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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
COOK FAMILY FOUNDATION

A Employer identification number
38-2283809

Number and street (or P O box number if mail is not delivered to street address)
312 W MAIN ST
ROOM/SUITE 3W

Room/suite

B Telephone number (see instructions)
(989) 725-1621

City or town, state, and ZIP code
OWOSSO, MI 488672906

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)* ▶$ 9,992,059

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))*

			(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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	234	234		
	4	Dividends and interest from securities.	318,980	318,980		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	345,327			
	b	Gross sales price for all assets on line 6a 2,176,419				
	7	Capital gain net income (from Part IV, line 2) . . .		344,872		
	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)	4,199		4,199	
	12	**Total.** Add lines 1 through 11	668,740	664,086	4,199	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages	88,886	3,981		45,097
	15	Pension plans, employee benefits	7,284	303		6,981
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).	3,315	663		2,652
	c	Other professional fees (attach schedule)	500			500
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	12,858	1,786		
	19	Depreciation (attach schedule) and depletion . . .	4,993			
	20	Occupancy	13,864	2,772		11,092
	21	Travel, conferences, and meetings	6,424			6,424
	22	Printing and publications	3,933			1,485
	23	Other expenses (attach schedule)	8,920	1,135		7,785
	24	**Total operating and administrative expenses.** Add lines 13 through 23	150,977	10,640		82,016
	25	Contributions, gifts, grants paid.	466,993			466,993
	26	**Total expenses and disbursements.** Add lines 24 and 25	617,970	10,640		549,009
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	50,770			
	b	**Net investment income** (if negative, enter -0-)		653,446		
	c	**Adjusted net income** (if negative, enter -0-) . . .			4,199	

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	1,027	2,811	2,811
	2 Savings and temporary cash investments	1,075	107,322	107,322
	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)	4,882,636	5,236,606	7,169,912
	c Investments—corporate bonds (attach schedule)	2,856,080	2,447,898	2,712,014
	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 ▶ 42,512			
	Less accumulated depreciation (attach schedule) ▶ 28,386	17,175	14,126	
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,757,993	7,808,763	9,992,059
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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	7,757,993	7,808,763	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	7,757,993	7,808,763	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,757,993	7,808,763	

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	7,757,993
2	Enter amount from Part I, line 27a	2	50,770
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,808,763
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	7,808,763

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	344,872
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	-1,099

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	518,220	9,964,631	0 052006
2010	544,939	9,364,333	0 058193
2009	492,773	8,264,193	0 059627
2008	660,973	10,156,969	0 065076
2007	569,701	11,631,963	0 048977

2	**Total** of line 1, column (d).	2	0 283879
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 056776
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	9,803,324
5	Multiply line 4 by line 3.	5	556,594
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,534
7	Add lines 5 and 6.	7	563,128
8	Enter qualifying distributions from Part XII, line 4.	8	549,009

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	13,069
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	13,069
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	13,069
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	9,200		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	9,200
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	32
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	3,901
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**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) ▶MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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)*

			Yes	No
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 ▶THOMAS COOK Telephone no ▶(989) 725-1621

Located at ▶P O BOX 278 312 W MAIN STREET 3W OWOSSO MI ZIP +4 ▶48867

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 |

			Yes	No
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		No
	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)*

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
See Additional Data Table				

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
NONE		

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	9,762,609
b	Average of monthly cash balances	1b	174,354
c	Fair market value of all other assets (see instructions)	1c	15,650
d	**Total** (add lines 1a, b, and c)	1d	9,952,613
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	9,952,613
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	149,289
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,803,324
6	**Minimum investment return.** Enter 5% of line 5	6	490,166

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	490,166
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,069		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	13,069
3	Distributable amount before adjustments Subtract line 2c from line 1			3	477,097
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	477,097
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	477,097

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	549,009
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	549,009
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	549,009

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					477,097
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.	4,412				
b	From 2008.	160,479				
c	From 2009.	85,709				
d	From 2010.	86,844				
e	From 2011.	31,181				
f	**Total** of lines 3a through e.		368,625			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 549,009					
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.					477,097
e	Remaining amount distributed out of corpus		71,912			
5	Excess distributions carryover applied to 2012 *(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		440,537			
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					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		4,412			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		436,125			
10	Analysis of line 9					
a	Excess from 2008. . . .	160,479				
b	Excess from 2009. . . .	85,709				
c	Excess from 2010. . . .	86,844				
d	Excess from 2011. . . .	31,181				
e	Excess from 2012. . . .	71,912				

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 or e-mail of the person to whom applications should be addressed

TOM COOK EXECUTIVE DIRECTOR
P O BOX 278 312 W MAIN ST 3W
OWOSSO,MI 48867
(989) 725-1621

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

LETTER OR GRANT FORMAT

c Any submission deadlines

ANNUAL

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

STATE OF MICHIGAN-FOCUSES ON SHIAWASSEE COUNTY

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**				466,993
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					234
4 Dividends and interest from securities. . . .					318,980
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					345,327
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a EXPENSE REIMBURSEMENTS					4,470
b ENBRIDGE ENERGY PARTNERS LP					-271
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					668,740

13 Total. Add line 12, columns (b), (d), and (e). 13 668,740

(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

****** | 2013-04-30 | ******

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
ROBERT J VOGL	ROBERT J VOGL	2013-04-30		

Firm's name ▶ VOGL & MEDER PLLC

Firm's EIN ▶

Firm's address ▶ PO BOX 37 OWOSSO, MI 488670037

Phone no (989) 723-8171

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
THORNBURG INTNL VL FD A	P	2011-02-25	2012-01-23
JANUS GLOBAL SELECT FD A	P	2011-12-20	2012-01-06
LORD ABT FNDMNTL EQ FD A	P	2011-11-22	2012-07-10
AMERICAN EURO PAC GROW A	P	2010-10-20	2012-01-23
DAIMLERCHRYSLER N 7 30% 12	P	2002-02-01	2012-01-17
THORNBURG INTNL VL FD A	P	2006-11-17	2012-01-23
THORNBURG INTNL VL FD A	P	2008-09-26	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2010-12-15	2012-07-10
PRDNTL JEN NAT RES FD A	P	2010-01-14	2012-07-31
THORNBURG INTNL VL FD A	P	2011-02-25	2012-07-31
ING VAL CH FD CL A	P	2011-12-19	2012-10-22
PEABODY ENERGY CORP COM	P	2005-07-08	2012-10-31
THORNBURG INTERNATIONAL	P	2011-02-25	2012-01-23
LORD ABBETT VAL OPP FD A	P	2011-11-22	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2011-11-22	2012-07-10
AMERICAN EURO PAC GROW A	P	2010-12-28	2012-01-23
JANUS GLOBAL SELECT FD A	P	2009-07-15	2012-01-06
THORNBURG INTNL VL FD A	P	2006-11-17	2012-01-23
THORNBURG INTNL VL FD A	P	2008-09-29	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2010-12-31	2012-07-10
PRDNTL JEN NAT RES FD A	P	2010-10-20	2012-07-31
COL SLGMN COMM & INFO A	P	2002-04-11	2012-07-31
ING VAL CH FD CL A	P	2011-12-19	2012-10-22
SIMON PROPERTY GROUP DEL	P	1994-05-24	2012-10-31
THORNBURG INTNL VL FD A	P	2011-12-23	2012-01-06
LORD ABBETT VAL OPP FD A	P	2011-11-22	2004-04-09
THORNBURG INTNL VL FD A	P	2009-04-14	2012-01-23
AMERICAN EURO PAC GROW A	P	2010-12-28	2012-01-23
JANUS GLOBAL SELECT FD A	P	2009-11-17	2012-01-06
THORNBURG INTNL VL FD A	P	2006-11-20	2012-01-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
THORNBURG INTNL VL FD A	P	2008-12-26	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2011-02-25	2012-07-10
PRDNTL JEN NAT RES FD A	P	2010-10-20	2012-07-31
COLUMBIA SELIGMAN	P	2002-04-11	2012-07-31
ING VAL CH FD CL A	P	2011-12-19	2012-10-22
TOTAL S A SP ADR	P	2002-11-06	2012-10-31
THORNBURG INTNL VL FD A	P	2011-12-23	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2011-12-30	2012-05-11
THORNBURG INTNL VL FD A	P	2009-06-26	2012-01-23
BLACKROCK LATIN AMER A	P	2000-02-10	2012-01-06
JANUS GLOBAL SELECT FD A	P	2009-11-20	2012-01-06
THORNBURG INTNL VL FD A	P	2006-12-26	2012-01-23
THORNBURG INTNL VL FD A	P	2008-12-29	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2011-02-25	2012-07-10
PRDNTL JEN NAT RES FD A	P	2010-11-30	2012-07-31
COL SLGMN COMM & INFO A	P	2011-12-20	2012-07-31
COL SLGMN COMM & INFO A	P	2002-04-11	2012-10-22
TELEFONICA SA SPAIN ADR	P	1997-09-12	2012-10-31
AMERICAN EURO PAC GROW A	P	2011-02-25	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2011-12-16	2012-07-10
THORNBURG INTNL VL FD A	P	2009-09-25	2012-01-23
BLACKROCK LATIN AMER A	P	2001-02-07	2012-01-06
JANUS GLOBAL SELECT FD A	P	2010-12-22	2012-01-06
THORNBURG INTNL VL FD A	P	2006-12-27	2012-01-23
THORNBURG INTNL VL FD A	P	2009-04-08	2012-01-23
LORD ABT FNDMNTL EQ FD A	P	2009-04-08	2012-07-10
PRDNTL JEN NAT RES FD A	P	2010-11-30	2012-07-31
COMPUTER SCIENCES 5 00% 13	P	2003-04-14	2012-10-19
COL SLGMN COMM & INFO A	P	2002-04-11	2012-10-22
TELEFONICA SA SPAIN ADR	P	2012-06-15	2012-10-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AMERICAN EURO PAC GROW A	P	2011-12-28	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2011-12-16	2012-07-10
THORNBURG INTNL VL FD A	P	2009-09-28	2012-01-23
BOEING CAPITAL 6 5% 2012	P	2002-03-01	2012-02-15
JANUS GLOBAL SELECT FD A	P	2010-12-22	2012-01-06
THORNBURG INTNL VL FD A	P	2007-06-26	2012-01-23
LORD ABBETT VAL OPP FD A	P	2010-10-27	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2009-11-24	2012-07-10
PRDNTL JEN NAT RES FD A	P	2011-02-25	2012-07-31
GABELLI ASSET FD CL A	P	2011-01-24	2012-10-22
COL SLGMN COMM & INFO A	P	2006-08-31	2012-10-22
UNITED TECHS CORP COM	P	1997-09-12	2012-10-31
AMERICAN EURO PACIFIC	P	2011-02-25	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2011-12-16	2012-07-10
THORNBURG INTNL VL FD A	P	2010-03-29	2012-01-23
CITIGROUP INC 6 00% 2-12	P	2002-03-01	2012-02-21
THORNBURG INTNL VL FD A	P	2006-03-15	2012-01-06
THORNBURG INTNL VL FD A	P	2007-06-27	2012-01-23
LORD ABBETT VAL OPP FD A	P	2010-11-23	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2010-11-23	2012-07-10
PRDNTL JEN NAT RES FD A	P	2011-05-25	2012-07-31
GABELLI ASSET FD CL A	P	2011-01-31	2012-10-22
COL SLGMN COMM & INFO A	P	2011-02-25	2012-10-22
WPX ENERGY INC	P	2007-09-17	2012-10-31
BLACKROCK LATIN AMER A	P	2011-02-25	2012-01-06
NUVEEN TRDW GLB ALLCAP A	P	2011-12-16	2012-07-10
THORNBURG INTNL VL FD A	P	2010-06-25	2012-01-23
JP MORGAN CHARSE & 6 62%	P	2002-04-18	2012-03-15
THORNBURG INTNL VL FD A	P	2006-03-15	2012-01-06
THORNBURG INTNL VL FD A	P	2007-09-26	2012-01-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LORD ABBETT VAL OPP FD A	P	2011-01-24	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2010-11-23	2012-07-10
GABELLI ASSET FD CL A	P	2011-01-24	2012-07-31
GABELLI ASSET FD CL A	P	2011-01-24	2012-10-22
COL SLGMN COMM & INFO A	P	2011-12-20	2012-10-22
ING VAL CH FD CL A	P	2011-12-19	2012-04-10
NUVEEN TRDW GLB ALLCAP A	P	2011-12-30	2012-07-10
THORNBURG INTNL VL FD A	P	2010-09-24	2012-01-23
JC PENNY & CO 7 65% 2016	P	2006-11-07	2012-02-29
THORNBURG INTNL VL FD A	P	2006-03-15	2012-01-06
THORNBURG INTNL VL FD A	P	2007-11-19	2012-01-23
LORD ABBETT VAL OPP FD A	P	2011-01-24	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2011-02-14	2012-07-10
GABELLI ASSET	P	2011-01-24	2012-07-31
ING VAL CH FD CL A	P	2010-10-20	2012-10-22
COL SLGMN COMM & INFO A	P	2011-12-20	2012-10-22
AMN MUTUAL FUND A	P	2011-10-20	2012-04-10
NUVEEN TRDW GLB ALLCAP A	P	2011-12-30	2012-07-10
THORNBURG INTNL VL FD A	P	2010-12-27	2012-01-23
QEP RESOURCES INC SHS	P	1997-12-09	2012-03-14
THORNBURG INTNL VL FD A	P	2006-03-15	2012-01-23
THORNBURG INTNL VL FD A	P	2007-11-19	2012-01-23
LORD ABBETT VAL OPP FD A	P	2011-02-25	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2011-02-14	2012-07-10
GABELLI ASSET FD CL A	P	2011-12-28	2012-07-31
ING VAL CH FD CL A	P	2010-10-20	2012-10-22
ARCH COAL INC	P	2005-07-08	2012-10-31
AMN MUTUAL FUND A	P	2011-12-23	2012-04-10
AMERICAN INTL GROWTH	P	2011-11-16	2012-07-05
AMERICAN EURO PAC GROW A	P	2002-01-17	2012-01-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LEHMAN BROS HOLING 6 62% 12	P	2002-02-08	2012-04-17
THORNBURG INTNL VL FD A	P	2006-03-15	2012-01-23
THORNBURG INTNL VL FD A	P	2007-11-20	2012-01-23
LORD ABBETT VAL OPP FD A	P	2011-02-25	2012-05-07
LORD ABT FNDMNTL EQ FD A	P	2011-02-25	2012-07-10
THORNBURG INTNL VL FD A	P	2011-02-25	2012-07-31
ING VAL CH FD CL A	P	2010-12-17	2012-10-22
CHEVRON CORP	P	1997-09-12	2012-10-31
AMN MUTUAL FUND A	P	2011-12-23	2012-04-10
AMERICAN INTL GROWTH	P	2011-12-27	2012-07-05
AMERICAN EURO PAC GROW A	P	2002-01-17	2012-01-23
ING VAL CH FD CL A	P	1953-08-19	2012-04-10
THORNBURG INTNL VL FD A	P	2006-03-15	2012-01-23
THORNBURG INTNL VL FD A	P	2007-11-20	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2010-04-22	2012-05-11
WESTINGHOUSE ELEC 8/62% 12	P	2002-02-01	2012-08-01
THORNBURG INTNL VL FD A	P	2011-03-25	2012-07-31
ING VAL CH FD CL A	P	2010-12-17	2012-10-22
CONOCOPHILLIPS	P	1997-09-12	2012-10-31
JANUS GLOBAL SELECT FD A	P	2011-02-25	2012-01-06
AMERICAN INTL GROWTH	P	2011-12-27	2012-07-05
AMERICAN EURO PAC GROW A	P	2009-05-29	2012-01-23
ING VAL CH FD CL A	P	2010-10-20	2012-04-10
THORNBURG INTNL VL FD A	P	2006-03-20	2012-01-23
THORNBURG INTNL VL FD A	P	2007-12-26	2012-01-23
WAL-MART DE MEXICO SAB	P	1998-01-28	2012-05-08
BANK OF AMERICA CORP CLD	P	2005-11-16	2012-08-15
THORNBURG INTNL VL FD A	P	2011-03-25	2012-07-31
ING VAL CH FD CL A	P	2011-02-25	2012-10-22
HEWLETT PACKARD CO DEL	P	2010-12-13	2012-10-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JANUS GLOBAL SELECT FD A	P	2011-12-20	2012-01-06
AMERICAN INTL GROWTH	P	2011-12-27	2012-07-05
AMERICAN EURO PAC GROW A	P	2010-10-20	2012-01-23
ING VALUE	P	2010-10-20	2012-04-10
THORNBURG INTNL VL FD A	P	2006-03-30	2012-01-23
THORNBURG INTNL VL FD A	P	2008-06-26	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2010-04-22	2012-07-10
BANK OF AMERICA CORP CLD	P	2005-11-16	2012-08-15
THORNBURG INTNL VL FD A	P	2011-06-24	2012-07-31
ING VAL CH FD CL A	P	2011-12-19	2012-10-22
HEWLETT PACKARD CO DEL	P	2010-12-13	2012-10-31
JANUS GLOBAL SELECT FD A	P	2011-12-20	2012-01-06
LORD ABT FNDMNTL EQ FD A	P	2011-11-22	2012-07-10
AMERICAN EURO PAC GROW A	P	2010-10-20	2012-01-23
COASTAL CORP 9 62% MAY 15 12	P	2002-02-01	2012-05-15
THORNBURG INTNL VL FD A	P	2006-09-27	2012-01-23
THORNBURG INTNL VL FD A	P	2008-06-27	2012-01-23
NUVEEN TRDW GLB ALLCAP A	P	2010-07-22	2012-07-10
NM BANK AMERCIA CORP CLD	P	2008-01-16	2012-08-15
THORNBURG INTNL VL FD A	P	2011-09-26	2012-07-31
ING VAL CH FD CL A	P	2011-12-19	2012-10-22
HEWLETT PACKARD CO DEL	P	2010-12-13	2012-10-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
432		491	-59
470		452	18
11		11	
22,013		24,243	-2,230
50,000		50,000	
280		298	-18
381		373	8
176		234	-58
44,845		49,974	-5,129
18,768		21,465	-2,697
13,352		13,014	338
24,960		23,845	1,115
7		8	-1
9		9	
3,223		3,018	205
37		40	-3
23,886		19,130	4,756
2,950		3,139	-189
25		23	2
1,670		2,215	-545
43		46	-3
19,967		10,383	9,584
15		15	
30,124		6,257	23,867
4		4	
495		446	49
25		18	7
1,082		1,188	-106
17,143		17,000	143
25		27	-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
153		111	42
22		27	-5
21,418		24,970	-3,552
11		6	5
853		832	21
40,065		27,066	12,999
8		7	1
2		2	
712		582	130
8,035		2,327	5,708
10		10	
356		392	-36
25		18	7
15,994		21,986	-5,992
43		52	-9
22		21	1
26,959		14,269	12,690
60,293		23,930	36,363
597		676	-79
22		28	-6
178		166	12
16,700		4,313	12,387
10		11	-1
25		28	-3
21,539		14,992	6,547
110,860		73,005	37,855
684		839	-155
50,751		50,023	728
31		17	14
1,583		1,647	-64

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1		1	
2,680		2,989	-309
25		24	1
50,000		50,000	
970		1,169	-199
305		389	-84
66,362		60,000	6,362
37		32	5
23		32	-9
26		24	2
48,856		34,983	13,873
50,511		12,655	37,856
10		12	-2
22		24	-2
25		25	
50,000		50,000	
24		25	-1
25		32	-7
335		305	30
12		12	
15,732		21,981	-6,249
18,059		16,646	1,413
19,492		21,987	-2,495
8,394		9,256	-862
16		19	-3
4,899		5,463	-564
407		377	30
50,000		50,000	
73		76	-3
305		426	-121

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16		15	1
320		312	8
59,407		58,891	516
11,915		11,045	870
42		41	1
2		2	
18		20	-2
229		235	-6
54,978		53,361	1,617
62,899		66,120	-3,221
4,399		5,633	-1,234
29,749		29,992	-243
12		13	-1
12		11	1
53,648		58,742	-5,094
4,852		4,724	128
60,967		56,954	4,013
1,340		1,483	-143
25		26	-1
54,701		11,580	43,121
2,594		2,597	-3
4,577		5,861	-1,284
16		16	
17,872		19,993	-2,121
27		25	2
4		5	-1
7,077		25,794	-18,717
14		14	
44,779		44,988	-209
35,190		26,762	8,428

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,121		35,000	-32,879
25		27	-2
25		33	-8
30,851		31,991	-1,140
10,799		12,002	-1,203
18		21	-3
15		15	
102,757		36,838	65,919
455		437	18
195		192	3
1,082		776	306
48,538		49,993	-1,455
76		76	
25		33	-8
62,498		71,625	-9,127
25,000		25,000	
25		29	-4
1,183		1,359	-176
60,194		23,497	36,697
17,446		22,001	-4,555
22		22	
17,461		15,004	2,457
1,113		1,246	-133
25		26	-1
25		33	-8
91,455		15,915	75,540
5,000		4,850	150
101		115	-14
26,614		32,004	-5,390
2,745		8,457	-5,712

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10		8	2
837		821	16
37		41	-4
10		12	-2
280		284	-4
687		771	-84
24,145		28,376	-4,231
5,000		4,744	256
707		792	-85
15		16	-1
5,490		16,915	-11,425
1		1	
271		253	18
1,679		1,849	-170
10,000		10,000	
763		797	-34
25		29	-4
8,876		9,999	-1,123
15,000		14,822	178
429		393	36
1,183		1,153	30
5,490		16,916	-11,426

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-59
			18
			-2,230
			-18
			8
			-58
			-5,129
			-2,697
			338
			1,115
			-1
			205
			-3
			4,756
			-189
			2
			-545
			-3
			9,584
			23,867
			49
			7
			-106
			143
			-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			42
			-5
			-3,552
			5
			21
			12,999
			1
			130
			5,708
			-36
			7
			-5,992
			-9
			1
			12,690
			36,363
			-79
			-6
			12
			12,387
			-1
			-3
			6,547
			37,855
			-155
			728
			14
			-64

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-309
			1
			-199
			-84
			6,362
			5
			-9
			2
			13,873
			37,856
			-2
			-2
			-1
			-7
			30
			-6,249
			1,413
			-2,495
			-862
			-3
			-564
			30
			-3
			-121

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1
			8
			516
			870
			1
			-2
			-6
			1,617
			-3,221
			-1,234
			-243
			-1
			1
			-5,094
			128
			4,013
			-143
			-1
			43,121
			-3
			-1,284
			-2,121
			2
			-1
			-18,717
			-209
			8,428

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-32,879
			-2
			-8
			-1,140
			-1,203
			-3
			65,919
			18
			3
			306
			-1,455
			-8
			-9,127
			-4
			-176
			36,697
			-4,555
			2,457
			-133
			-1
			-8
			75,540
			150
			-14
			-5,390
			-5,712

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2
			16
			-4
			-2
			-4
			-84
			-4,231
			256
			-85
			-1
			-11,425
			18
			-170
			-34
			-4
			-1,123
			178
			36
			30
			-11,426

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
BRUCE L COOK 1015 CHIPMAN LANE OWOSSO, MI 48867	PRESIDENT 20 00	0	0	0
LAURIE C COOK 5840 N CHIPMAN OWOSSO, MI 48867	VICE PRES 0 25	0	0	0
JACQUELINE P COOK 1015 CHIPMAN LANE OWOSSO, MI 48867	TRUSTEE 0 25	0	0	0
PAUL C COOK 5840 N CHIPMAN OWOSSO, MI 48867	TRUSTEE 0 25	0	0	0
ANNA E OWENS 1201 N WASHINGTON OWOSSO, MI 48867	TRUSTEE 0 25	0	0	0

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*				
ARC OF SHIAWASSEE CNTY 1905 W M-21 OWOSSO, MI 48867		CAPACITY	STAFF & TECH	12,521
ARC OF SHIAWASSEE CNTY 1905 W M-21 OWOSSO, MI 48867		CAPACITY	TRAINING SCHOLARSHIPS	7,719
BAY AREA COMM FOUNDATION 703 WASHINGTON AVE BAY CITY, MI 48708		ENVIRONMENT	SAGINAW BAY WIN	20,000
CHILD ABUSE PREV COUNCIL 1216 W MAIN ST OWOSSO, MI 48867		COMMUNITY	CAPACITY BUILDING	5,000
DURAND UNION STATION INC 200 S RAILROAD ST DURAND, MI 48429		CAPACITY	STAFFING GRANT	14,800
DURAND UNION STATION INC 200 S RAILROAD ST DURAND, MI 48429		CAPACITY	OTHER OPERATIONS	2,497
FRIENDS OF FRED MEIJER CIS TRAIL P O BOX 274 ST JOHNS, MI 48879		ENVIRONMENTA	TRAIL CONSTRUCTION	14,175
FRIENDS OF THE SHIAWASSEE RIVER 308 W MAIN ST SUITE 7 OWOSSO, MI 48867		ENVIRONMENTA	CAPACITY BUILDING	1,000
GIRLS ON THE RUN MID MICHIGAN 2564 VANDEKARR RD OWOSSO, MI 48867		CAPACITY	OPERATIONS AND STAFF	6,000
OWOSSO COMMUNITY PLAYERS 122 E MAIN STREET OWOSSO, MI 48867		ARTS	CONSTRUCTION GRANT	75,000
OWOSSO COMMUNITY PLAYERS 122 E MAIN STREET OWOSSO, MI 48867		ENVIRONMENT	STUDY	2,500
OWOSSO PUBLIC SCHOOLS 1405 W NORTH STREET OWOSSO, MI 48867		EDUCATION	OTHER	3,500
OWOSSO PUBLIC SCHOOLS 1405 W NORTH STREET OWOSSO, MI 48867		EDUCATION	IB PROGRAM	98,036
RAVE 120 W EXCHANGE ST 104 OWOSSO, MI 48867		COMMUNITY	CAPACITY BUILDING	6,094
RESPITE VOLUNTEERS OF SHIAWASSEE 710 W KING ST OWOSSO, MI 48867		COMMUNITY	CAPACITY BUILDING/STAFF GRANT	10,000

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*				
SHIAWASSEE ARTS CENTER 206 CURWOOD CASTLE DR OWOSSO,MI 48867		CAPACITY	WOODARD SPONSORSHIP	1,000
SHIAWASSEE ECON DEVELOP 215 N WATER STREET OWOSSO,MI 48867		COMMUNITY	ECONOMIC DEVELOPMENT-OTHER	25,000
SHIAWASSEE REGIONAL EDUCA 1025 N SHIAWASSEE STREET CORUNNA,MI 48817		EDUCATION	2012 SHIAWASSEE SCHOLARSHIPS	47,575
STATE YMCA OF MICHIGAN 919 N EAST TORCH LAKE DRI CENTRAL LAKE,MI 49622		YOUTH	SCHOLARSHIPS TO HAYO-WENT-HA CAMPS	25,000
UNIVERSITY OF MICHIGAN 3003 S STATE ST 8000 WOLVERINE TOWER ANN ARBOR,MI 48109		EDUCATION	SCHOLARSHIPS AND RELATED	80,619
VARIOUS OTHERS PO BOX 278 OWOSSO,MI 48867		OTHER	OTHER	7,818
VARIOUS OTHERS PO BOX 278 OWOSSO,MI 48867		EDUCATION	OTHER EDUCATION & YOUTH	1,139
Total . . . . ▶ **3a**				466,993

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Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

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

OMB No 1545-0172

2012

Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
COOK FAMILY FOUNDATION	INDIRECT DEPRECIATION	38-2283809

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

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
6			

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ▶	13	

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	972
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	3,827
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		972	5 0	HY	200 DB	194
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV **Summary** (see instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	4,993
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* ***only*** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

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

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

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . .												
31 Total commuting miles driven during the year .												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use? .												

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

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

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					

43 Amortization of costs that began before your 2012 tax year **43**

44 **Total.** Add amounts in column (f) See the instructions for where to report **44**

TY 2012 Accounting Fees Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VOGL & MEDER, CPA'S	3,315	663		2,652

TY 2012 Compensation Explanation

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Person Name	Explanation
BRUCE L COOK	
LAURIE C COOK	
JACQUELINE P COOK	
PAUL C COOK	
ANNA E OWENS	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE & CABINETS	2008-12-01	27,821	18,044	200DB	7 0000	2,794			
APPLE COMPUTERS	2008-11-21	1,994	1,585	200DB	5 0000	218			
PHONES	2008-12-03	448	290	200DB	7 0000	45			
XEROX COPIER	2008-12-11	1,373	1,091	200DB	5 0000	150			
LEASEHOLD IMPROVEMENTS	2008-12-01	8,211	1,916	S/L	15 0000	547			
OFFICE CHAIRS	2008-12-24	721	467	200DB	7 0000	73			
APPLE COMPUTER	2012-03-23	1,944		200DB	5 0000	1,166			

TY 2012 Investments Corporate Bonds Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALCAN INC NOTES GLB-5.00%-060115	24,349	27,325
AMERICAN EXPRESS GLB-7.00%-021518	25,120	31,586
AMERICAN FINANCIAL GP 9.875%-061519	30,416	32,456
ASPEN INSURANCE HLDG LTD 6.0%-121520	41,910	43,927
AUTOZONE INC SEN NOTES-5.50%-111515	47,967	56,205
AXIS SPEC FIN CO GUAR-5.875%-06012	24,649	28,381
AXIS SPEC FIN CO ORIG-5.875%-06012	25,704	28,381
BANK OF AMER SUB NOTES-4.85%-021515		
BANK OF AMER SUB NOTES-5.15%-081515		
BEAR STEARNS CO INC-5.55%-012217	47,608	56,386
BOEING CAPITAL NOTES-6.50%-021512		
BOSTON SCIENTIFIC-5.125%-011217	23,348	27,633
BOSTON SCIENTIFIC-5.125%-011217	23,402	27,633
CATERPILLAR SE SER MTN-7.15%-021519	16,337	19,531
CITIGROUP INC NOTES GLB-6.00%-022112		
COASTAL CORP DEBT-9.625%-051512		
COMCAST CORP NOTES-5.3%-011514	24,083	26,230
COMCAST CORP NOTES-5.875%-021518	50,482	60,253
COMMONWEALTH ED IST MTG-4.70%-041515	50,214	54,342
COMPASS BANK ORIGINAL-5.50%-040120	25,199	24,783
COMPASS BANK SUBORDINAT-5.50%-040120	24,353	24,783
COMPUTER SCIENCES NOTES-5.0%-021513		
CREDIT SUISSE SUBORD GLB-5.4%-011420	25,582	28,110
D R HORTON INC-6.50%-041516	24,875	27,750
DAIMLERCHRYSLER GLB-7.3%-011512		
DEERE & CO GLOBAL NTS-6.5%-042514	41,186	43,350
DOMINION REDOURCES INC-5.20%-011516	46,922	55,756
DONNELLEY(RR)& SONS GLB-4.95%-040114	14,236	15,338
DONNELLEY(RR)& SONS GLB-6.125%-11517	25,109	24,188
DOW CHEMICAL CO DEBT-6.85%-081513	50,346	51,822

Name of Bond	End of Year Book Value	End of Year Fair Market Value
EASTMAN CHEMICAL-6.30%-111518	25,385	29,933
EASTMAN CHEMICAL-6.30%-111518	25,365	29,933
EATON CORP -6.95%-032019	54,045	63,269
ENTERGY MISSISSIPPI ORG UNIT-38,000	40,215	45,868
ENTERGY MISSISSIPPI ORG UNIT-7,000	7,378	8,449
ENTERGY MISSISSPPI 1ST-6.64%-70119	5,270	6,035
FIFTH THIRD BK SUB-4.50%-061118	20,570	27,762
FIRST DATA CORP NOTES-4.95%-061515	38,958	32,540
FORTUNE BRANDS INC-5.375%-011516	38,668	44,686
GABELLI ASSET MGMT-5.5%-051513	30,043	30,356
GENERAL ELEC CAP CORP-5.1%-101519	11,792	14,999
GENERAL ELEC CAP CORP-5.625%-050118	25,163	29,688
GENERAL ELEC CAP CORP-5.50%-010820	35,208	41,430
GOLDMAN SACHS GROUP GLB-6.15%-040118	24,693	29,369
GOLDMAN SACH GROUP GLB-5.375%-031520	25,335	28,651
HEALTH CARE PPTY INC-5.625%-050117	29,105	34,264
HOME DEPOT INC-5.40%-030116	23,940	28,561
HSBC FINANCE CORP NOTES-4.75%-071513	34,331	35,730
INDIANA MICHIGAN POWER-7.000%-031519	25,054	31,594
J P MORGAN & CO SUBORD-5.15%-100115	24,662	26,380
J P MORGAN CHASE GLOB-6.625%-031512		
KINDER MORGAN ENER PART-9.00%-020119	27,108	33,696
KRAFT FOODS GLB 6.125% 020118	25,342	30,419
KROGER CO CO GUARNT-4.950%-011515	24,543	26,956
LEHMAN BROS HOLDINGS-6.625%-011812		
LEHMAN BROS HOLDINGS ZERO% 073113		8,181
LLOYDS TSB BANK PLC 6.375%-012121	26,953	30,801
MACYS RETAIL HLDGS INC-7.45%-071517	26,288	30,821
MACYS RETAIL HLDGS INC-7.45%-071517	26,407	30,821
MASCO CORP BDS-4.80%-061515	24,157	26,187

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MAYTAG CORP NOTE-6.40%-081514	35,323	37,727
MERRILL LYNCH & CO-5.70%-050217	50,405	57,070
MORGAN STANLEY 5.75%-012521	26,270	28,551
MORGAN STANLEY SUB GLB-4.75%-040114	24,530	25,887
NISOURCE FIN CORP BONDS-5.4%-071514	24,426	26,642
NM BANK AMERICA CORP-5.50%-081518		
NM GENL ELEC CAP SER-4.25%-051515	5,528	5,999
NM HOUSEHOLD FIN CORP-4.70%-011514	25,000	25,390
NM SEARS ROEBUCK & CO-7.5%-011513	10,008	9,986
NM WELLS FARGO & CO-4.4%-121613	25,000	25,138
PENNY JC & CO DEBT-7.65%-081516		
PENNY JC & CO DEBT-7.65%-081516	34,748	31,845
PRUDENTIAL FIN SER MTND-7.375%-61519	52,047	63,494
PUGET SOUND ENERGY SEC-6.74%-061518	10,458	12,282
PULTE CORP NOTES-5.25%-011514	24,998	25,813
QUESTAR MKT RESOURCES-6.80%-030120	26,185	27,938
REINSURANCE GRP OF AMER-6.45%-111519	46,123	52,467
RENRE N AMER HLDG GUART-5.75%-031520	25,611	28,135
ROYAL BK SCOTLAND PLC 3.95%-092115	20,127	21,237
ROYAL BK SCOTLAND PLC 6.125%-011121	26,728	30,205
SAFEWAY INC NOTE-5.625%-081514	35,229	37,238
SOUTHWEST AIRLINES-5.125%-030117	23,487	27,665
SPRINT NEXTEL CORP-6.00%-120116	24,671	27,188
SUNTRUST BANK SUBORD-5.40%-040120	24,477	27,161
TIME WARNER COS DEBT-8.05%-011516	12,811	14,031
TORCHMARK CORP NOTES-7.375%-080113	19,193	19,691
TORCHMARK CORP NOTES-7.375%-080113	30,262	31,091
TRIBUNE CO-5.25%-081515	29,328	12,600
TYSON FOODS INC-STEP%-040116	50,000	57,297
UNITED PARCEL SERVICE-5.50%-011518	51,539	60,075

Name of Bond	End of Year Book Value	End of Year Fair Market Value
US BANK SUB NOTES-4.80%-041515	24,169	27,109
USA WASTE SERVS INC-7.125%-121517	18,772	21,885
WESTINGHOUSE ELECT-8.625%-080112		
WEYERHAEUSER CO DEBENT-7.25%-070113	40,230	41,167
WEYERHAEUSER CO DEBENT-7.5%-030113	20,068	20,184
WYETH NOTE-5.50%-020114	25,104	26,356
WYETH NOTE-5.50%-020114	25,078	26,356
YUM BRANDS INC-6.25%-041516	40,590	45,586

TY 2012 Investments Corporate Stock Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY (200)	15,841	18,570
3M COMPANY (400)	25,485	37,140
3M COMPANY (400)	31,687	37,140
ABBOTT LABS (1,300)	23,548	85,150
ABERDEEN INT'L EQUITY A (.708)		
ABERDEEN INT'L EQUITY A (9,541)	129,779	136,245
ABERDEEN INT'L EQUITY A (0.5150)	7	7
AMERICAN AMCAP FD A (.322)		
AMERICAN AMCAP FD A (5,662)	104,914	122,809
AMERICAN FUNDAMENTAL INV A (.126)	4	5
AMERICAN FUNDAMENTAL INV A (1,665)	65,320	67,899
AMERICAN INTL GROWTH & INC A (.793)		
AMERICAN INTL GROWTH & INC A (1,642)		
AMERICAN MUTUAL FD A (.542)		
AMERICAN MUTUAL FD A (2,297)		
AMERICAN NEW ECON SBI CL A (.203)		
AMERICAN NEW ECON SBI CL A (6,140)	153,505	174,560
AMERICAN NEW PERSPECTIVE A (.233)		
AMERICAN NEW PERSPECTIVE A (6,748)	167,908	210,942
ARCH COAL INC (900)		
AT&T INC (1,350)	44,073	45,509
AT&T INC (700)	24,483	23,597
BAXTER INTERNATL INC (1,300)	32,843	86,658
BHP BILLION LTD (1,000)	42,945	78,420
BLACKROCK EQTY DIV FD A (2,721)	49,768	54,121
BLACKROCK EQTY DIV FD A (0.119)	2	2
BLACKROCK HEALTH SCIENCES A (.691)		
BLACKROCK HEALTH SCIENCES A (5,656)	142,268	178,012
BLACKROCK HEALTH SCIENCES A (610)		
BLACKROCK HEALTH SCIENCES A (0.117)	4	4

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BLACKROCK LATIN AMER CL A (.271)		
BLACKROCK LATIN AMER CL A (1,709)	42,683	103,617
CANADIAN NATL RAILWAY CO (1,200)	28,704	109,211
CANADIAN NATL RAILWAY CO (200)	4,785	18,203
CARDINAL HEALTH INC OHIO (1,000)	13,637	41,180
CARDINAL HEALTH INC OHIO (350)	14,540	14,413
CATERPILLAR INC DEL (600)	51,413	53,765
CHEVRON CORP (900)	34,835	97,326
CISCO SYSTEMS INC (100)	2,508	1,965
CISCO SYSTEMS INC (1750)	30,265	34,386
CISCO SYSTEMS INC (500)	12,540	9,825
CISCO SYSTEMS INC (600)	15,048	11,789
CONOCOPHILLIPS (1050)	23,497	60,890
CONSOLIDATED EDISON INC (400)	17,448	22,216
CONSOLIDATED EDISON INC (600)	26,172	33,324
DEERE CO (850)	73,419	73,457
ENBRIDGE ENERGY PTRS LP (2,000)	36,311	55,800
EURO PACIFIC GROWTH FD A (2,729)		
EXXON MOBIL CORP (625)	54,546	54,094
FIDELITY ADV NEW INSIGHTS A (.484)		
FIDELITY ADV NEW INSIGHTS A (9468)	186,103	215,397
FIDELITY ADV NEW INSIGHTS A (0.3010)	7	7
FRANKLIN MUTUAL GLOBAL A (3,283)	92,249	92,810
FRANKLIN MUTUAL GLOBAL A (0.5070)	14	14
GABELLI ASSET FD CL A (.538)		
GABELLI ASSET FD CL A (1,293)	65,100	66,615
GABELLI ASSET FD CL A (0.5900)	30	30
GENERAL ELECTRIC (3500)	74,804	73,465
GENERAL MILLS (1,300)	31,219	52,546
GLAXOSMITHKLINE PLC (450)	20,411	19,562

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GLAXOSMITHKLINE PLC (700)	39,046	30,429
HALLIBURTON CO (1,000)	22,523	34,690
HALLIBURTON CO (2,000)	45,045	69,380
HALLIBURTON CO (374)	8,423	12,974
HEWLETT PACKARD CO DEL (200)		
HEWLETT PACKARD CO DEL (400)		
HEWLETT PACKARD CO DEL (400)		
HONEYWELL INTL INC DEL (700)	23,604	44,429
HONEYWELL INTL INC DEL (700)	29,651	44,429
HONEYWELL INTL INC DEL (800)	26,968	50,776
ING VALUE CHOICE FD A (..129)		
ING VALUE CHOICE FD A (9,862)		
INTEL CORP (4,000)	55,580	82,480
IVY SCIENCE AND TECH FD CL A (5770)	191,080	203,393
IVY SCIENCE AND TECH FD CL A (0.431)	15	15
J P MORGAN CHASE AND CO (1,050)	30,789	46,168
J P MORGAN CHASE AND CO (900)	26,391	39,572
JANUS GLOBAL SELECT A (..076)		
JANUS GLOBAL SELECT A (6.116)		
JANUS TRITON FD CL A (.876)		
JANUS TRITON FD CL A (7473)	120,915	134,290
JANUS TRITON FD CL A (0.125)	2	2
JOHNSON & JOHNSON (2,000)	57,000	140,200
KELLOGG CO PV 25 CT (1,000)	44,939	55,850
LORD ABBETT FUND EQUITY A (11,659)		
LORD ABBETT FUND EQUITY CL A (.925)		
LORD ABBETT VALUE OPPS CL A (.533)		
LORD ABBETT VALUE OPPS CL A (8,009)		
MC GRAW HILL COMPANIES (900)	28,135	49,203
MEDTRONIC INC (1,000)	57,490	41,020

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFS TECHNOLOGY FUND CL A (.936)		
MFS TECHNOLOGY FUND CL A (1,400)		
MFS TECHNOLOGY FUND CL A (11,383)	132,010	192,487
MFS TECHNOLOGY FUND CL A (0.763)	13	13
MICROSOFT CORP (2600)	74,984	69,445
NEWS CORP LTD (1,960)	30,988	50,000
NEWS CORP LTD (440)	6,957	11,224
NEXTERA ENERGY INC (1,500)	32,529	103,785
NUVEEN REAL ESTATE SEC CL A (.816)		
NUVEEN REAL ESTATE SEC CL A (7,516)	132,329	157,986
NUVEEN REAL ESTATE SEC CL A (0.4250)	9	9
NUVEEN TRDWDS GLOBAL CAP A (.199)		
NUVEEN TRDWDS GLOBAL CAP A (5,437)		
ONEOK INC OK (3200)	74,747	136,800
OPPENHEIMER DEVELOPING MKT (.337)	10	12
OPPENHEIMER DEVELOPING MKT (3,844)	119,274	135,355
PEABODY ENERGY CORP		
PEPSICO INC (800)	38,744	54,744
PHILLIPS 66 (1,050)	13,966	55,755
PROCTOR GAMBLE (200)	9,935	13,578
PROCTOR GAMBLE (400)	19,870	27,156
PROCTOR GAMBLE (400)	19,870	27,156
PROCTOR GAMBLE (500)	32,033	33,945
PRUDENTIAL FINANCIAL INC (1,000)	74,960	53,330
PRUDENTIAL JENNISON NAT RES (.545)		
PRUDENTIAL JENNISON NAT RES (1,568)		
QEP RESOURCES INC (1,800)		
QUESTAR CORP (1,800)	5,939	35,568
QUESTAR CORP (7500	15,258	14,820
RYL DTCH SHAL ADR B (800)	55,532	56,712

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER LTD (2,000)	45,148	138,597
SELIGMAN COMMUN & INFO CL A (.511)		
SELIGMAN COMMUN & INFO CL A (2,841)		
SIMON PROPERTY GROUP (600)	18,770	94,854
SIMON PROPERTY GROUP (600)	18,770	94,854
PRUDENTIAL JENNISON NAT RES (368)		
SIMON PROPERTY GROUP DEL (10)	665	1,581
SIMON PROPERTY GROUP DEL (13)	687	2,055
SIMON PROPERTY GROUP DEL (33)	1,120	5,217
SIMON PROPERTY GROUP DEL (9)	679	1,423
STRYKER CORP (1,300)	58,216	71,266
SUNAMERICA FOCUSED DIV STRAT (.731)		
SUNAMERICA FOCUSED DIV STRAT(15,000)	154,790	194,700
TECK COMINCO LTD CL B (1,000)	37,800	36,350
TECK COMINCO LTD CL B (200)	7,544	7,270
TELEFONICA SA SPAIN ADR (4,647)		
THERMO FISHER SCIENTIFIC INC (1,600)	51,176	102,048
THORNBURG INTERN'L VALUE A (.468)		
THORNBURG INTERN'L VALUE A (5,046)		
TOTAL SA SP ADR (800)		
TRAVELERS COS (108)	586	7,757
TRAVELERS COS (211)	7,083	15,154
TRAVELERS COS (222)	1,299	15,944
TRAVELERS COS (325)	10,722	23,341
UNITED TECHNOLGIES CRP (2,150)	41,858	176,322
VERIZON COMMUNICATIONS COM (400)	14,824	17,308
VERIZON COMMUNICATIONS COM (600)	22,237	25,962
VERIZON COMMUNICATIONS COM (600)	27,109	25,962
WAL-MART DE MEXICO SAB DE CV (5,700)	15,892	116,368
WALMART DE MEX SR C MXN PAR (62,600)		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WALMART DE MEX SR C MXN PAR (8,852)		
WELL FARGO & CO NEW DEL (2,400)	33,098	82,032
WELL FARGO & CO NEW DEL (600)	8,274	20,508
WELL FARGO PRE LG CO GWTH A (20,892)	198,348	225,007
WELL FARGO PRE LG CO GWTH A (0.8210)	8	9
WELLS FARGO & CO DEL (378)	97,322	12,920
WELLS FARGO ADV DISC FND CL A (8,126	211,160	206,319
WELLS FARGO ADV DISC FND CLA (0.664)	17	17
WILLIAMS COMPANIES DEL (1,500)	40,829	49,110
WINDSTREAM CORP (2,000)	29,460	16,560
WINDSTREAM CORP (827)	9,259	6,848
XCEL ENERGY INC (450)	10,930	12,020
XCEL ENERGY INC (750)	18,216	20,033
XCEL ENERGY INC (800)	19,431	21,367
SUNAMERICA FOCUSED DIV STRAT (0.2310	3	3
AMERICAN NEW ECON SBI CL A (0.6620)	18	19
AMERICAN AMCAP FD A (0.3940)	8	9
AMERICAN EURO PAC GWTH CL A (2,625)	100,562	108,203
AMERICAN EURO PAC GWTH CL A (0.5200)	19	21
AMERICAN SM CAP WRLD FD CL A (0.8620	34	34
AMERICAN SM CAP WRLD FD CL A (4,463)	168,198	178,118
AMERICAN NEW PERSPECTIVE A (0.552)	17	17
AMER WASHNGTN MUT INV INC A (0.141)	4	4
AMER WASHNGTN MUT INV INC A (1,747	50,191	54,524

TY 2012 Investments - Other Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PARTNERSHIPS-CAPITAL HOUSING	AT COST		

TY 2012 Land, Etc. Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
	42,512	28,386	14,126	

TY 2012 Other Expenses Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FILING FEE-ST OF MICHIGAN	20			20
DUES	4,059			4,059
POSTAGE	387			387
OTHER FEES	216	216		
OFFICE SUPPLIES	2,494	498		1,996
INSURANCE	1,594	271		1,323
EMA FEE-M/L	150	150		

TY 2012 Other Income Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXPENSE REIMBURSEMENTS	4,470		4,470
ENBRIDGE ENERGY PARTNERS LP	-271		-271

TY 2012 Other Professional Fees Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AMBER FULLER-DESIGN	500			500

TY 2012 Taxes Schedule

Name: COOK FAMILY FOUNDATION

EIN: 38-2283809

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IRS-EXCISE	11,072			
MERRILL LYNCH-FOREIGN TAX PAID	1,786	1,786		