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

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE RICHARD AND HELEN DEVOS FOUNDATION		A Employer identification number 45-6659303
Number and street (or P.O. box number if mail is not delivered to street address) 126 OTTAWA AVENUE NW, SUITE 500	Room/suite	B Telephone number (616) 643-4700
City or town, state, and ZIP code GRAND RAPIDS, MI 49503		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 75,876,443. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		12,188,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,997.	1,997.		STATEMENT 2
4 Dividends and interest from securities		6,514,221.	5,618.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		77,571,321.			STATEMENT 1
b Gross sales price for all assets on line 6a 78,361,609.					
7 Capital gain net income (from Part IV, line 2)			101,187.		
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)					
11 Other income		3,429,155.	160,908.		STATEMENT 4
12 Total. Add lines 1 through 11		99,704,694.	269,710.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 5		39,574.	0.		39,574.
b Accounting fees STMT 6		3,350.	335.		2,680.
c Other professional fees STMT 7		388,887.	21,760.		367,127.
17 Interest					
18 Taxes STMT 8		8,141,000.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		23,516.	0.		23,516.
22 Printing and publications		10,605.	0.		10,605.
23 Other expenses STMT 9		50,414.	0.		50,414.
24 Total operating and administrative expenses. Add lines 13 through 23		8,657,346.	22,095.		493,916.
25 Contributions, gifts, grants paid		44,339,464.			44,339,464.
26 Total expenses and disbursements. Add lines 24 and 25		52,996,810.	22,095.		44,833,380.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		46,707,884.			
b Net investment income (if negative, enter -0-)			247,615.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	100,001.	2,220,402.	2,220,402.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	0.	56.	23,108,074.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	0.	47,214,071.	50,547,967.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	100,001.	49,434,529.	75,876,443.
	17 Accounts payable and accrued expenses		80,072.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	80,072.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	100,001.	49,354,457.	
30 Total net assets or fund balances	100,001.	49,354,457.		
31 Total liabilities and net assets/fund balances	100,001.	49,434,529.		

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	100,001.
2 Enter amount from Part I, line 27a	2	46,707,884.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	2,546,572.
4 Add lines 1, 2, and 3	4	49,354,457.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	49,354,457.

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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 PACWEST BANCORP	P	VARIOUS	VARIOUS
b FROM PARTNERSHIPS - SEE STATEMENT 14	P	VARIOUS	VARIOUS
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 527,207.		455,152.	72,055.
b			29,132.
c			
d			
e			

(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			72,055.
b			29,132.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 <div style="border-bottom: 1px solid black; width: 100px;"></div> </div> </div>	101,187.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;"> 3 <div style="border-bottom: 1px solid black; width: 100px;"></div> </div> </div>	N/A

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

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

SEE STATEMENT 15

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	52,647,946.	89,349,676.	.589235
2010	55,211,054.	89,070,399.	.619859
2009	48,361,085.	89,129,491.	.542594
2008	50,643,778.	76,120,484.	.665311
2007	43,911,348.	48,145,787.	.912050

2 Total of line 1, column (d)	2	3.329049
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	.665810
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	73,634,299.
5 Multiply line 4 by line 3	5	49,026,453.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,476.
7 Add lines 5 and 6	7	49,028,929.
8 Enter qualifying distributions from Part XII, line 4 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.	8	44,833,380.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	4,952.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	4,952.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	4,952.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,000.	
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	11,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,048.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 6,048. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of ROBERT H. SCHIERBEEK Telephone no. (616) 643-4700			
	Located at 126 OTTAWA, N.W., SUITE 500, GRAND RAPIDS, MI ZIP+4 49503			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ☐ **N/A**

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 **6b**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **X**

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD M. DEVOS	TRUSTEE			
126 OTTAWA AVENUE, N.W., SUITE 500				
GRAND RAPIDS, MI 49503	1.00	0.	0.	0.
HELEN J. DEVOS	TRUSTEE			
126 OTTAWA AVENUE, N.W., SUITE 500				
GRAND RAPIDS, MI 49503	1.00	0.	0.	0.
JERRY L. TUBERGEN	TRUSTEE			
126 OTTAWA AVENUE, N.W., SUITE 500				
GRAND RAPIDS, MI 49503	1.00	0.	0.	0.

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

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

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

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
RDV CORPORATION - 126 OTTAWA AVE STE 500, GRAND RAPIDS, MI 49503	MANAGEMENT FEE	386,710.

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 DEVOS MEDICAL ETHICS COLLOQUY - SEE STATEMENT 16	
	32,861.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	288,528.
c	Fair market value of all other assets	1c	74,467,106.
d	Total (add lines 1a, b, and c)	1d	74,755,634.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	74,755,634.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,121,335.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	73,634,299.
6	Minimum investment return. Enter 5% of line 5	6	3,681,715.

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	3,681,715.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,952.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	5,139,102.
c	Add lines 2a and 2b	2c	5,144,054.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0.

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	44,833,380.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	44,833,380.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	44,833,380.

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.

Form 990-PF (2012)

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				0.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			74.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	43,931,701.	SEE STATEMENT 15		
b From 2008	50,543,872.			
c From 2009	48,361,085.			
d From 2010	55,211,054.			
e From 2011	52,647,946.			
f Total of lines 3a through e	250,695,658.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 44,833,380.				
a Applied to 2011, but not more than line 2a			74.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	44,833,306.			
5 Excess distributions carryover applied to 2012 (if an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	295,528,964.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	43,931,701.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	251,597,263.			
10 Analysis of line 9:				
a Excess from 2008	50,543,872.			
b Excess from 2009	48,361,085.			
c Excess from 2010	55,211,054.			
d Excess from 2011	52,647,946.			
e Excess from 2012	44,833,306.			

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

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

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	
------	--

LOUIS H. MORAN II

RHP II

11/12/13

P00174256

Firm's name ► DELOITTE TAX LLP

Firm's EIN ► 86-1065772

Firm's address ► 38 COMMERCE SW, SUITE 600
GRAND RAPIDS, MI 49503

Phone no 616-336-7900

Form **990-PF** (2012)

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

THE RICHARD AND HELEN DEVOS FOUNDATION

Employer identification number

45-6659303

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒

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

Special Rules

☐

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

☐

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

☐

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
THE RICHARD AND HELEN DEVOS FOUNDATION	45-6659303

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
<u>1</u>	<u>RICHARD M. AND HELEN J. DEVOS</u> <u>126 OTTAWA AVE. NW, SUITE 500</u> <u>GRAND RAPIDS, MI 49503</u>	\$ <u>12,188,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE RICHARD AND HELEN DEVOS FOUNDATION

45-6659303

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE RICHARD AND HELEN DEVOS FOUNDATION**45-6659303****Part III**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
PACWEST BANCORP						
	527,207.	433,933.	0.	0.		93,274.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD 08/15/12
ALTICOR GLOBAL HOLDINGS, INC.						
	77,834,402.	356,355.	0.	0.		77,478,047.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 77,571,321.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
MACATAWA BANK	1,996.
THE NORTHERN TRUST	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,997.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALTICOR EXPORT DV DISC - DIVIDENDS	2,651,006.	0.	2,651,006.
AMWAY EXPORT VA DISC - DIVIDENDS	3,857,600.	0.	3,857,600.
THE NORTHERN TRUST	5,615.	0.	5,615.
TOTAL TO FM 990-PF, PART I, LN 4	6,514,221.	0.	6,514,221.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM PARTNERSHIPS - SEE STATEMENT 14	312,443.	160,908.	
FROM S-CORPORATIONS - UBTI	3,120,547.	0.	
FROM PARTNERSHIPS - UBTI	<3,835.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,429,155.	160,908.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	39,574.	0.		39,574.
TO FM 990-PF, PG 1, LN 16A	39,574.	0.		39,574.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,350.	335.		2,680.
TO FORM 990-PF, PG 1, LN 16B	3,350.	335.		2,680.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	386,710.	19,910.		366,800.
BANK FEES	2,177.	1,850.		327.
TO FORM 990-PF, PG 1, LN 16C	388,887.	21,760.		367,127.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	8,100,000.	0.		0.
FEDERAL EXCISE TAXES	11,000.	0.		0.
STATE TAXES	30,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,141,000.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	304.	0.		304.	
STATIONERY/OTHER	5,006.	0.		5,006.	
MISCELLANEOUS EXPENSE	34,827.	0.		34,827.	
EVENT EXPENSE	4,277.	0.		4,277.	
HONORARIUM	6,000.	0.		6,000.	
TO FORM 990-PF, PG 1, LN 23	50,414.	0.		50,414.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
DESCRIPTION		AMOUNT	
TRANSFER FROM DEVOS URBAN LEADERSHIP INITIATIVE		2,546,572.	
TOTAL TO FORM 990-PF, PART III, LINE 3		2,546,572.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
ALTICOR EXPORT DV CO.	55.	9,410,074.	
AMWAY EXPORT VA CO.	1.	13,698,000.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	56.	23,108,074.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FAITH FAMILY FREEDOM BUILDING LLC	FMV	1,572,628.	4,906,524.
FREEDOM CAPITAL MANAGEMENT LP	FMV	45,641,443.	45,641,443.
TOTAL TO FORM 990-PF, PART II, LINE 13		47,214,071.	50,547,967.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

RICHARD M. DEVOS
HELEN J. DEVOS

The Richard and Helen DeVos Foundation

EIN: 45-6659303

December 31, 2012

Form 990PF - Part I, Line 11 Column (b)

Income/(Loss) from Partnerships

Partnership Name

EIN

Freedom Capital Management LP	Faith Family Freedom Building, LLC	Totals
20-0561124	38-3233740	

Passive ordinary business income/loss			0
Nonpassive ordinary business income/loss			0
Net rental real estate income/loss		(3,835)	(3,835)
Other net rental income/loss			0
Guaranteed payments			0
Interest Income	194,999	103	195,102
Non-qualified Dividends	294		294
Qualified Dividends			0
Royalties			0
Net short-term capital gain/loss	22,716		22,716
Net long-term capital gain/loss	6,416		6,416
Net section 1231 gain/loss			0
Other portfolio income/loss			0
Section 1256 contracts & straddles			0
Other income/loss			0
	224,425	(3,732)	220,693
Section 179 deduction			0
Contributions			0
Investment interest expense			0
Section 59(e)(2) expenditures			0
Deductions - portfolio (2% floor)	34,488		34,488
Deductions - portfolio (other)			0
Other deductions-SBT/State and Local			0
Other deductions-Property Taxes			0
Other deductions-Miscellaneous			0
Foreign taxes paid			0
Foreign taxes accrued			0
	34,488	-	34,488
Total Partnership Income/(Loss)	189,937	(3,732)	186,205
Amount Reported on Form 990-PF, Part I, Line 11	160,805	103	160,908
Amount Reported on Form 990-PF, Part IV, Line 1	29,132	-	29,132
Amount Reported on Form 990-T as UBTI	-	(3,835)	(3,835)
Total Partnership Income/(Loss)	189,937	(3,732)	186,205

The Richard and Helen DeVos Foundation
EIN: 45-6659303
December 31, 2012
Form 990-PF, Part V & XIII

This statement outlines assets and attributes that were transferred during 2012 under IRC Section 507(b)(2) between private foundations which were effectively controlled by the same persons

<u>Organization from Which Assets Were Transferred</u>	<u>Date</u>	<u>Description of Property Transferred</u>	<u>Value</u>
DeVos Urban Leadership Initiative 126 Ottawa Ave NW, Suite 500 Grand Rapids, MI 49503	3/14/2012	Alticor Global Holdings, Inc. Common Stock	60,759,274
DeVos Urban Leadership Initiative 126 Ottawa Ave NW, Suite 500 Grand Rapids, MI 49503	3/14/2012	Alticor Export DV Co Common Stock	9,410,074
DeVos Urban Leadership Initiative 126 Ottawa Ave NW, Suite 500 Grand Rapids, MI 49503	3/14/2012	Amway Export VA Co Common Stock	13,698,000
DeVos Urban Leadership Initiative 126 Ottawa Ave NW, Suite 500 Grand Rapids, MI 49503	3/14/2012	Faith Freedom Building, LLC Membership Interest	4,906,524
DeVos Urban Leadership Initiative 126 Ottawa Ave NW, Suite 500 Grand Rapids, MI 49503	5/17/2012	PacWest Bancorp Common Stock	492,980
Total Assets Transferred in the Significant Disposition			\$ 89,266,852

As of December 31, 2012, The Richard and Helen DeVos Foundation also had a \$80,072 account payable to DeVos Urban Leadership Initiative related to this asset transfer.

CALCULATION OF ASSET TRANSFER PERCENTAGE

Fair Market Value of Assets Transferred on March 14, 2012	88,773,872
Fair Market Value of All Assets Held on March 14, 2012	89,398,554
Percentage of Assets Transferred on March 14, 2012	99.3%
Fair Market Value of Assets Transferred on May 17, 2012	492,980
Fair Market Value of All Assets Held on May 17, 2012	569,764
Percentage of Assets Transferred on May 17, 2012	86.5%

SUMMARY OF ADJUSTMENTS TO QUALIFICATION UNDER SECTION 4940(e) CALCULATIONS

<u>Adjusted Qualifying Distributions</u>		
	<u>Amount Transferred to The Richard & Helen DeVos Foundation (FEIN# 45-6659303)</u>	<u>Amount Remaining to be Reported by the DeVos Urban Leadership Initiative (FEIN # 23-7066873)</u>
2011	52,697,570	49,624
2010	55,263,094	52,040
2009	48,406,668	45,583
2008	50,691,513	47,735
2007	43,952,737	41,389
<u>Net Value of Noncharitable-use Assets</u>		
	<u>Amount Transferred to The Richard & Helen DeVos Foundation (FEIN# 45-6659303)</u>	<u>Amount Remaining to be Reported by the DeVos Urban Leadership Initiative (FEIN # 23-7066873)</u>
2011	89,384,597	84,171
2010	89,154,353	83,954
2009	89,213,501	84,010
2008	76,192,232	71,748
2007	48,191,167	45,380

The Richard and Helen DeVos Foundation
 EIN: 45-6659303
 December 31, 2012
 Form 990-PF, Part V & XIII

SUMMARY OF EXCESS DISTRIBUTION CARRYOVERS TRANSFERRED TO SUCESSOR FOUNDATIONS

	DeVos Urban Leadership Initiative (FEIN # 23-7066873) Excess Distribution Carryover	Amount Transferred to The Richard & Helen Devos Foundation (FEIN# 45-6659303)	Amount Remaining to be Reported by the DeVos Urban Leadership Initiative
2007	43,973,109	43,931,701	41,408
2008	50,591,513	50,543,872	47,641
2009	48,406,668	48,361,085	45,583
2010	55,263,094	55,211,054	52,040
2011	52,697,570	52,647,946	49,624
	<u>250,931,954</u>	<u>250,695,658</u>	<u>236,296</u>

THE RICHARD & HELEN DEVOS FOUNDATION
EIN 45-6659303
FORM 990-PF, PART IX-A
DECEMBER 31, 2012

SUMMARY OF DIRECT CHARITABLE ACTIVITIES:

DeVos Medical Ethics Colloquy

The Bi-Annual DeVos Medical Ethics Colloquy Series is a forum where subjects of medical and ethical significance are discussed under the guidance of learned speakers, with opportunity for participation by the public in general. The proceedings of the Colloquy are printed and distributed free of charge to institutions and interested individuals.

Total	\$32,861
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The Richard and Helen DeVos Foundation

EIN 45-6659303

Year Ended 12/31/2012

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments

Recipient Name & Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
2012 Tampa Bay Host Committee Inc. 101 E. Kennedy Blvd Suite 3300 Tampa, FL 33602-5151	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Ada Christian School Education Foundation 6206 Ada Dr. SE Grand Rapids, MI 49301	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Alliance Defense Fund 15100 N. 90th St. Scottsdale, AZ 85260	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Alliance for Children Everywhere P O Box 12250 Tuscon, AZ 85732	None	501(c)(3)	Unrestricted Grant to General Fund	475,180
Alzheimer's Community Care 800 Northpoint Parkway Suite 101B West Palm Beach, FL 33407	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
American Enterprise Institute for Public Policy Research 1150 17th Street NW Washington, DC 20036	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
American Heart Association Inc. P.O. Box 2903 Palm Beach, FL 33480	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
American Heart Association Inc. 3940 Peninsular Dr SE, Suite 180 Grand Rapids, MI 49546-6107	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
American Symphony Orchestra League 33 W 60th St , 5th Floor New York City, NY 10023-7905	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Arthritis Foundation - West Michigan Region 3737 Lake Eastbrook Blvd SE, Suite 217 Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Back to God Ministries International 6555 W. College Drive Palos Heights, IL 60463	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Baxter Community Center 935 Baxter SE Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Bethany Christian Services PO Box 294 901 Eastern Avenue NE Grand Rapids, MI 49501-0294	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Bethesda Hospital Foundation Inc. 2815 South Seacrest Boulevard Boynton Beach, FL 33435	None	501(c)(3)	Unrestricted Grant to General Fund	250,000

The Richard and Helen DeVos Foundation
EIN 45-6659303
Year Ended 12/31/2012
Form 990PF - Part XV Supplementary Information
Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payments

Recipient Name & Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Blanton-Peale Institute 3 West 29th Street, 5th Floor New York, NY 10001	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Boy Scouts of America 8335 North Military Trail Palm Beach Gardens, FL 33410-6329	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Boy Scouts of America 3213 Walker NW Grand Rapids, MI 49544	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Boys & Girls Clubs of Grand Rapids 235 Straight Avenue NW Grand Rapids, MI 49504	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Boys & Girls Club of Greater Holland 425 Van Raalte Avenue Holland, MI 49423	None	501(c)(3)	Unrestricted Grant to General Fund	80,000
Brown Hutcherson Ministries 618 Jefferson SE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	125,000
Calvin College 3201 Burton St SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	1,190,000
Campus Crusade for Christ, Inc. 100 Lake Hart Dr Orlando, FL 32832	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
The Caring House Project Inc. P O Box 388 Boynton Beach, FL 33425	None	501(c)(3)	Unrestricted Grant to General Fund	300,000
Center for Competitive Politics 124 S West St. Suite 201 Alexandria, VA 22314-2872	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Christian Leaders NFP 14367 West 159th St Homer Glen, IL 60491	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Christian Reformed Church in North America Foundation 2850 Kalamazoo Avenue SE Grand Rapids, MI 49560	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Christian Reformed Home Missions 2850 Kalamazoo Avenue SE Grand Rapids, MI 49560	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Christian Reformed Recreation Center 3450 36th St., SE Grand Rapids, MI 49512	None	501(c)(3)	Unrestricted Grant to General Fund	5,000

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Christian Reformed World Missions 2850 Kalamazoo Avenue SE Grand Rapids, MI 49560	None	501(c)(3)	Unrestricted Grant to General Fund	130,200
Christian Reformed World Relief Committee 2850 Kalamazoo Avenue SE Grand Rapids, MI 49560-0900	None	501(c)(3)	Unrestricted Grant to General Fund	475,000
Christian Schools International 3350 East Paris Avenue SE Grand Rapids, MI 49512	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Communities First Association P.O. Box 1502 Holland, MI 49422-1502	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Compass Arts Inc. 41 Sheldon Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Compassion International Inc. 12290 Voyager Pkwy Colorado Springs, CO 80921-3668	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Cornerstone University 1001 E Beltline NE Grand Rapids, MI 49525	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
D.A. Blodgett for Children 805 Leonard St NE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Davenport University 6191 Kraft Ave Grand Rapids, MI 49512	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
David's House Ministries 2375 Banner Drive SW Wyoming, MI 49509	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Donors Trust Inc. 109 North Henry St Alexandria, VA 22314	None	501(c)(3)	Unrestricted Grant to General Fund	2,000,000
Dwelling Place of Grand Rapids Inc. 101 Sheldon Blvd SE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Evangelism Explosion III International Inc. PO Box 23820 Fort Lauderdale, FL 33307-3820	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
The Federalist Society for Law & Public Policy Studies 1015 18th Street NW Suite 425 Washington, DC 20036	None	501(c)(3)	Unrestricted Grant to General Fund	25,000

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Ferris State University 17 Fountain Street NW Grand Rapids, MI 49503	None	Govt/Pub. Ed	Unrestricted Grant to General Fund	250,000
First Care Family Resources Inc. 2200 Centrepark W. Dr Ste 300 West Palm Beach, FL 33416	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Florida Hospital Foundation 2809 N Orange Avenue Orlando, FL 32804	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Focus on the Family 8605 Explorer Dr. Colorado Springs, CO 80920	None	501(c)(3)	Unrestricted Grant to General Fund	350,000
Frederik Meijer Gardens and Sculpture Park 1000 East Beltline N.E Grand Rapids, MI 49525	None	501(c)(3)	Unrestricted Grant to General Fund	53,250
FreedomWorks Foundation 400 North Capitol St. NW, Suite 765 Washington, DC 20001	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Front Porch Ministries 9235 Main Street Ellsworth, MI 49729-0000	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Geneva Camp & Retreat Center 3995 N. Lakeshore Drive Holland, MI 49424	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
George W. Bush Foundation P O Box 600610 Dallas, TX 75206	None	501(c)(3)	Unrestricted Grant to General Fund	2,000,000
Gerald R. Ford Foundation 303 Pearl Street N W Grand Rapids, MI 49504-5353	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Grand Rapids Art Museum 101 Monroe Center Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	60,000
Grand Rapids Christian School Association 1508 Alexander St. SE Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	1,258,000
Grand Rapids Community College Foundation 143 Bostwick Avenue SE Grand Rapids, MI 49503-3295	None	501(c)(3)	Unrestricted Grant to General Fund	1,500,000
Grand Rapids Griffins Youth Foundation 130 W Fulton Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	5,000

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Grand Rapids Symphony Society 300 Ottawa NW Suite 100 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	750,000
Grand Valley State University 301 Michigan St. NE, Suite 100 Grand Rapids, MI 49503	None	Govt/Pub Ed	Unrestricted Grant to General Fund	1,500,000
Grandville Avenue Arts & Humanities, Inc. 644 Grandville Ave SW Grand Rapids, MI 49509	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Grandville Christian School 3934 Wilson Avenue Grandville, MI 49418	None	501(c)(3)	Unrestricted Grant to General Fund	200,000
Guideposts Foundation Inc. 39 Old Ridgebury Rd Suite 24B Danbury, CT 06810	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Haggai Institute for Advanced Leadership Training Inc. 4725 Peachtree Corners Circle Suite 100 Norcross, GA 30092	None	501(c)(3)	Unrestricted Grant to General Fund	295,000
Health Intervention Services 15 Andre SE Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	35,000
Heart of West Michigan United Way 118 Commerce SW, Suite 100 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Heifer Project International 1 World Ave Little Rock, AK 72202-2863	None	501(c)(3)	Unrestricted Grant to General Fund	20,000
Helen DeVos Children's Hospital Foundation 100 Michigan St. NE, MC4 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	6,000
Historical Society of Michigan 5815 Executive Dr. Lansing, MI 48911	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Holland Home 2100 Raybrook Avenue SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	1,560,000
Hope College 141 East 12th Street Holland, MI 49423-9988	None	501(c)(3)	Unrestricted Grant to General Fund	1,515,000
Hope Network Foundation 755 36th St. SE, P.O Box 890 Grand Rapids, MI 49518-0890	None	501(c)(3)	Unrestricted Grant to General Fund	10,000

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Hope Pregnancy Centers, Inc. 943 SW 71 Avenue North Lauderdale, FL 33068	None	501(c)(3)	Unrestricted Grant to General Fund	125,000
Hosanna - Faith Comes by Hearing 2421 Aztec Rd NE Albuquerque, NM 87107-4200	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Hospice of Michigan Inc. 989 Spaulding SE Ada, MI 49301	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Hospital Chaplaincy Services Inc. 3351 Claystone SE, Suite G14 Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	12,500
Inner City Christian Federation 920 Cherry St SE Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Intercollegiate Studies Institute, Inc. 3901 Centerville Road Wilmington, DE 19807-1938	None	501(c)(3)	Unrestricted Grant to General Fund	900,000
International Society of Palm Beach, Inc. 44 Cocoanut Row, M-207C Palm Beach, FL 33480	None	501(c)(3)	Unrestricted Grant to General Fund	30,000
Jubilee Jobs, Inc. 935 Baxter SE Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Kent County Habitat for Humanity 425 Pleasant SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Kent County Parks Foundation P.O. Box 230165 Grand Rapids, MI 49523	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
The King's Choralier's 6550 Leisure Creek SE Caledonia, MI 49316	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Kings College 350 5th Ave. Suite 1500 New York, NY 10118	None	501(c)(3)	Unrestricted Grant to General Fund	3,000,000
LaGrave Avenue Christian Reformed Church 107 LaGrave Avenue SE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	158,900
Leaders in Furthering Education Inc. 6274 Linton Blvd. Suite 103 Delray Beach, FL 33484	None	501(c)(3)	Unrestricted Grant to General Fund	10,000

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Literacy Center of West Michigan 1120 Monroe Ave NW, Suite 240 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Luis Palau Evangelistic Association PO Box 50 Portland, OR 97207	None	501(c)(3)	Unrestricted Grant to General Fund	500,000
Madison Square Christian Reformed Church 1434 Madison Avenue SE Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	318,700
Make A Wish Foundation 2300 Genoa Business Park Drive Suite 290 Brighton, MI 48114	None	501(c)(3)	Unrestricted Grant to General Fund	7,500
March of Dimes Foundation 3351 Claystone St. SE, Suite G20 Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Mars Hill Productions Inc. 4711 Lexington Blvd Missouri City, TX 77459	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Mel Trotter Ministries 225 Commerce Ave. SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Michigan State University 15 Michigan St., NE Ste 450 Grand Rapids, MI 49503	None	Govt/Pub Ed	Unrestricted Grant to General Fund	1,500,000
Mount Vernon Ladies Association of the Union P O. Box 110 Mount Vernon, VA 22121	None	501(c)(3)	Unrestricted Grant to General Fund	2,000,000
Music Mission Kiev, Inc. 286 Wilshire Blvd Casselberry, FL 32707-5362	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
National Constitution Center 525 Arch Street Independence Mall Philadelphia, PA 19106	None	501(c)(3)	Unrestricted Grant to General Fund	1,550,000
Network of Enlightened Women Inc. 1210 Mass. Ave. NW #1201 Washington, DC	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
New Presbyterian Church, Inc. 1450 S W 3rd St., Suite 9 Pompano Beach, FL 33069	None	501(c)(3)	Unrestricted Grant to General Fund	15,000
Northwood University 4000 Whiting Dr. Midland, MI 48640	None	501(c)(3)	Unrestricted Grant to General Fund	2,000,000

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Opera Grand Rapids 1320 East Fulton St. Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	22,000
Orlando Magic Youth Foundation 8701 Maitland Summit Blvd Orlando, FL 32810	None	501(c)(3)	Unrestricted Grant to General Fund	150,000
Palm Beach Atlantic University 901 S Flagler Dr P O. Box 24708 West Palm Beach, FL 33416-9893	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Partners Worldwide 6139 Tahoe Dr. SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	750,000
Peacefire NFP P.O. Box 991 Kankakee, IL 60901	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Pine Rest Foundation 300 68th Street SE P O. Box 165 Grand Rapids, MI 49501-0165	None	501(c)(3)	Unrestricted Grant to General Fund	15,000
Plan International USA 155 Plan Way Warwick, RI 02886	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Pregnancy Resource Center 415 Cherry SE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Rehoboth Christian School Association PO Box 41 Rehoboth, NM 87322-0041	None	501(c)(3)	Unrestricted Grant to General Fund	436,000
Rehoboth McKinley Christian Health Care Services, Inc. 1901 Red Rock Dr Gallup, NM 87301	None	501(c)(3)	Unrestricted Grant to General Fund	30,000
Right to Life of Michigan Educational Fund 2340 Porter Street SW Grand Rapids, MI 49509-0901	None	501(c)(3)	Unrestricted Grant to General Fund	150,000
Roosevelt Park Ministries, Inc. 1530 Grandville Ave SW Grand Rapids, MI 49503-8046	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Safe Haven Ministries, Inc. 3501 Lake Eastbrook SE, Suite 335 Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Salvation Army National Corp. P O. Box 2603 Grand Rapids, MI 49501-2603	None	501(c)(3)	Unrestricted Grant to General Fund	100,000

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The Scripps Research Institute 10550 N Torrey Pines Rd. La Jolla, CA 92037-1000	None	501(c)(3)	Unrestricted Grant to General Fund	105,000
Strengthen Orlando, Inc. 201 N Magnolia Ave , Suite 200 Orlando, FL 32801	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Spectrum Health Foundation 100 Michigan NE - MC 4 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	1,025,000
St. Cecilia Music Society 24 Ransom NE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Tobacco Free Partners 359 S. Division 3rd Floor Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	3,000
Traffic Squad Safety and Community Action Fund Inc. 701 Ball Ave NE Grand Rapids, MI 49503-1307	None	501(c)(3)	Unrestricted Grant to General Fund	150,000
Trinity Christian College Association 6601 West College Dr Palos Heights, IL 60463	None	501(c)(3)	Unrestricted Grant to General Fund	2,290,500
Trinity Reformed Church 1330 South Ferry Grand Haven, MI 49417	None	501(c)(3)	Unrestricted Grant to General Fund	6,250
US Dream Academy 5950 Symphony Woods Rd Suite 504 Columbia, MD 21045	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
University of Central Florida Foundation Inc. 4000 Central Florida Blvd. Orlando, FL 32816-0111	None	501(c)(3)	Unrestricted Grant to General Fund	225,000
University of Michigan 300 North Ingalls St., SPC 5451 Ann Arbor, MI 48109-5451	None	Govt/Pub Ed	Unrestricted Grant to General Fund	10,000
Van Andel Institute 333 Bostwick NE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	11,000
Wedgwood Christian Services 3300 36th Street SE Grand Rapids, MI 49512	None	501(c)(3)	Unrestricted Grant to General Fund	530,000
West Michigan Sports Commission 171 Monroe Ave NW, Suite 700 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	400,000

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West Michigan Youth Ballet P O. Box 725 Ada, MI 49301	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
West Side Christian School 955 Westend Dr , NW Grand Rapids, MI 49504	None	501(c)(3)	Unrestricted Grant to General Fund	15,000
Western Theological Seminary 101 East 13th Street Holland, MI 49423	None	501(c)(3)	Unrestricted Grant to General Fund	400,000
Westminster Theological Seminary P O Box 27009 Philadelphia, PA 19118	None	501(c)(3)	Unrestricted Grant to General Fund	250,000
Work Research Foundation 135 N. Los Robles Ave. Pasadena, CA 91101-1758	None	501(c)(3)	Unrestricted Grant to General Fund	150,000
Worldwide Lab Improvement, Inc. 3607 Gembert Circle Kalamazoo, MI 49001	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
WXEL Public Broadcasting Corporation P.O. Box 6607 West Palm Beach, FL 33405-6607	None	501(c)(3)	Unrestricted Grant to General Fund	3,500
YMCA of South Palm Beach County 6631 Palmetto Circle South Boca Raton, FL 33433	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Young America's Foundation 110 Elden Street Herndon, VA 20170	None	501(c)(3)	Unrestricted Grant to General Fund	2,000,000
Young Life P O Box 68206 Grand Rapids, MI 49516	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Youth for Christ - Grand Rapids Area 1345 Monroe Ave , Suite 320 Grand Rapids, MI 49505	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Zuni Christian Mission School Box 445 Zuni, NM 87327	None	501(c)(3)	Unrestricted Grant to General Fund	2,135,984
Grand Total				44,339,464