$0	0 0%	0 1%	0 6%
Total					$32,086	$36,145	$179	0 5%	0 4%	1 7%
TOTAL Consumer Growth					**$274,043**	**$291,422**	**$5,226**	**1.8%**	**2.8%**	**13.9%**
Consumer Staples										
BEVERAGES - SOFT, LITE & HARD										
125	LORILLARD INC	LO	$128 33	$116 67	$16,041	$14,584	$775	5 3%	0 1%	0 7%
COSMETICS										
75	ULTA SALON COSMETICS & FRAGRAN	ULTA	$94 73	$98 26	$7,105	$7,370	$75	1 0%	0 1%	0 4%
FOODS										
151	KRAFT FOODS GROUP INC-W/I	KRFT	$45 24	$45 47	$6,832	$6,866	$302	4 4%	0 1%	0 3%
425	TYSON FOODS INC-CL A	TSN	$18 05	$19 40	$7,672	$8,245	$85	1 0%	0 1%	0 4%
Total					$14,503	$15,111	$387	2 6%	0 1%	0 7%
RESTAURANTS										
30	CHIPOTLE MEXICAN GRILL-CL A	CMG	$363 11	$297 46	$10,893	$8,924	$0	0 0%	0 1%	0 4%
100	MCDONALD'S CORP	MCD	$96 45	$88 21	$9,645	$8,821	$308	3 5%	0 1%	0 4%
250	STARBUCKS CORP	SBUX	$55 11	$53 62	$13,777	$13,405	$210	1 6%	0 1%	0 6%

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Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Total					$34,315	$31,150	$518	1 7%	0 3%	1 5%
SOAPS										
50	PROCTER & GAMBLE CO	PG	$69 19	$67 89	$3,459	$3,395	$112	3 3%	0 0%	0 2%
TOBACCO										
850	ALTRIA GROUP INC	MO	$31 97	$31 44	$27,176	$26,724	$1,496	5 6%	0 3%	1 3%
250	PHILIP MORRIS INTERNATIONAL	PM	$88 88	$83 64	$22,220	$20,910	$850	4 1%	0 2%	1 0%
150	REYNOLDS AMERICAN INC	RAI	$43 30	$41 43	$6,496	$6,215	$354	5 7%	0 1%	0 3%
Total					$55,892	$53,849	$2,700	5 0%	0 5%	2 6%
TOTAL Consumer Staples					**$131,315**	**$125,457**	**$4,567**	**3.6%**	**1.2%**	**6.0%**
Emerging Markets Mutual Funds										
EMERGING MARKETS FUND										
7,142 29	BERNSTEIN EMERGING MARKETS PORTFOLIO	SNEMX	$28 49	$28 27	$203,511	$201,913	$2,564	1 3%	2 0%	9 6%
TOTAL Emerging Markets Mutual Funds					**$203,511**	**$201,913**	**$2,564**	**1.3%**	**2.0%**	**9.6%**
Energy										
OFFSHORE DRILLING										
225	DIAMOND OFFSHORE DRILLING	DO	$65 39	$67 96	$14,713	$15,291	$113	0 7%	0 1%	0 7%
OIL - CRUDE PRODUCTS										
50	EOG RESOURCES INC	EOG	$110 59	$120 79	$5,530	$6,040	$34	0 6%	0 1%	0 3%
125	NOBLE ENERGY INC	NBL	$98 49	$101 74	$12,311	$12,718	$125	1 0%	0 1%	0 6%
Total					$17,841	$18,757	$159	0 8%	0 2%	0 9%
OIL WELL EQUIPMENT & SERVICES										
175	NATIONAL - OILWELL INC	NOV	$76 10	$68 35	$13,318	$11,961	$91	0 8%	0 1%	0 6%
250	SCHLUMBERGER LTD	SLB	$71 01	$69 30	$17,753	$17,325	$275	1 6%	0 2%	0 8%
Total					$31,071	$29,286	$366	1 3%	0 3%	1 4%
OILS - INTEGRATED INTERNATIONAL										
550	BP PLC-SPONS ADR	BP	$44 66	$41 64	$24,561	$22,902	$1,188	5 2%	0 2%	1 1%

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Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
100	CHEVRON CORP	CVX	$110 25	$108 14	$11,025	$10,814	$360	3 3%	0 1%	0 5%
225	EXXON MOBIL CORP	XOM	$85 56	$86 55	$19,251	$19,474	$513	2 6%	0 2%	0 9%
Total					$54,837	$53,190	$2,061	3 9%	0 5%	2 5%
TOTAL Energy					**$118,462**	**$116,524**	**$2,699**	**2.3%**	**1.1%**	**5.6%**
Financial										
BANKS - NYC										
425	CIT GROUP INC	CIT	$40 88	$38 64	$17,372	$16,422	$0	0 0%	0 2%	0 8%
750	CITIGROUP INC	C	$34 99	$39 56	$26,244	$29,670	$30	0 1%	0 3%	1 4%
200	JPMORGAN CHASE & CO	JPM	$44 18	$43 97	$8,835	$8,794	$240	2 7%	0 1%	0 4%
Total					$52,452	$54,886	$270	0 5%	0 5%	2 6%
FINANCE - PERSONAL LOANS										
275	DISCOVER FINANCIAL SERVICES	DFS	$41 57	$38 55	$11,432	$10,601	$154	1 5%	0 1%	0 5%
LIFE INSURANCE										
50	EVEREST RE GROUP LTD	RE	$109 37	$109 95	$5,468	$5,498	$96	1 8%	0 1%	0 3%
MAJOR REGIONAL BANKS										
950	BANK OF AMERICA CORP	BAC	$10 62	$11 61	$10,084	$11,030	$38	0 3%	0 1%	0 5%
275	BB&T CORP	BBT	$33 33	$29 11	$9,167	$8,005	$220	2 8%	0 1%	0 4%
350	US BANCORP	USB	$32 38	$31 94	$11,333	$11,179	$273	2 4%	0 1%	0 5%
700	WELLS FARGO & COMPANY	WFC	$34 11	$34 18	$23,875	$23,926	$616	2 6%	0 2%	1 1%
Total					$54,459	$54,140	$1,147	2 1%	0 5%	2 6%
MISC FINANCIAL										
25	AFFILIATED MANAGERS GROUP INC	AMG	$127 99	$130 15	$3,200	$3,254	$0	0 0%	0 0%	0 2%
100	BERKSHIRE HATHAWAY INC-CL B	BRK/B	$82 25	$89 70	$8,225	$8,970	$0	0 0%	0 1%	0 4%
125	VISA INC - CLASS A SHRS	V	$122 36	$151 58	$15,295	$18,948	$165	0 9%	0 2%	0 9%
Total					$26,720	$31,171	$165	0 5%	0 3%	1 5%
MULTI-LINE INSURANCE										

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350	FIDELITY NATIONAL FINANCIAL IN	FNF	$21 24	$23 55	$7,432	$8,243	$224	2 7%	0 1%	0 4%
150	HEALTH NET INC	HNT	$39 82	$24 30	$5,974	$3,645	$0	0 0%	0 0%	0 2%
325	UNITEDHEALTH GROUP INC	UNH	$58 96	$54 24	$19,163	$17,628	$276	1 6%	0 2%	0 8%
400	WELLPOINT INC	WLP	$73 99	$60 92	$29,597	$24,368	$460	1 9%	0 2%	1 2%
Total					$62,166	$53,884	$960	1 8%	0 5%	2 6%
PROPERTY - CASUALTY INSURANCE										
150	MARSH & MCLENNAN COS INC	MMC	$34 82	$34 47	$5,223	$5,171	$138	2 7%	0 1%	0 2%
100	PARTNERRE LTD	PRE	$79 83	$80 49	$7,983	$8,049	$240	3 0%	0 1%	0 4%
Total					$13,206	$13,220	$378	2 9%	0 1%	0 6%
TOTAL Financial					**$225,903**	**$223,399**	**$3,170**	**1.4%**	**2.2%**	**10.7%**
Industrial Resources										
CHEMICALS										
225	LYONDELLBASELL INDU-CL A	LYB	$46 70	$57 09	$10,508	$12,845	$23	0 2%	0 1%	0 6%
MISC INDUSTRIAL COMMODITIES										
125	INTERCONTINENTALEXCHANGE INC	ICE	$132 98	$123 81	$16,622	$15,476	$0	0 0%	0 2%	0 7%
TOTAL Industrial Resources					**$27,130**	**$28,322**	**$23**	**0.1%**	**0.3%**	**1.4%**
International Equity Mutual Funds										
INTERNATIONAL EQUITY FUND										
38,023 005	BERNSTEIN INTERNATIONAL PORTFOLIO	SIMTX	$13 85	$13 91	$526,732	$528,900	$10,038	1 9%	5 1%	25 2%
TOTAL International Equity Mutual Funds					**$526,732**	**$528,900**	**$10,038**	**1.9%**	**5.1%**	**25.2%**
Mutual Funds										
MUTUAL FUNDS										
4,695 594	AB DISCOVERY GROWTH FND CL ADV	CHCYX	$7 49	$7 48	$35,170	$35,123	$0	0 0%	0 3%	1 7%
2,106 413	AB DISCOVERY VALUE FUND CL ADV	ABYSX	$17 60	$17 35	$37,066	$36,546	$0	0 0%	0 4%	1 7%
Total					$72,236	$71,669	$0	0 0%	0 7%	3 4%
TOTAL Mutual Funds					**$72,236**	**$71,669**	**$0**	**0.0%**	**0.7%**	**3.4%**

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Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Non-Financial										
HOME BUILDING										
400	PULTE GROUP INC	PHM	$15 06	$18 16	$6,022	$7,264	$0	0 0%	0 1%	0 3%
MISC BUILDING										
100	SHERWIN-WILLIAMS CO/THE	SHW	$118 44	$153 82	$11,844	$15,382	$156	1 0%	0 1%	0 7%
TOTAL Non-Financial					**$17,866**	**$22,646**	**$156**	**0.7%**	**0.2%**	**1.1%**
Services										
AIR TRANSPORT										
700	DELTA AIR LINES INC	DAL	$9 82	$11 87	$6,877	$8,309	$0	0 0%	0 1%	0 4%
RAILROADS										
125	UNION PACIFIC CORP	UNP	$111 37	$125 72	$13,921	$15,715	$345	2 2%	0 2%	0 8%
TOTAL Services					**$20,798**	**$24,024**	**$345**	**1.4%**	**0.2%**	**1.1%**
Technology										
COMMUNICATION - EQUIP MFRS										
600	CISCO SYSTEMS INC	CSCO	$17 45	$19 65	$10,472	$11,790	$336	2 9%	0 1%	0 6%
125	HARRIS CORP	HRS	$50 84	$48 96	$6,355	$6,120	$185	3 0%	0 1%	0 3%
Total					$16,827	$17,910	$521	2 9%	0 2%	0 9%
COMPUTER SERVICES/SOFTWARE										
125	ANSYS INC	ANSS	$60 65	$67 34	$7,581	$8,418	$0	0 0%	0 1%	0 4%
250	CITRIX SYSTEMS INC	CTXS	$71 93	$65 75	$17,983	$16,438	$0	0 0%	0 2%	0 8%
225	COGNIZANT TECH SOLUTIONS-A	CTSH	$61 36	$74 05	$13,805	$16,661	$0	0 0%	0 2%	0 8%
75	F5 NETWORKS INC	FFIV	$135 20	$97 15	$10,140	$7,286	$0	0 0%	0 1%	0 3%
275	FIDELITY NATIONAL INFORMATION	FIS	$33 13	$34 81	$9,110	$9,573	$220	2 3%	0 1%	0 5%
75	FISERV INC	FISV	$78 67	$79 03	$5,900	$5,927	$0	0 0%	0 1%	0 3%
175	INTUIT INC	INTU	$60 09	$59 50	$10,516	$10,413	$119	1 1%	0 1%	0 5%
50	LINKEDIN CORP - A	LNKD	$98 39	$114 82	$4,919	$5,741	$0	0 0%	0 1%	0 3%
350	MICROSOFT CORP	MSFT	$30 13	$26 73	$10,546	$9,356	$322	3 4%	0 1%	0 4%

Portfolio Holdings and Valuation

Relationship ABE AND IDA COOPER FOUNDATION
As of December 31, 2012

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
400	TIBCO SOFTWARE INC	TIBX	$29 56	$22 01	$11,823	$8,804	$0	0 0%	0 1%	0 4%
Total					$102,324	$98,616	$661	0 7%	1 0%	4 7%
COMPUTERS										
70	APPLE INC	AAPL	$606 06	$533 03	$42,424	$37,312	$742	2 0%	0 4%	1 8%
1,100	HEWLETT-PACKARD CO	HPQ	$23 83	$14 25	$26,214	$15,675	$581	3 7%	0 2%	0 7%
115	INTL BUSINESS MACHINES CORP	IBM	$206 34	$191 55	$23,729	$22,028	$391	1 8%	0 2%	1 1%
Total					$92,367	$75,015	$1,714	2 3%	0 7%	3 6%
SEMICONDUCTORS										
1,100	APPLIED MATERIALS INC	AMAT	$12 50	$11 44	$13,752	$12,584	$396	3 2%	0 1%	0 6%
950	MICRON TECHNOLOGY INC	MU	$8 24	$6 35	$7,827	$6,033	$0	0 0%	0 1%	0 3%
Total					$21,579	$18,617	$396	2 1%	0 2%	0 9%
TOTAL Technology					**$233,098**	**$210,157**	**$3,292**	**1.6%**	**2.0%**	**10.0%**
Utilities										
ELECTRIC COMPANIES										
550	NV ENERGY INC	NVE	$18 01	$18 14	$9,904	$9,977	$374	3 8%	0 1%	0 5%
GAS DISTRIBUTORS										
400	KINDER MORGAN INC	KMI	$34 79	$35 33	$13,914	$14,132	$576	4 1%	0 1%	0 7%
TELEPHONE										
275	AT&T INC	T	$31 28	$33 71	$8,602	$9,270	$495	5 3%	0 1%	0 4%
200	VERIZON COMMUNICATIONS INC	VZ	$45 07	$43 27	$9,014	$8,654	$412	4 8%	0 1%	0 4%
Total					$17,616	$17,924	$907	5 1%	0 2%	0 9%
TOTAL Utilities					**$41,434**	**$42,033**	**$1,857**	**4.4%**	**0.4%**	**2.0%**
						$1,501 AI				
TOTAL Equities					**$2,086,190**	**$2,095,258**	**$36,722**	**1.8%**	**20.3%**	**100.0%**

BERNSTEIN
Global Wealth Management

Portfolio Holdings and Valuation

Relationship ABE AND IDA COOPER FOUNDATION
As of December 31, 2012

Dynamic Asset Allocation Overlay

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Mutual Funds										
	MUTUAL FUNDS									
283,001 251	OVERLAY B PORTFOLIO CLASS 2	SBOTX	$10 98	$10 74	$3,107,704	$3,039,433	$46,412	1 5%	29 5%	100 0%
TOTAL Mutual Funds					**$3,107,704**	**$3,039,433**	**$46,412**	**1.5%**	**29.5%**	**100.0%**
TOTAL Dynamic Asset Allocation Overlay					**$3,107,704**	**$3,039,433**	**$46,412**	**1.5%**	**29.5%**	**100.0%**

NET PORTFOLIO VALUE

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
NET PORTFOLIO VALUE					**$10,251,568**	**$10,304,360**	**$212,901**	**1.6%**		
LESS CASH					(40,894)	(40,894)				
NET BERNSTEIN OTHER INVESTMENTS					$10,210,674	$10,263,466				

Notes
- AI = Accrued Income (interest and dividends)
- Dynamic Asset Allocation Overlay Portfolio yields are estimates based on stock dividends and income from cash and directly held fixed income securities in the fund, net of estimated fund expenses Actual dividends, which are distributed annually, can vary significantly due to tax treatment of foreign currency and various instruments In addition to these dividends the funds may also make annual distributions of short and long-term capital gains
- International and Emerging Market fund yields are estimates based on stock dividends and interest income generated from cash and securities held directly in the fund, net of estimated fund expenses These dividends are distributed annually Additionally, the funds may make annual distributions of short and long-term capital gains
- Total portfolio cost includes the reinvestment of interest, dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account

Abe & Ida Cooper Foundatıon
Harrıs Cost Basıs & FMV
12/31/12

Date	# shs	Name	12/31/2012 Cost Basıs	12/31/2012 FMV
9/19/2012	40,000 000	Applıed Materıals Inc	459,742 00	457,600 00
5/11/2012	6,000 000	Atlas Aır Worldwıde	304,577 80	265,920 00
7/11/2012	2,000 000	Atlas Aır Worldwıde	88,101 00	88,640 00
7/11/2012	9,200 000	Baker Hughes Inc	362,120 16	375,798 84
4/23/2011	1,000 000	CVS Caremark Corp	36,155 00	48,350 00
11/23/2011	5,500 000	CVS Caremark Corp	206,806 00	265,925 00
11/23/2011	2,000 000	CVS Caremark Corp	75,206 00	96,700 00
7/24/2012	4,500 000	Cumıns Inc	389,517 85	487,575 00
8/24/2012	7,000 000	Devon Energy Corp	426,253 80	364,280 00
4/23/2011	368 000	Dıageo PLC Spon ADR New	29,208 00	42,901 44
4/23/2011	2,260 000	Exxon Mobıl	194,574 70	195,603 00
6/18/2012	1,740 000	Exxon Mobıl	144,395 81	150,597 00
5/15/2012	3,500 000	FedEx	308,637 35	321,020 00
4/23/2011	8,000 000	Genl Dynamıcs Corp	578,940 00	554,160 00
6/18/2012	8,500 000	GREIF Inc Cl A	352,335 00	378,250 00
7/20/2012	7,000 000	Illınoıs Tool Works	372,239 00	425,670 00
5/15/2012	11,000 000	Intel Corp	299,135 20	226,820 00
7/24/2012	4,000 000	Intel Corp	99,938 00	82,480 00
11/5/2012	6,000 000	Intel Corp	132,020 20	123,720 00
4/23/2011	8,600 000	JP Morgan Chase Co	383,474 00	378,134 26
5/15/2012	8,000 000	Lear Corp	338,373 60	374,720 00
6/18/2012	22,000 000	Lıberty Interactıve Corp	313,801 68	432,960 00
9/6/2012	13,000 000	Mıcrosoft corp	406,548 60	347,226 10
5/11/2012	11,500 000	Oracle Corp	319,225 85	383,180 00
7/6/2012	4,500 000	Parker Hannfin Corp	340,559 55	382,770 00
5/29/2012	18,000 000	TD Amerıtrade Hldg corp	308,685 60	302,580 00
8/21/2012	7,000 000	TD Amerıtrade Hldg corp	118,776 00	117,670 00
4/23/2011	75 000	TE Connectıvıty Ltd	2,621 00	2,784 00
5/15/2012	9,925 000	TE Connectıvıty Ltd	335,965 22	368,416 00
5/29/2012	10,000 000	Texas Instruments	288,862 00	308,900 00
8/21/2012	4,000 000	Texas Instruments	118,431 20	123,560 00
7/20/2012	5,200 000	Toyota Motor Co	392,024 88	484,900 00
	1,000 000	US Bancorp	29,080 00	31,940 00
4/23/2011	10,200 000	US Bancorp	256,148 00	325,788 00
Var	9,493 463	Fırst Eagle Global A	453,375 44	461,287 37
12/17/2012	420 238	Fırst Eagle-dıv reınv 12/17/12	20,154 62	20,419 36
6/18/2012	23,880 597	Oakmark Intl Fund Cl I	400,000 00	499,820 90
12/17/2012	520 353	Oakmark Intl Dıv reınv 12/17/12	10,495 52	10,890 99
		Total	9,696,505 63	10,309,957 26