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٠,	ŧ ;							EXTENSION ATTA	HED
	990-PF		or S	Re Section	turn of Privato en 4947(a)(1) Nonex Treated as a Privat be able to use a copy of this	e Foundate Foundate	<b>dation</b> critable T	rust	OMB No 1545-0052 2012
	ent of the Treasury Revenue Service	Note.	he foundati	on may	be able to use a copy of this	return to satis	sty state repo	rting requirements.	Open to public Inspection
	endar year 2012	or tax year begi	nning			, and e	nding		
Name	of foundation							A Employer identificatio	n number
					KE FOUNDATIO	N		58-140872	<u>L</u>
	and street (or PO		s not delivered	d to street	address)		Room/suite	B Telephone number	
	O. BOX 1							910-692-6	
-	town, state, and JTHERN P		ന വ	388				C If exemption application is	pending, check here
	ck all that apply:		l return	300	Initial return of a fo	ormer nublic c	harity	D 1 Foreign organization	s chank hara
<b>u</b> 00	on an anat apply:	=	return		Amended return	ormor public o	ilui ity	b i roreign organization	S, CHECK HERE
			ess change		Name change			Foreign organizations m check here and attach c	eeting the 85% test, omputation
H Che	ck type of organiz	ation: X	Section 501	(c)(3) ex	kempt private foundation			  E   If private foundation st	
	Section 4947(a)(1	) nonexempt cha	arıtable trusi		Other taxable private founda	ation		under section 507(b)(1	
I Fair r	narket value of al	assets at end of	year J	Accounti	ng method: X Cash	Accr	ual	F If the foundation is in a	60-month termination
	Part II, col (c),		_  _		ther (specify)			under section 507(b)(1	
▶\$	1 Analysis of D	4,417,5 evenue and Exp		τ I, COlu	mn (d) must be on cash l				(4) -
Part	The total of am	ounts in columns (b) al the amounts in co	), (c), and (d) m	nay not	(a) Revenue and expenses per books	(b) Net in:		(c) Adjusted net income	(d) Disbursements for charitable purposes
$\Box$		gifts, grants, etc						N/A	(cash basis only)
		if the foundation is not i		Sch B				N/A	
	Interest on saving	s and temporary			9,058.		9,058.		STATEMENT 1
CIN7		interest from sed	curities		152,981.		2,981.		STATEMENT 2
\$°   5	a Gross rents								
>	b Net rental income	or (loss)							
اوہ ہے	A Net gain or (loss) Gross sales price				27,644.		<del></del>		
Revenue	D assets on line 6a		885,2	<u> 34.</u>			7 644		
رُ ا <u>ج</u> َ	Capital gain net ii Net short-term	ncome (from Part IV,	, line 2)				7,6 <b>44.</b>		
j   9	Income modifi				-				
5   9 5   10	Gross sales less				(		<del> </del>		
	b Less Cost of goo	ods sold			,				
	c Gross profit or	(loss)		-	'				
<b>1</b> 11				į.	~ ~ ~ ~ ~ ~ ~ ~				
12		s 1 through 11		1	189,683.	18	<u>9,683.</u>		
13	•	officers, directors,		,	1,500.		0.		0.
15		e salaries and wa , employee benef		-					
	ia Legal fees	employee belief	STMT	3	36,000.		9,000.		28,425.
ens	<b>b</b> Accounting fee	!S	STMT		5,475.		1,369.		2,681.
찞	c Other professi	onal fees							= /
<u>.9</u> 17	Interest								
18 g			STMT	5	2,000.		0.		0.
. <u>£</u> 19	•	nd depletion						-	
E 20									
A 21		nces, and meeting	ngs						
Operating and Administrative Expenses		oublications es STMT 6		6	247.		62.		185.
atin 24	· ·	s g and administra		•	2=/•		<u> </u>		103.
pera		lines 13 throug			45,222.	1	0,431.		31,291.
O 25	=	gifts, grants paid			172,000.				172,000.
26	•	s and disbursen	nents.			· ·			
$\bot$	Add lines 24 a				217,222.	1	0,431.		203,291.
27									
	& Excess of revenu	•		nts	<27,539.		0 050		
	<ul> <li>Net investment</li> <li>Adjusted net i</li> </ul>	· ·				1/	9,252.	N/A	-
1	- Mujubled Reff	III-UIIIE (II NEGATIVE	, enter -U-)		i l			ı IN/A	f

		0-PF (2012) THE DONALD & ELIZABETH	COOKE FOUNDATI	ON 58-1	L408721 Page 2
Г	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	year
<u>_</u>	art	Column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			<del></del>
	2	Savings and temporary cash investments	1,281,953.	1,238,423.	1,238,423.
	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			
Ŋ	8	Inventories for sale or use			
Assets	l	Prepaid expenses and deferred charges			
As		Investments - U.S. and state government obligations STMT 7	326,505.	175,000.	185,917.
	ı	Investments - corporate stock STMT 8	1,622,139.	2,372,406.	2,390,088.
	ı	Investments - corporate bonds STMT 9	1,136,604.	553,833.	603,162.
	l	Investments - land, buildings, and equipment basis	1,130,004.	333,033.	003,102.
	''				
	40	Less accumulated depreciation  Investments - mortgage loans			<del></del>
	I	Investments - other		<del> </del>	· · · · · · · · · · · · · · · · · · ·
	13				
	14	Land, buildings, and equipment: basis		j	
		Less accumulated depreciation			
	15	Other assets (describe	-		
	4.0	T-4-1 A- (A- h- a completed by all fileus)	4 267 201	4,339,662.	4 417 EOO
_		Total assets (to be completed by all filers)	4,367,201.	4,333,002.	4,417,590.
		Accounts payable and accrued expenses			
	18	Grants payable			
Liabilites	19	Deferred revenue	<del> </del>		
Ē	20	Loans from officers, directors, trustees, and other disqualified persons		1	
Lia	21	Mortgages and other notes payable	·		
	22	Other liabilities (describe )			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here	<del>                                     </del>		
		and complete lines 24 through 26 and lines 30 and 31.			
ės	24	Unrestricted			
auc	25	Temporarily restricted			
3aji	26	Permanently restricted			
둳	-	Foundations that do not follow SFAS 117, check here			
Ξ		and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds	4,658,976.	4,658,976.	
Net Assets or Fund Balances	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other funds	<291,775.>	<319,314.	<b>&gt;</b>
ē	30	Total net assets or fund balances	4,367,201.	4,339,662.	
Z	"		1,00,,1201	1,333,0020	
	31	Total liabilities and net assets/fund balances	4,367,201.	4,339,662.	
P	art	III Analysis of Changes in Net Assets or Fund E	Balances		
_	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30	<del>      </del>	
١		st agree with end-of-year figure reported on prior year's return)	00	1	4,367,201.
2	-	r amount from Part I, line 27a		2	<27,539.
		r increases not included in line 2 (itemize)		3	0.
		lines 1, 2, and 3	<del></del>	4	4,339,662.
		eases not included in line 2 (itemize)		5	0.
		I net assets or fund balances at end of year (line 4 minus line 5) - Part II, c	olumn (b), line 30	6	4,339,662.
					Form <b>990-PF</b> (2012)

			40872		Page 4
	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49	<u> 48 - S</u>	see instr	uctio	ns)
18	Exempt operating foundations described in section 4940(d)(2), check here \( \bigs \) and enter "N/A" on line 1.				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)	.		<u> </u>	~ =
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here   and enter 1%	1		3,5	85.
	of Part I, line 27b				
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				_
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			<u>. U .</u>
_	Add lines 1 and 2	3		3,5	85.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		2 5	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		3,5	85.
6	Credits/Payments;				
	2012 estimated tax payments and 2011 overpayment credited to 2012  6a 5,808.				
	Exempt foreign organizations - tax withheld at source  The part with any least of the standard				
	Tax paid with application for extension of time to file (Form 8868)  6c	1			
	Backup withholding erroneously withheld  Table and assume and a summer Add lease So the such Sol	_		г о	0.0
_	Total credits and payments. Add lines 6a through 6d	7		5,8	08.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8			
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		2 2	22
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		4,4	23.
	Enter the amount of line 10 to be: Credited to 2013 estimated tax ▶ 2,223. Refunded ▶ Int VII-A Statements Regarding Activities	11			0.
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	No
10	any political campaign?	il .	10	163	X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		1a 1b	<del> </del>	X
٠	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published	dor	10	1	^
	distributed by the foundation in connection with the activities	101			
	Did the foundation file Form 1120-POL for this year?		10	1	x
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		16	1	<u>^</u>
•	(1) On the foundation. ► \$ \$ 0 . (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. > \$ 0.			İ	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		x
	If "Yes," attach a detailed description of the activities		<del>-</del>	1	<del></del>
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		х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		х
	If "Yes," has it filed a tax return on Form 990-T for this year?	N/2			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	•	5		X
	If "Yes," attach the statement required by General Instruction T				
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 legislation.	aw		į	
	remain in the governing instrument?		_6_	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	Х	
	If "Yes," complete Part II, col. (c), and Part XV.				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	NC				
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)		j		
	of each state as required by General Instruction G? If "No," attach explanation		_8b	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 calendarian	dar			
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		<u> </u>

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Pa	rt 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	Х	
	Website address ► N/A			
14	The books are in care of ► SANDY PATTERSON Telephone no. ► 910-6	92-6	703	
	Located at ► 245 SE BROAD STREET, SOUTHERN PINES, NC ZIP+4 ►2	3387		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		<b>&gt;</b>	
	and enter the amount of tax-exempt interest received or accrued during the year	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,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
	country			
Pa	rt 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.	L	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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.)			
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)?	<u>1b</u>		
	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?	10		<u> X</u>
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?			
	If "Yes," list the years , , , , , , , , , , , , , , , , , , ,			
C	Are there any years listed in 2a for which the foundation is <b>not</b> 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	۸.		
_	statement - see instructions.)  N/A  If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.	2b	<del>                                     </del>	
Ü	in the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
٥.	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	Ì		
J	during the year?  Yes X No			
	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		
As	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	74		Α_
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		х
		rm <b>990</b>	-PF /	
	10		(	/

orm 990-PF (2012) THE DONALD & ELIZABETH C			<u>58-14087</u>	21 Page <b>6</b>
Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be F	Required (continu	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	☐ Ye	s X No	
(2) Influence the outcome of any specific public election (see section 4955); o	or to carry on, directly or indire	ectly,	}	
any voter registration drive?		Ye	s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?		s X No	
(4) Provide a grant to an organization other than a charitable, etc., organizatio				
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Ye	s X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational nurnoses, or f			
the prevention of cruelty to children or animals?	or cadoutional parposes, or r		s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described i		S (22 NO	
section 53.4945 or in a current notice regarding disaster assistance (see instru	<u>.</u>	ii negulalions	N/A	ib
	•			<del>'''                                  </del>
Organizations relying on a current notice regarding disaster assistance check h		and		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for		i/A 🔲 Ye	s No	
expenditure responsibility for the grant?		I/A 16	s L NO	
If "Yes," attach the statement required by Regulations section 53 494:				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		. 👽	
a personal benefit contract?		Ye	s X No	.     .,
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?		<u>  -</u>	Sb 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 s		Ye	s X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu				'b
Part VIII Information About Officers, Directors, Trust	ees, roundation Ma	inagers, Higniy	<i>(</i>	
List all officers, directors, trustees, foundation managers and their	componention			
List all officers, directors, a disters, foundation managers and their	(b) Title, and average	(c) Compensation	(d) Contributions to	(a) Eynense
(a) Name and address	hours per week devoted	(If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
· · ·	to position	`enter'-0-)	compensation	allowances
	PRESIDENT			
P.O. BOX 1940	6.00			0
SOUTHERN PINES, NC 28388	6.00	0.	0.	0.
	SECRETARY			
P.O. BOX 1940		500		•
SOUTHERN PINES, NC 28388	0.10	500.	0.	0.
	VICE PRESIDEN	ľT.		
P.O. BOX 1940			ا ا	•
SOUTHERN PINES, NC 28388	0.10	500.	0.	0.
<del></del>	DIRECTOR			
P.O. BOX 1940				_
SOUTHERN PINES, NC 28388	0.10	500.	0.	0.
2 Compensation of five highest-paid employees (other than those inc	· · · · · · · · · · · · · · · · · · ·	enter "NONE."	(d) Contributions to	(a) Evnança
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
	devoted to position		compensation	allowances
NONE				
	<del> </del>	ļ		
···	-		[	
	-			
		<del> </del>		
	-			
	<u>l</u> .	<u> </u>		
Total number of other employees paid over \$50,000			<b>&gt;</b>	0
			Form	<b>990-PF</b> (2012)

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Part VIII Information About Officers, Directors, Trustees, Founda Paid Employees, and Contractors (continued)	tion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	_	
Total number of others receiving over \$50,000 for professional services  Part IX-A   Summary of Direct Charitable Activities		<u> </u>
	<del></del>	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis number of organizations and other beneficiaries served, conferences convened, research papers proc		Expenses
1 N/A		_
<del></del>		-
2		
		-
3		
		7
4		
F2		
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 NONE		
		0.
2		$\dashv$
		-
All other program-related investments. See instructions.		
3		
-		7
	·	7
Total. Add lines 1 through 3	<b>&gt;</b>	0.

P	art X . Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndation	s, see instructions )
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	3,110,148.
b	Average of monthly cash balances	1b	3,110,148. 1,190,834.
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,300,982.
	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	4,300,982.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,515.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,236,467.
6	Minimum investment return Enter 5% of line 5	6	211,823.
<u></u>	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	d certair	
L	foreign organizations check here  and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	211,823.
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	3,585.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	208,238.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	208,238.
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	208,238.
P	art XII Qualifying Distributions (see instructions)		-
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	203,291.
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	203,291.
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	203,291.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when coloulating whether the foundation	ا مواقات	f

Form **990-PF** (2012)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

1 Descributible amount for 2012 from Part XI, Inte 7 2 (in-destribution come, if any, as of the and of 2012 a Enter amount for 2011 only b Total for pinz years:  3 Excess distributions carryover, if any, to 2012; a From 2007 b From 2008 c From 2008 c From 2009 d From 2011 50 , 811.  1 Total of lines 3s through a 4 Outliny of sixth burst of 2012 from Part XII, line 4; h ≤ 203, 291. 4 Applied to 2013, but not more than line 2 a b Applied to undistributed income of proveysars (Election required - see instructions) c From 2015 c From 2015 d Fr		(a) Corpus	(b) Years prior to 2011	(c) 2011	( <b>d</b> ) 2012
Inter   208, 238.	Distributable amount for 2012 from Part XI	Otipus	16013 \$1101 10 2011	2011	2012
2. Undeshibuted income, a say, as of the end of 2015 a. Enter a mount of 2011 only b. Total for prior years:  3. Excess distributions carryover, if any, to 2012: a. From 2007 b. From 2008 c. From 2010 f. Total of the Sa through a  4. Qualifying distributions for 2012 from 2011 1. Total of lines 3a through a  4. Qualifying distributions for 2012 from 2011 1. Total of lines 3a through a  5. Qualifying distributions for 2012 from 2011 1. Total of lines 3a through a  4. Qualifying distributions for 2012 from 2013 1. Total of lines 3a through a  5. Qualifying distributions for 2012 from 2015 2. Applied to 2011, but not more than line 2a 2. Applied to 2011, but not more than line 2a 2. Applied to 2012 distributible amount 2. Total distributed income of proor 2. Vasts (Election required - see instructions) 2. Total distributed income of proor 2. Part XIII, line 4. From 1 required - see instructions) 3. Applied to 2012 distributible amount 4. 9. 49. 49. 49. 49. 49. 49. 49. 49. 49	· • • • • • • • • • • • • • • • • • • •				208,238.
3 Excess distributions carryover, if any, to 2012: a From 2007 b From 2008 c From 2009 d From 2010 e From 2011 50,811. 1 Total of lines 3a through e 4 Qualitying distributions for 2012 from 2011 Applied to 2013, but not more than line 2a 4 Applied to 3013, but not more than line 2a 4 Applied to 3013, but not more than line 2a 4 Applied to 3013, but not more than line 2a 4 Applied to 3013, but not more than line 2a 4 Applied to 3013, but not more than line 2a 4 Applied to 3012 distributions c Treated as distributions untof corpus (Election required - see instructions) c Treated as distribution acrows explain a mount e Remaining amount distributed out of corpus C Excess distributions carryover than 10 2012 of an amount aspease in solvening the same amount e Remaining amount distributed income for years undistributed income for which a notice of deficiency has been assisted, or on which it is section 492(a) tax has been previously 0.  2 Corpus Auditime 34, and 46 Schwade line 5 b Prior years' undistributed income for which a notice of deficiency has been assisted, or on which it is section 492(a) tax has been previously 0.  3 Excess distributed income for 2011. Subtract line 4 bit from line 2b. Taxable amount - see institutions a Undistributed income for 2011. Subtract line 4 a from line 2a, Taxable amount - see institutions a Undistributed income for 2012. Subtract line 4 a from line 2a, Taxable amount - see institutions a Undistributed income for 2012. Subtract line 4 a from line 2a, Taxable amount unusl be distributed in 2013 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(h(1)(f) or 492(a)(3) D Excess distributions carryover from 2007 not applied on line 5 or line 7 D Excess distributions carryover from 2007 not applied on line 5 or line 7 D Excess similarities are applied on line 6 or line 7 D Excess similarities are applied on line 6 or line 2	2 Undistributed income, if any, as of the end of 2012				
S Excess distributions carryover, if any, to 2012: a From 2007 b From 2008 c From 2010 e From 2010 f	a Enter amount for 2011 only			0.	
3 Excess distributions carryover, if any, to 2012:  a From 2008 b From 2008 b From 2010 f From 2011 f Total of lines 3a through = 50, 811.  4 Qualying distributions for 2012 from Part XII, line 4: Ps. 203, 291. a Applied to 2011, but not more than line 2a b Applied to 2011, but not more than line 2a b Applied to indistributed income of prior years (Election required - see instructions) d Applied to 2012 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions) d Applied to 2012 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions) d Applied to 2012 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions) d Applied to 2012 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions) d Applied to 2012 distributable amount e Remaining amount distributed income.  B Excess distributed income for which a notice of undistributed income. Subtract line 4 in run line 2b  C Enter the amount of prior years' undistributed income for which a notice of undistributed income for which a notice of undistributed income for 2011. Subtract line 4 in run line 2b  C Enter the amount of prior years' undistributed income for 2011. Subtract line 4 al run line 2b  Subtract line 6 from line 16. This amount rust be distributed income for 2012. Subtract line 4 al run line 2b. Taxabble amount - see instructions  Undistributed income for 2012. Subtract lines 4 dia not 5 from line 1. This amount rust be distributed in 2013  A mounts treated as distributions curvover to 2013. Subtract line 6 from line 8 10. Analysis of line 9?  B Excess stron 2008 B Excess from 2008 B Excess from 2008 B Excess from 2008 B Excess from 2009 B Excess from 2009	b Total for prior years:	·			
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From 2010   50, 811.	<del></del>		]		
e From 2011			1		
4 Qualifying distributions for 2012 from Part XII, lim 4: ► \$ 203,291.  a Appled to 2011, but not more than line 2a b Appled to undistributed income of prior years (Election required - see instructions)  c Treated as distributions out of corpus (Election required - see instructions)  d Appled to 2012 distributiable amount e Remaning amount distributed out of corpus  Election required - see instructions)  5 Excess distributions suryows applied to 2012  5 Excess distributions arrayows applied to 2012  5 Excess distributions arrayows applied to 2012  1 Carpus Add lines 3r, 4c, and 4c Subtract line 5  5 Phiror years' undistributed income. Subtract line 4b from line 2b  5 Enter the net total of each column as indicated below:  a Corpus Add lines 3r, 4c, and 4c Subtract line 5  b Phiror years' undistributed income. Subtract line 4b from line 2b  5 Enter the net ball of each column as indicated below:  a Corpus Add lines 4y 4(2) at x has been previously assessed  4 Subtract line 6c from line 6b. Taxable amount of prior years' undistributed income for which a notice of deficiency has been sized, or on which the section 4942(a) tax has been previously assessed  4 Subtract line 6c from line 6b. Taxable amount - see nest.  1 Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see nest.  1 Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see nest.  1 Undistributed income for 2012. Subtract line 4d and 5 from line 1. This amount must be distribution arrayover from 2007 not applied on line 5 or line 7  9 Excess distributions carryover from 2007 not applied on line 5 or line 7  9 Excess distributions carryover to 2013. Subtract line 9: a Excess from 2008  b Excess from 2009  b Excess from 2009  c Excess from 2009					
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section 170(b)(1)(F) or 4942(g)(3)  8					
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c Excess from 2010					
d Excess from 2011 45,864.	d Excess from 2011 45,864.				
e Excess from 2012	e Excess from 2012	l			<u></u>

	VALD & ELIZA			58-140	)8721 Page 10
Part XIV Private Operating F	<del>- · · · · · · · · · · · · · · · · · · ·</del>		-A, question 9)	N/A	
1 a If the foundation has received a ruling					
foundation, and the ruling is effective fo		<del>-</del>	. ▶ ∟	40.40(.)(0)	10()/5)
b Check box to indicate whether the foun		ng foundation described i		4942(j)(3) or 494	l2(j)(5)
2 a Enter the lesser of the adjusted net	Tax year (a) 2012	<b>(b)</b> 2011	Prior 3 years (c) 2010	1 (4) 2000	(a) Tatal
income from Part I or the minimum	(a) 2012	(0) 2011	(6) 2010	(d) 2009	(e) Total
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 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 Info			if the foundation	had \$5,000 or mo	re in assets
at any time during	the year-see inst	ructions.)			
Information Regarding Foundati     List any managers of the foundation w     year (but only if they have contributed     NONE	ho have contributed more		ributions received by the	foundation before the clos	e of any tax
<b>b</b> List any managers of the foundation w other entity) of which the foundation ha			(or an equally large portion	on of the ownership of a pa	rtnership or
NONE					
2 Information Regarding Contribut Check here ► X if the foundation				ot accept unsolicited requ	ests for funds. If
the foundation makes gifts, grants, etc.	. (see instructions) to indiv	viduals or organizations u	nder other conditions, co	mplete items 2a, b, c, and	d
a The name, address, and telephone nur	nber or e-mail of the perso	on to whom applications s	should be addressed:		
<b>b</b> The form in which applications should	be submitted and informa	tion and materials they st	nould include:		
c Any submission deadlines:				<del></del>	
d Any restrictions or limitations on award	ds, such as by geographic	al areas, charitable fields,	kınds of institutions, or o	other factors:	

show any relationship to a show any relationship to a status of recipient are paid during the year substantial contributor a Paid during the year substantial contributor a Paid during the year substantial contributor substantial contributor as the paid of recipient status of recipient are paid to contribution. Amount status of recipient are paid to contribution are purpose of grant or contribution are status of recipient are purposed as the purpose of grant or contribution are purposed of grant or substantial contributor are purposed of grant or contribution are purposed of grant or contribution are purposed of grant or substantial status of recipient are purposed of grant or substantial status of recipient are purposed of grant or contribution are purposed of grant or substantial status of recipient are purposed or substantial contributor are purposed or substantial contributor. Amount are purposed or substantial contributor are purposed or substantial contributor are purposed or substantial contributor. Amount are purposed or substantial contributor are purposed or su	3 Grants and Contributions Paid During the You		Payment		
Name and address (nome or business)  a Paid duming the year  CAMPBELL UNIVERSITY  N/A  N/A  SCHOLARSHIP  70,000  SOUTHERN FINES ROTARY CLUB CHARITABLE  FOUNDATION  SOUTHERN FINES, NC  1,000  MEYMOUTH CENTER FOR THE ARTS AND  N/A  N/A  CHARITABLE  SOUTHERN FINES, NC  5,500  MOORE COUNTY CHAPTER, AMERICAN RED  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  MEALS ON WHEELS OF THE SANDHILLS,  N/A  MEALS ON WHEELS OF THE SANDHILLS,  N/A  CHARITABLE  CARTHAGE, NC  2,000  b Approved for future payment	Recipient	If recipient is an individual, show any relationship to		Purpose of grant or	Amount
CAMPBELL UNIVERSITY  N/A  N/A  SCHOLARSHIP  70,000  SOUTHERN PINES ROTARY CLUB CHARITABLE  POUNDATION  SOUTHERN PINES, NC  1,000  NEYMOUTH CENTER FOR THE ARTS AND  N/A  CHARITABLE  SOUTHERN PINES, NC  5,500  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  MA  CHARITABLE  CHARITABLE  SOUTHERN PINES, NC  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  CHARITABLE  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A  N/A  CHARITABLE  1,000  MEAN MEAN MEAN MEAN MEAN MEAN MEAN MEAN		or substantial contributor		Contribution	
SCHOLARSHIP  70,000  SOUTHERN PINES ROTARY CLUB CHARITABLE  FOUNDATION  SOUTHERN PINES, NC  1,000  MEYMOUTH CENTER FOR THE ARTS AND  N/A  CHARITABLE  WEYMOUTH CENTER FOR THE ARTS AND  N/A  CHARITABLE  SOUTHERN PINES, NC  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  CHARITABLE  CROSS  SOUTHERN PINES, NC  1,000  MEALS ON WHEELS OF THE SANDHILLS,  N/A  N/A  CHARITABLE  CARTHAGE NC  CARTHAGE NC  Approved for future payment  SCHOLARSHIP  70,000  1,000	a Paid during the year				
BUIES CREEK, NC  SCHOLARSHIP  70,000  SOUTHERN PINES ROTARY CLUB CHARITABLE  FOUNDATION  SOUTHERN PINES, NC  WEYMOUTH CENTER FOR THE ARTS AND  N/A  N/A  CHARITABLE  CHARITABLE  CHARITABLE  SOUTHERN PINES, NC  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  CROSS  SOUTHERN PINES, NC  1,000  MEALS ON WHEELS OF THE SANDHILLS,  N/A  N/A  CHARITABLE  CARTHAGE, NC  CARTHAGE, NC  Approved for future payment  SCHOLARSHIP  70,000  1,00					
BUIES CREEK, NC  SCHOLARSHIP  70,000  SOUTHERN PINES ROTARY CLUB CHARITABLE  N/A  N/A  CHARITABLE  1,000  WEYMOUTH CENTER FOR THE ARTS AND  N/A  MEMORE COUNTY CHAPTER, AMERICAN RED  ROOSS  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS,  N/A  N/A  CHARITABLE  1,000  ACARTHAGE, NC  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  3a  172,000					
BUIES CREEK, NC 70,000  SOUTHERN PINES ROTARY CLUB CHARITABLE N/A N/A CHARITABLE  FOUNDATION  SOUTHERN PINES, NC 1,000  WEYMOUTH CENTER FOR THE ARTS AND N/A N/A CHARITABLE  HUMANITIES  SOUTHERN PINES, NC 5,500  MOORE COUNTY CHAPTER, AMERICAN RED N/A N/A CHARITABLE  CROSS  SOUTHERN PINES, NC 1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A N/A CHARITABLE  INC.  CARTHAGE, NC 2,000  Total SEE CONTINUATION SHEET(S) > 38 172,000	CAMPBELL UNIVERSITY	N/A	N/A		
SOUTHERN PINES ROTARY CLUB CHARITABLE N/A N/A CHARITABLE  FOUNDATION  SOUTHERN PINES, NC 1,000  WEYMOUTH CENTER FOR THE ARTS AND N/A N/A CHARITABLE  HUMANITIES  SOUTHERN PINES, NC 5,500  MOORE COUNTY CHAPTER, AMERICAN RED N/A N/A CHARITABLE  CROSS  SOUTHERN PINES, NC 1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A N/A CHARITABLE  INC.  CARTHAGE NC 2,000  Total SEE CONTINUATION SHEET(S) > 38 172,000	BULES CREEK NC			SCHOLARSHIP	70 000
FOUNDATION  SOUTHERN PINES, NC  1,000  WEYMOUTH CENTER FOR THE ARTS AND  N/A  N/A  CHARITABLE  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  N/A  CHARITABLE  CROSS  SOUTHERN PINES, NC  1,000  MEALS ON WHEELS OF THE SANDHILLS,  N/A  N/A  CHARITABLE  1NC.  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  Approved for future payment	DOLLD CHEEK, NO				70,000
FOUNDATION  SOUTHERN PINES, NC  1,000  WEYMOUTH CENTER FOR THE ARTS AND  N/A  N/A  CHARITABLE  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  N/A  CHARITABLE  CROSS  SOUTHERN PINES, NC  1,000  MEALS ON WHEELS OF THE SANDHILLS,  N/A  N/A  CHARITABLE  1NC.  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  Approved for future payment					
SOUTHERN PINES, NC  WEYMOUTH CENTER FOR THE ARTS AND  N/A  N/A  CHARITABLE  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  CROSS  SOUTHERN PINES, NC  MEALS ON WHEELS OF THE SANDHILLS,  N/A  N/A  CHARITABLE  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  3 a 172 001		N/A	N/A	CHARITABLE	
WEYMOUTH CENTER FOR THE ARTS AND  N/A  N/A  CHARITABLE  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  CHARITABLE  CROSS  SOUTHERN PINES, NC  1,000  MEALS ON WHEELS OF THE SANDHILLS,  INC.  CARTHAGE, NC  1,000  Approved for future payment					
HUMANITIES  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS,  INC.  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  Approved for future payment	SOUTHERN PINES, NC				1,000
HUMANITIES  SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS,  INC.  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  Approved for future payment					
SOUTHERN PINES, NC  MOORE COUNTY CHAPTER, AMERICAN RED  N/A  N/A  CHARITABLE  1,000  MEALS ON WHEELS OF THE SANDHILLS,  INC.  CARTHAGE, NC  Total  SEE CONTINUATION SHEET(S)  Approved for future payment	WEYMOUTH CENTER FOR THE ARTS AND	N/A	N/A	CHARITABLE	
MOORE COUNTY CHAPTER, AMERICAN RED N/A N/A CHARITABLE  SOUTHERN PINES, NC 1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A N/A CHARITABLE  INC.  CARTHAGE, NC 2,000  Total SEE CONTINUATION SHEET(S) > 3a 172,000	HUMANITIES				
MOORE COUNTY CHAPTER, AMERICAN RED N/A N/A CHARITABLE  SOUTHERN PINES, NC 1,000  MEALS ON WHEELS OF THE SANDHILLS, N/A N/A CHARITABLE  INC.  CARTHAGE, NC 2,000  Total SEE CONTINUATION SHEET(S) > 3a 172,000	SUITHEDN DINES NO				5 500
SOUTHERN PINES, NC  MEALS ON WHEELS OF THE SANDHILLS, N/A  INC.  CARTHAGE, NC  Total SEE CONTINUATION SHEET(S)   Approved for future payment  b Approved for future payment	SOUTHERN TIMES, NO.				
SOUTHERN PINES, NC  MEALS ON WHEELS OF THE SANDHILLS, N/A  INC.  CARTHAGE, NC  Total SEE CONTINUATION SHEET(S)   Approved for future payment  b Approved for future payment					
MEALS ON WHEELS OF THE SANDHILLS, N/A N/A CHARITABLE  INC.  CARTHAGE NC  Total SEE CONTINUATION SHEET(S)  b Approved for future payment		N/A	N/A	CHARITABLE	
MEALS ON WHEELS OF THE SANDHILLS, N/A N/A CHARITABLE  INC.  CARTHAGE NC 2.000  Total SEE CONTINUATION SHEET(S) > 3a 172.000  b Approved for future payment	CNOSS				
INC.  CARTHAGE NC  Total SEE CONTINUATION SHEET(S) ▶ 3a 172 000  b Approved for future payment	SOUTHERN PINES, NC				1,000
INC.  CARTHAGE NC  Total SEE CONTINUATION SHEET(S) ▶ 3a 172 000  b Approved for future payment					
CARTHAGE_NC  Total SEE CONTINUATION SHEET(S) ▶ 3a 172,000  b Approved for future payment	MEALS ON WHEELS OF THE SANDHILLS,	N/A	N/A	CHARITABLE	
Total SEE CONTINUATION SHEET(S) ▶ 3a 172 000  b Approved for future payment	INC.				
Total SEE CONTINUATION SHEET(S) ▶ 3a 172 000  b Approved for future payment	CARTHAGE NO				2 000
		TINUATION SHEE	T(S)	<b>▶</b> 3a	172,000
NONE	<b>b</b> Approved for future payment				
NONE					
	NONE				
Total ▶ 3b	Total		<u>L</u> .	24	0

223621 12-05-12

THE DONALD & ELIZABETH COOKE FOUNDATION

iter gross amounts unless otherwise indicated.	Unrelated t	ousiness income		y section 512, 513, or 514	(e)
	(a) Business	(b) Amount	Exclu- sion code	(d) Amount	Related or exemp
Program service revenue:	code	<del></del>	Code		
<u> </u>	1	<del></del>			
b	1				<del></del>
	) 1	<del>-</del>			·
·	1 1		<del>                                     </del>	-	
·	— <del> </del>	=	<del>-   -  </del>		
Fees and contracts from government agencies					
Membership dues and assessments					
nterest on savings and temporary cash			<del>                                      </del>		
nvestments			14	9,058.	
Dividends and interest from securities	-	·	14	152,981.	
let rental income or (loss) from real estate:			1 1	132,301.	
Debt-financed property					
Not debt-financed property					
Net rental income or (loss) from personal					
property			+	+	<del></del>
Other investment income					
Gain or (loss) from sales of assets other				05 644	
han inventory			18	27,644.	
Net income or (loss) from special events			+		
Gross profit or (loss) from sales of inventory					
Other revenue:					
<u> </u>					
b		<del></del>			<del></del>
•					
i	1 1				<del> </del>
	1 1				
d e Subtotal. Add columns (b), (d), and (e)	1 1	(	).	189,683.	
Subtotal. Add columns (b), (d), and (e) Fotal. Add line 12, columns (b), (d), and (e)		(	).	189,683.	189,6
Subtotal. Add columns (b), (d), and (e) Fotal. Add line 12, columns (b), (d), and (e)		(	0.		189,6
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculation	ons.)			13	189,6
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculation	ons.)			13	189,6
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculations  Relationship of Activit  Explain below how each activity for which	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activities  Explain below how each activity for which	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Total. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculation  Relationship of Activit  e No  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Total. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculation  Relationship of Activit  e No  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  worksheet in line 13 instructions to verify calculations to verify calculations.  Relationship of Activit  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	
Subtotal. Add columns (b), (d), and (e)  Fotal. Add line 12, columns (b), (d), and (e)  Exercise worksheet in line 13 instructions to verify calculations.  Relationship of Activity  Explain below how each activity for which the foundation's exempt purposes (other	ons.) ies to the Accon	nplishment of	Exempt Po	13	

Part 2		12) THE D Information Re Exempt Organ							1408721 ncharitable		ige 13
the	Code (	panization directly or indicated or indicated of the control of th	rectly engage in any )(3) organizations) o	or in section 52	27, rela	ting to political organ		tion 501(c) of		Yes	No
	nsfers t Cash	rom the reporting found	ation to a noncharita	ible exempt or	ganızat	ion of:			10/1)		x
	Other	assets							1a(1) 1a(2)		X
		sactions:							1-(-7		
(1)	Sales	of assets to a noncharita	ble exempt organiza	ition					1b(1)		X
		ases of assets from a no	•	organization					1b(2)		X
		of facilities, equipment,							1b(3)		X
		oursement arrangements							1b(4)		X
		or loan guarantees mance of services or me	mbarehin or fundrai	ieina ealioitatia	nne				1b(5)		X
		facilities, equipment, ma	•	-		s			1b(6)		X
d If the	ne answ services umn ( <b>d</b>	rer to any of the above is given by the reporting for the value of the goods, (b) Amount involved	"Yes," complete the oundation. If the fou other assets, or serv	following sche ndation receiv vices received.	edule. C red less	olumn (b) should al	ue in any transactio		ment, show in		note.
(-)	+-	(2) /	(6) 112.110 01	N/A	0 0,0111	or organization	(u) Description	Troi trailisioris, trailisactio	ons, and snaring an	aigonie	
				21/22							
		•									-
	+	<u> </u>				. <u> </u>					
	-										
											-
	_										
	-							·			
	-				<del></del>	<del></del>					_
	_			-						<u>.</u>	
ın s	ection	dation directly or indirect 501(c) of the Code (other mplete the following sch	r than section 501(c				zations described		Yes	Ī	] No
		(a) Name of org			(b) T	ype of organization		(c) Description of re	elationship		
		N/A			ļ			<del>- ,</del> -			
		_			ļ		-				
							-		<del></del>		
		<del>-</del>									
		penalties of perjury, I declare							May the IRS	discuss	this
Sign Here	ZA.	lief, it is true, correct, and cor	talleisur	reparer (other tha	ın taxpay	er) is based on an intorn 8/14/13 Date	Title	r has any knowledge	return with the shown below Yes	e prepar (see ins	er
	U.g.1	Print/Type preparer's na		Preparer's s	ignatur		Date	Check If	PTIN		
Paid		ROBIN PORT		Rob	$\mathcal{L}$	rte	8/14/13	self- employed	P00852	950	
							Firm's EIN ► 5				

910-692-8555 Form **990-PF** (2012)

Phone no.

Firm's address ► 130 TURNBERRY WAY PINEHURST, NC 28374

THE	DONALD	&	ELIZABETH	COOKE	FOUNDATION	58-1408721
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Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y		<del>,</del>		
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
GIVENS MEMORIAL LIBRARY	N/A	N/A	CHARITABLE	
PINEHURST NC				1,000.
CYPRESS HOUSE CHILDREN'S CENTER	N/A	N/A	CHARITABLE	
				5,000.
UNION PINES HIGH SCHOOL	N/A	N/A	EDUCATIONAL	
CARTHAGE, NC				5,000.
WAKE FOREST UNIVERSITY	N/A	N/A	EDUCATIONAL	
WINSTON SALEM, NC			SCHOLARSHIP	50,000.
SANDHILLS COMMUNITY COLLEGE	N/A	N/A	EDUCATIONAL	
FOUNDATION				
SOUTHERN PINES, NC				10,000.
FRIENDS OF THE SOUTHERN PINES LIBRARY	N/A	N/A	CHARITABLE	
SOUTHERN PINES NC				1,000.
SOUTHERN TIMES, NO				1,000.
BOYS AND GIRLS HOMES OF NC	N/A	N/A	CHARITABLE	2,500.
BOYS AND GIRLS CLUB OF THE SANDHILLS	N/A	N/A	CHARITABLE	
				2,500.
PUBLIC EDUCATION FOUNDATION OF MOORE	N/A	N/A	CHARITABLE	
COUNTY INC.				2,000.
HUMANE SOCIETY OF MOORE COUNTY, INC.	N/A	N/A	CHARITABLE	
CARTHAGE NC				2,500.
Total from continuation sheets				92,500.

THE DONALD & ELIZABETH COOKE FOUNDATION 58-1408721 Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation status of recipient Purpose of grant or contribution show any relationship to any foundation manager or substantial contributor Amount Name and address (home or business) THE CHAPIN SCHOOL N/A N/A EDUCATIONAL NEW YORK, NY 1,000. NORTH CAROLINA ZOOLOGICAL SOCIETY N/A N/A CHARITABLE ASHEBORO, NC 10,000,

Total from continuation sheets

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT 1
SOURCE	AMOUNT
INTEREST - CD INTEREST - MONEY MARKET ACCOUNTS	7,819. 1,239.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	9,058.

FORM 990-PF DIVIDENDS AN	D INTEREST FROM	SECURITIES	STATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS INTEREST - BONDS	66,498. 86,483.	0.	66,498. 86,483.
TOTAL TO FM 990-PF, PART I, LN 4	152,981.	0.	152,981.

FORM 990-PF	LEGAL	FEES	S'	TATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	36,000.	9,000.		28,425.
TO FM 990-PF, PG 1, LN 16A	36,000.	9,000.		28,425.

FORM 990-PF	ACCOUNTI	NG FEES	STATEMENT 4		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	5,475.	1,369.		2,681.	
TO FORM 990-PF, PG 1, LN 16B	5,475.	1,369.		2,681.	

FORM 990-PF	TAX	ES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	2,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,000.	0.		0.

FORM 990-PF	OTHER E	XPENSES	STATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS OFFICE SUPPLIES POSTAGE	16. 187. 44.			12. 140. 33.	
TO FORM 990-PF, PG 1, LN 23	247.	62.		185.	

FORM 990-PF	DRM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	
SHARES	DESCRIPTION	BOOK VALUE 12/31/2011	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 12/31/2012	
100,000 FEDER	AL FARM CREDIT BANK 4 375% 1/23/24	101,505 00	•		
50,000 TENN	VALLEY AUTH 4 75% 6/15/29	50,000 00	50,000 00	50,362.50	
100,000 NORTI	H CAROLINA MED CARE 6 125% 10/1/39	100,000 00	100,000 00	110,029.00	
50,000 TENN	VALLEY AUTH 3 75% DUE 2/15/20	50,000 00		-	
25,000 TENN '	VALLEY AUTHORITY 4 25% DUE 3/13/31, dtd 3/15/15 F	25,000 00	25,000 00	25,525.75	
	-	326,505	175,000	185,917	

FORM 990-PF CORPORATE STOCK STATEMENT 8

		BOOK VALUE	BOOK VALUE	FAIR MARKET VALUE
SHARES	DESCRIPTION	12/31/2011	12/31/2012	12/31/2012
200 214 00				
300 3M CO	ID (DDEEEDDED/EIVED DATE)	25,569 50	25,569 50	27,855 00
	(D (PREFERRED/FIXED RATE)		25,000 00	25,450 00
500 AMERICAN ELECTR 500 AMERICAN ELECTR		18,186 82	18,186 82	21,340 00
500 AMERICAN ELECTA	IIO FOWER INC	12 200 50	19,438 15	21,340 00
250 AT&T INC		13,390 59 7,219 38	13,390 59	16,855 00
250 AT&T INC		7,219 36 7,343 57	7,219 38 7,343 57	8,427 50 8.427 50
500 AT&T INC		14,526 43	14,526 43	16,855 00
300 BANK OF AMERICA		13,953 67	13,953 67	3,483 00
500 BANK OF AMERICA		26,077 29	26,077 29	5,805 00
200 BANK OF AMERICA		9,810 50	9,810 50	2,322 00
300 BAXTER INTERNATI		-	17,947 03	19,998 00
500 BB&T CORP		19,916 20	19,916 20	14,555 00
500 BB&T CORP		18,533 80	18,533 80	14,555 00
150 BB&T CORP		4,694 03	4,694 03	4,366 50
1000 BB&T CORP 5 625%	FFD (PREFERRED/FIXED RATE)		25,000 00	25,480 00
1000 BB&T CORP 5 85% I	PFD (PREFERRED/FIXED RATE)	-	25,000 00	25,980 00
2500 BLACKROCK BUILD	AMERICA BOND TRUST (CLOSED END MUT FUND)	50,000 00	50,000 00	57,175 00
1000 BOEING 6 05% PFD	(PREFERRED/FIXED RATE)	25,606 00	25,606 00	25,890 00
300 BOEING CO		22,103 60	22,103 60	22,608 00
200 BOEING CO		11,956 85	11,956 85	15,072 00
300 BRISTOL MYERS SO		8,558 43	8,558 43	9,777 00
300 BRISTOL MYERS SO		7,516 31	7,516 31	9,777 00
400 BRISTOL MYERS SO		11,426 62	11,426 62	13,036 00
200 BRISTOL MYERS SO		•	6,453 02	6,518 00
	& LIGHT \$5 44 PFD (PREFERRED/FIXED RATE)	6,112 50	6,112 50	10,000 00
200 CATERPILLAR INC	MATION		18,285 80	17,921 70
250 CHEVRON CORPOR 500 CISCO SYSTEMS IN		24,442 55	24,442 55	27,035 00
20 CITIGROUP INC		0.720.50	9,665 45	9,824 70
200 CLOROX COMPANY	,	9,739 50	11 655 00	14 644 00
300 CLOROX COMPANY		11,655 98 21,083 39	11,655 98 21,083 39	14,644 00 21,966 00
250 COCA-COLA COMPA		10,377 02	21,000 09	21,900 00
500 COCA-COLA COMPA		16,915 90	16,915 90	18,125 00
300 COCA-COLA COMPA			20,557 07	21,750 00
250 COLGATE-PALMOLI		11,716 38	-	
250 COLGATE-PALMOLI	VE CO	20,426 25	20,426 25	26,135 00
250 CONOCOPHILLIPS		16,921 00	13,044 40	14,497 50
250 CONOCOPHILLIPS		10,163 01	7,834 67	14,497 50
200 CONOCOPHILLIPS		-	12,106 99	11,598 00
300 CONOCOPHILLIPS			15,873 92	17,397 00
200 CUMMINS INC			24,546 40	21,670 00
200 DEERE & CO		14,976 38	14,976 38	17,284 00
100 DEERE & CO		7,495 52	7,495 52	8,642 00
200 DEERE & CO		-	16,936 40	17,284 00
500 DOMINION RES INC		16,161 77	16,161 77	25,900 00
500 DOW CHEMICAL CO		13,784 73	13,784 73	16,164 70
300 DOW CHEMICAL CO		-	10,472 51	9,698 82
500 DU PONT E I DE NEI		23,462 69	23,462 69	22,489 25
200 DU PONT E I DE NEI		45 700 05	10,771 42	8,995 70
333 DUKE ENERGY COR 167 DUKE ENERGY COR		15,723 85	15,723 85	21,266 67
218 DUKE ENERGY COR		9,265 33	9,265 33	10,633 33
		•	11,569 85	13,876 50
218 DUKÉ ENERGY COR 600 ELI LILLY & CO	NF CONTROL CON	. 21 102 79	10,577 23	13,876 50
400 ELI LILLY & CO		21,103 78	21,103 78	29,592 00
400 ELI LILLY & CO	c co	•	16,288 10	19,728 00
	(PREFERRED/FIXED RATE)	25,579 17	20,808 89 25,579 17	21,184 00
	AS 4 9% PFD (PREFERRED/FIXED RATE)	اا قاد <sub>ا</sub> دع	50,000 00	27,100 00 49,700 00
	io i over the entire in the formation of the first of the	-	55,555 55	70,700 00

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

	BOOK VALUE	BOOK VALUE	FAIR MARKET VALUE
SHARES DESCRIPTION	12/31/2011	12/31/2012	12/31/2012
500 EXELON CORPORATION	•	20,140 98	14,870 00
250 EXELON CORPORATION	•	9,412 69	7,435 00
100 EXXON MOBIL CORP	6,560 50	6,560 50	8,655 00
100 EXXON MOBIL CORP	5,890 50	5,890 50	8,655 00
100 EXXON MOBIL CORP	8,395 50	8,395 50	8,655 00
100 EXXON MOBIL CORP	8,419 00	8,419 00	8,655 00
200 EXXON MOBIL CORP	14,210 00	14,210 00	17,310 00
1000 FIRST BANCORP	20,919 42	20,919 42	12,820 00
1000 FIRST BANCORP	21,147 15	21,147 15	12,820 00
600 FIRST BANCORP	11,687 83	11,687 83	7,692 00
1400 FIRST BANCORP	27,282 52	27,282 52	17,948 00
1000 FIRST BANCORP	17,129 56	17,129 56	12,820 00
2000 GE CAP CORP 4 875% PFD (PREFERRED/FIXED RATE)	•	50,000 00	50,980 00
500 GENERAL ELECTRIC CO	15,677 85	15,677 85	10,495 00
500 GENERAL ELECTRIC CO	16,858 27	16,858 27	10,495 00
500 GENERAL ELECTRIC CO	10,339 35	10,339 35	10,495 00
600 GENERAL MILLS INC	21,902 83	21,902 83	24,252 00
200 GENERAL MILLS INC	7,855 10	7,855 10	8,084 00
200 GENERAL MILLS INC	•	7,924 16	8,084 00
500 GLAXOSMITHKLINE PLC - ADR		22,736 28	21,735 00
1000 GOLDMAN SACHS GRP 6 2% (PREFERRED/FIXED RATE)	25,016 00	25,016.00	25,150 00
250 HOME DEPOT	7,918 05	7,918 05	15,462 50
250 HOME DEPOT INC	9,518 97	9,518 97	15,462 50
500 INTEL CORP	11,140 46	11,140 46	10,310 00
100 JOHNSON & JOHNSON	6,751 10	6,751 10	7,010 00
100 JOHNSON & JOHNSON	6,486 50	6,486 50	7,010 00
200 JOHNSON & JOHNSON 250 JOHNSON & JOHNSON	12,510 00	12,510 00	14,020 00
100 JOHNSON & JOHNSON	14,926 00	14,926 00	17,525 00
1000 JP MORGAN CAP XVI (PREFERRED/FIXED RATE)	5,981 16 25,156 00	5,981 16 25,156 00	7,010 00 25,280 00
1500 JP MORGAN CHASE 5 875% (PREFERRED/FIXED RATE)	36,726 00	36,726 00	37,755 00
2000 JP MORGAN CHASE 6 20% (PREFERRED/FIXED RATE)	50,000 00	50,000 00	50,880 00
250 KELLOGG COMPANY	9,524 74	9,524 74	13,962 50
250 KELLOGG COMPANY	14,149 78	14,149 78	13,962 50
300 KELLOGG COMPANY	,	15,083 85	16,755 00
200 KIMBERLY CLARK	12,622 58	12,622 58	16,886 00
300 KIMBERLY-CLARK CORP	19,798 53	19,798 53	25,329 00
300 KIMBERLY-CLARK CORP	•	22,289 00	25,329 00
167 KRAFT FOODS INC CL A	15,640 98	5,482 91	7,570 76
67 KRAFT FOODS INC CL A	6,825 69	2,392 73	3,028 30
100 KRAFT FOODS INC CL A	<u>.</u>	4,112 30	4,542 45
300 MCDONALD'S CORP	23,435 48	23,435 48	26,463 00
200 MCDONALD'S CORP		17,863 20	17,642 00
500 MERCK & CO INC NEW		19,651 84	20,470 00
300 MERCK & CO INC NEW		13,345 32	12,282 00
200 MERCK & CO INC NEW	<u>-</u>	8,895 56	8,188 00
500 MONDELEZ INTL INC	•	10,152 57	12,726 60
200 MONDELEZ INTL INC	-	4,430 56	5,090 64
300 MONDELEZ INTL INC	•	7,614 62	7,635 96
2000 NEXTERA ENERGY 5 7% PDF (PREFERRED/FIXED RATE)	•	50,000 00	52,140 00
400 NORFOLK SOUTHERN CORP	26,370 69	26,370 69	24,736 00
200 NORFOLK SOUTHERN CORP	•	15,187 12	12,368 00
250 PEPSICO INCORPORATED	13,829 63	13,829 63	17,107 50
250 PEPSICO INCORPORATED	16,249 81	16,249 81	17,107 50
375 PFIZER INCORPORATED	9,115 10	9,115 10	9,404 74
525 PFIZER INCORPORATED	9,845 04	9,845 04	13,166 63
500 PIEDMONT NATURAL GAS	12,264 90	12,264 90	15,655 00
500 PIEDMONT NATURAL GAS	14,589 25	14,589 25	15,655 00
1000 PITNEY BOWES INC	•	18,363 37	10,640 00
300 PROCTOR & GAMBLE CO	16,269 70	16,269 70	20,367 00

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

	воок	воок	FAIR MARKE
	VALUE	VALUE	VALUE
SHARES DESCRIPTION	12/31/2011	12/31/2012	12/31/2012
200 PROCTOR & GAMBLE CO	12,943 50	12,943 50	13,578 00
200 PROCTOR & GAMBLE CO	12,567 06	12,567 06	13,578 00
250 PROGRESS ENERGY INC	11,580 89	-	•
250 PROGRESS ENERGY INC	10,587 32	•	•
300 PUBLIC SVC ENTERPRISE GROUP INC	9,779 48	9,779 48	9,180 00
100 PUBLIC SVC ENTERPRISE GROUP INC	3,264 93	3,264 93	3,060 00
100 PUBLIC SVC ENTERPRISE GROUP INC	3,259 60	3,259 60	3,060 00
500 PUBLIC SVC ENTERPRISE GROUP INC	•	15,370 39	15,300 00
1512 PUTNAM MASTER INTERMEDIATE INCOME TRUST 12142 60 (CLOSED END M FUND)	12,045 10	•	•
500 SCANA CORP COM	20,453 42	20,453 42	22,820 00
500 SPECTRA ENERGY CORP	11,334 91	11,334 91	13,690 00
500 SPECTRA ENERGY CORP	•	14,773 14	13,690 00
300 SUNOCO INC COM	19,068 00	-	-
750 SYSCO CORPORATION	•	21,232 63	23,745 00
800 TECO ENERGY INC	-	14,106 14	13,408 00
200 TECO ENERGY INC	-	3,533 58	3,352 00
2000 TENN VALLEY AUTH 5 952% DUE 6/1/28 (PREFERRED/FIXED RATE)	51,381 68	51,381 68	53,220 00
300 THE SOUTHERN COMPANY	9,290 65	9,290 65	12,843 00
200 THE SOUTHERN COMPANY	7,191 91	7,191 91	8,562 00
500 THE SOUTHERN COMPANY		23,346 47	21,405 00
100 UNITED PARCEL SERVICE - B	6,910 50	6,910 50	7,373 00
200 UNITED PARCEL SERVICE-B	15,136 00	15,136 00	14,746 00
200 UNITED PARCEL SERVICE-B		15,613 04	14,746 00
300 VERIZON COMMUNICATIONS COM	11,008 84	11,008 84	12,981 00
700 VERIZON COMMUNICATIONS COM	•	26,782 00	30,289 00
100 WAL-MART STORES INC	4,408 50	4,408 50	6,823 00
400 WAL-MART STORES INC	22,209 26	22,209 26	27,292 00
200 WAL-MART STORES INC	-	11,918 31	13,646 00
500 WASTE MGMT INC DEL	19,342 66	19,342 66	16,870 00
39 73333 WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 200 SHS 10906	10,882 26	10,882 26	1,358 08
39 73333 WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 200 SHS 9516 09	9,495 37	9,495 37	1,358 09
59 60000 WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 300 SHS 13550 27)	13,520 77	13,520 77	2,037 13
59 60000 WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 300 SHS 16929	16,892 15	16,892 15	2,037 13
99 33334 WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 500 SHS 27209 38	27,150 15	27,150 15	3,395 21
1000 WELLS FARGO 5 2% PFD (PREFERRED/FIXED RATE	-	25,000 00	25,180 00
·	1,622,139	2,372,406	2,390,088

FORM 99	D-PF CORPORATE BONDS		<del> </del>	STATEMENT 9
SHARES	DESCRIPTION	BOOK VALUE 12/31/2011	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 12/31/2012
50,000	RITE AID CORP 6 875% DUE 08-15-13 44060 35	48,968	49,463	51,248
•	GENERAL ELEC CAL CORP 5 875% DUE 2/15/12	49,313	49,403	51,240
•	BANK OF AMERICA 5 8% DUE 9/15/22	25,000	•	•
	DUKE CAPITAL CORP SENIOR NOTES 8 000% DUE 10/01/19 24804 61	24,688	24,688	33,019
· · ·	DOW CHEMICAL CO 6 150% DUE 11/15/12	25,000	24,000	33,019
	BANK OF AMERICA 5 500% DUE 11/15/17	25,000	•	•
•	BANK OF AMERICA 6 000% DUE 11/15/27	25,000	•	•
	DOW CHEMICAL CO 5 800% DUE 11/15/12	25,000 25,000	•	•
	BANK OF AMERICA 5 70% DUE 2/15/28	50,000	•	•
	SLM CORP 5 45% DUE 3/15/23	25,000	25.000	23,313
•	BANK OF AMERICA 5 70% DUE 2/15/28	50,000	25,000	23,313
•	GENERAL ELEC CAP CORP 5 35% DUE 5/15/23	•	50.000	
	GENERAL ELEC CAP CORP 5 35% DUE 6/15/29	50,000	50,000	50,064
•	GENERAL ELEC CAP CORP 5 0% DUE 7/15/28	50,000 20,000	•	•
	FORD MOTO CO DEBENTURES 7 5% DUE 8/1/26 25599 75	25,000 25,000	05.000	00.712
	BANK OF AMERICA CORP 5 75% DUE 11/15/28	20,000	25,000	29,713
•				07.074
•	FORD MOTO CO DEBENTURES 6 625% DUE 2/15/28 23553	23,547	23,547	27,374
	GENERAL ELEC CAP CORP 5 625% DUE 12/15/17 35232 10	35,226	40.007	
	WACHOVIA CORPORATION 4 875% DUE 2/14/14 48637 43	49,423	49,607	52,225
	GENERAL ELEC CAP CORP 5 35% DUE 12/15/19 47159 82	48,006	•	•
•	WACHOVIA 6 575% 3/1/67 (PREFERRED/FIXED RATE)	50,988	•	•
	WELLS FARGO 6 25% 6/15/67 (PREFERRED/FIXED RATE)	50,000	-	-
•	BANK OF NEW YORK MELLON CORENOTES 6 3% 7/15/32	25,000	-	05.070
•	GENERAL ELEC CAP CORP 6 00% DUE 4/15/38	25,000	25,000	25,072
	GENERAL ELEC CAP CORP 5 00% DUE 2/13/19	8,927	-	
•	BB&T 5 25% 11/1/19	50,004	50,004	58,078
	CATERPILLAR FIN SERV CRP 5 55% 1/15/28	50,621		
•	WALMART STORES 5 25% 9/1/35	25,238	25,238	30,090
•	DOW CHEMICAL CO 5 0% DUE 9/15/20	30,000	30,000	30,141
•	MORGAN STANLEY MULTI 5 0% DUE 9/30/25	50,000	50,000	50,604
	ALLSTATE CORP 5 35% DUE 6/1/33	24,947	24,947	29,332
	CAROLINA POWER & LIGHT 6 125% DUE 9/15/33	26,735	26,735	32,059
	BELLSOUTH CORP 6 0% DUE 11/15/34	24,975	24,975	27,979
-	HARTFORD FINL SVCS GRP 5 95% DUE 10/15/36	•	24,630	28,131
25,000	NATL RURAL UTIL COOP 4 0% DUE 02/15/30	1 100 004	25,000	24,723
		1,136,604	553,833	603,162

2012 ENHANCED SUMMARY

The Donald + Elizabeth Cooke Foundation Po Box 1940

Southern Pines, NC 28388

EIN: 58-1408731

adia Form 990 PF

THE DONALD AND ELIZABETH COOKE FOUNDATION

### Realized Gain/Loss

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a Tax Advisor as to any additional reporting requirements or adjustments. THIS INFORMATION IS NOT VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

\* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities has been adjusted will reflect the impacts of applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OiD accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.

· The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security

\* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.

\* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

TOTAL	-\$555.55	\$6,958.40	80.00	\$0.00	\$6,402.85
NONCOVERED SECURITIES	\$0.00	\$6,957.76	80.00	\$0.00	\$6,957.76
COVERED SECURITIES NONCOVERED SE	-\$555.55	\$0.64	Not applicable	Not applicable	-\$554 91
REALIZED GAIN/LOSS SUMMARY	Short term	Long term	Unknown term	Index options	Total - Realized Gain/Loss

Realized Gain/Loss Detail	tail						
TERM GAINS OR LOSS	ES FOR COVERED	SECURITIES					
Description Share Ac Quantity (	Share Ouantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Adjusted Cost/ Original Cost Gain or Loss Amount
SENERAL MOTORS CO			*				
3USIP 37045V100	3.00000	0 0000	10/28/11	08/20/12	63.78	3	62.78
	3.00000	00000	10/28/11	08/20/12	63 78	3	87.59
	1,00000	00000	10/28/11	08/20/12	21 27	9	21.87
Subtotal	7.00000				148.83	9	1-48.83

The Danald + Elizabeth Cooke Hunderthn

EIN: 58-1408731 2013 Form 990 PF

2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

SHOR! IERM GAINS OR LOSSES FOR COVERED	ES FOR COVERED	SECURITIES		Continued			
Description	Share Quantity	Adjusted Price/ Ongred Price	Open Date/ Acquisition Date	Date of	Description	Adjusted Cost	Adjusted Cost
KRAFT FOODS GROUP	1				500000	Ollymai Cost	Carri or Loss Amount
CUSIP 50076Q106	0 10020	40.3877	03/20/12	03/20/12 10/02/12	4.56	A 12	0.44
PHILLIPS 66						31.7	
CUSIP 718546104							
	20.0000	35.4532	03/20/12	05/24/12	1,51986	1,799.01	-279.15
	20.00000	35.4532	03/20/12	05/24/12	1.522.16	1 799 00	-276 BA
Subtotal	100 00000				2 042 02	***************************************	, c
	2000				3,042.02	10.886,5	88.ccc-
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED	SSES FOR COVERE	D SECURITIES			53.195.41	36m2.13	מניקטדי
For some lay late complete data le not available. Therefore not most that the December of the second	y areleased Therefore	i at All and training	Contraction of				
							The state of the s

rof some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds or Gain/Loss column, or Not Provided in the Cost column. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss. Please note that the totals and subtotals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.

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	Chara	/ coiro potento	1	11-0			
Description	Quantity	Onginal Price	Acquisition Date	or Exchange	Proceeds	Adjusted Cost	Care or loss days
DUKE ENERGY CORP			1			Second and Second	dail of coss Allouit
COMINEW							
CUSIP 26441C204	0.41500	0000	07/03/12	07/09/19	37 90	75 60	<u> </u>
GENERAL MOTORS CO WTS		2222	71 0000	21,007,0	50.73	, , ,	; ;
EXP 07/10/16							
CUSIP 37045V118	0000						
	3.00000	0.0000	10/28/11	08/20/12	37.49	3 0	37.44
	3.00000	0.0000	10/28/11	08/20/12	37 50	3	37.50
	1.00000	0.0000	10/28/11	08/20/12	12 50	3 .j	as.ci
Subtotal	7,00000				87 49	3	87.C8
GENERAL MOTORS CO WTS						, ,	
20771405							
003ir 3/043V 126	3.00000	0.0000	10/28/11	08/20/12	22.51	9.0	13.50
	3.00000	00000	10/28/11	08/20/12	22.52	9.0	CSCH
	1.00000	0.0000	10/28/11	08/20/12	7.51	Q) C	₹ r
Subtotal	20000				, i	- 5 (	5:
	200000.1				52.54	0 9	75 C.7



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2012 ENHANCED SUMMARY

THE DONALD AND ELIZABETH COOKE FOUNDATION

### Realized Gain/Loss

SHODI TEDM CAINE OF 1 OSSES FOR MONEY	SEC FOR NONCONE						
SHOUL LENM GAINS ON LOS	SSES FOR NONCOVER	Adjusted Brick	or of	Continued		:	
Description		Original Price	Acquisition Date	or Exchange	Proceeds	Adjusted Cost Original Cost	Adjusted Cost Original Cost Gain or Loss Amount
MOTORS LIQUIDATION CO							
CIRID 6204011404							
101001030 1500	50.08200	0.0000	06/12/12	08/20/12	720.59	9.0	P2057
	49.93750	0.0000	06/12/12	08/20/12	718 52	9	71440
	25.08200	0.0000	06/12/12	08/20/12	360 90	i <del>S</del>	
Subtotal	125.10160				1 800 01	) (3)	15 47.90 14 47.90
TOTAL CLOOP TOOLS OF					iningi.	5	0,000
OTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES	LOSSES FOR NONCOV	ERED SECURITIES			\$1,968.79	38.75	H)-0761

For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds or Gain/Loss column, or Not Provided in the Cost column. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss Please note that the totals and subtotals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.

LONG TERM GAINS OR LOSSES FOR COVERED SEC	SES FOR COVERED S	FCURITIES					
Description	Share Quantity	Adjusted Price/ Onginal Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Orocoods	Adjusted Cost	and and and
GENERAL MOTORS CO						Teon Building	Call of Loss Attioning
COSIP 3/045V100	190.00000	0.0000	04/21/11	08/20/12	4,039.43	g Ö	403043
	189.00000	0.0000	04/21/11	08/20/12	4,018.17	3.0	4018.17
	95,00000	0.0000	04/21/11	08/20/12	2,019 71	9.6 8	10.000
	2 00000	0 0000	07/28/11	08/20/12	106.30	3.0	10,30
	2 00000	0.0000	07/28/11	08/20/12	106.30	3	106.30
	2.00000	0 0000	07/28/11	08/20/12	42.52	3	CS CD
Subtotal	486,00000				10,332.43	ġ	W33243
CUSIP 50076Q106	0 0 0 0 0 0	35.1653	04/26/11	10/02/12	3.04	2.40	0.64
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SE	OSSES FOR COVERED	SECURITIES			\$10,335.47	87.68	10 333 0

10363.01 For some tax fots complete data is not available. Therefore, you may see N/A in the Proceeds or Gain/Loss column, or Not Provided in the Cost column. In wese situations, you snowed determine the actual cost or proceeds and calculate the Gain/Loss. Please note that the totals and subtotals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.

EIN: 58-1408721

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# 2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES	S FOR NONCOVERE	D SECURITIES					
Description	Quantity	Original Price	Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost Original Cost	Gain or Loss Amount
BANK OF AMERICA CORP SUBORDINATE INTERNOTES CALLABLE/SEMI-ANNUAL PAY CPN 5 800% DUE 09/15/22 DTD 09/06/02 FC 03/15/03 CALL 03/15/13 @ 100 030							
COSIF USOSVATIGI	25,000,00000	100.0000	08/28/02	09/17/12	25,000.00	25,000.00	00.00
BANK OF AMERICA CORP SUBORDINATE INTERNOTES SEMI ANNUAL PAY CPN 5.500% DUE 11/15/17 DTD 11/29/02 FC 05/15/03							
CUSIP 06050XJH7	25,000,00000	100.0000	11/22/02	11/15/12	25,000.00	25,000.00	0.00
BANK OF AMERICA CORP SUBORDINATE INTERNOTES SEMI ANNUAL PAY CPN 6 000% DUE 11/15/27 DTD 11/29/02 FC 05/15/03							
CUSIP 06050XJJ3	25,000 00000	100.0000	11/22/02	11/15/12	25,000,00	25,000.00	0.00
BANK OF AMERICA CORP SUBORDINATE INTERNOTES SEMI ANNUAL PAY CPN 5,700% DUE 02/15/28 DTD 02/06/03 FC 08/15/03 CALL 02/15/13 @ 100.000							
CUSIF UNDOXKAU	50,000.00000	100.0000	01/29/03	08/15/12	50,000.00	20,000.00	0.00



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2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES	ES FOR NONCOVERE	D SECURITIES		Continued		:	
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost Original Cost	Gain or Loss Amount
BANK OF AMERICA CORP SUBORDINATE INTERNOTES SEMI ANNL PAY - CALLABLE CPN 5 700% DUE 02/15/28 DTD 02/21/03 FC 08/15/03 CALL 02/15/13 @ 100 000 CUSIP 06050XKF9	50,000.00003	100.0000	02/12/03	08/15/12	50,000.00	50,000.00	0.00
BANK OF AMERICA CORP SUBORDINATE INTERNOTES MONTHLY PAY - CALLABLE CPN 5750%, DUE 11/15/28 DTD 11/28/03 FC 12/15/03 CALL 08/15/12 @ 100 000 CUSIP 06050XNG4	20,000.00000	100.0000	11/20/03	06/15/12	20,000.00	20,000.00	0.00
BANK OF NEW YORK MELLON SUBORDINATE CORENOTES SALLABLE SEMI-ANNUAL PAY CPN 6.300% DUE 07/15/32 DTD 07/18/07 FC 01/15/32 CALL 01/15/13 @ 100 000 CUSIP 0540P1MZ3	25,000,00000	100.0000	07/13/07	07/16/12	25.000.00	25,000 00	000
CATERPILLAR FIN SERV CRP POWER NOTES CALLABLE SEMI-ANNUAL PAY CPN 5 550% DUE 01/15/28 DTD 01/17/08 FC 02/15/08 CALL 02/15/12 @ 100 000 CUSIP 14912HHX1	50,000,000,03	101.2320	12/22/09	01/17/12	50,000.00	50,621.00	-621.00
CITIGROUP INC NEW CUSIP 172967424	20 00000	476.7000	07/31/07	05/09/12	602.79	9,739.50	-9,136.71
COCA-COLA COMPANY CUSIP 191216100	237.00000	20.3550	09/21/04	08/20/12	9,183 79	4,918 71	4,265.08

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# 2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

LONG JERM GAINS OR LOSSES FOR NONCOVERIOR	SES FOR NONCOVERE	Adjusted Brice/		Continued		**************************************	
Description	- 1	Original Price	Acquisition Date	or Exchange	Proceeds	Onginal Cost	Gain or Loss Amount
	163.00000	20.3550	09/21/04	08/20/12	6,320.43	3,382 91	2,937.52
	100.00000	20 3550	09/21/04	08/20/12	3,877 14	2.075.40	1.801.74
Subtotal	500.00000				19.381.36	10.377.02	9 004 34
COLGATE-PALMOLIVE CO CUSIP 194162103	250.00000	46.0000	09/21/04	05/09/12	24 411 70	11 716 38	12 605 32
DOW CHEMICAL COMPANY INTERNOTES							
SEMI ANNUAL PAY							
DTD 11/07/02 FC 05/15/03							
CUSIP 26054LBK8	25,000.00000	100.0000	10/31/02	11/15/12	25,000 00	25.000.00	00.0
DOW CHEMICAL COMPANY							
INTERNOTES SEMI ANNUAL PAY							
CPN 5 800% DUE 11/15/12							
DTD 11/29/02 FC 05/15/03 CUSIP 26054! RW2	6 C C C C C C C C C C C C C C C C C C C		!		;		
DUKE ENERGY CORP	25,000,00000	100.0000	11/22/02	11/15/12	25,000.00	25,000.00	0.00
COM NEW							
CUSIP 26441C204	0 20750	48.6265	03/10/08	07/03/12	6.	10.09	3.0
	0.20750	53.2048	02/10/07	07/03/12	<u>=</u>	11.04	8
Subtotal	0.41500				21, 13	21.13	
FEDERAL FARM CREDIT BANK BONDS CALLABLE							
CPN 4 375% DUE 01/23/24 DTD 01/23/09 FC 07/23/09 CALL 01/29/12 @ 100 000							
CUSIP 31331GLH0	100,000.00000	101.5000	01/29/09	01/23/12	100,000.00	101,505 00	-1,505.00



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2012 ENHANCED SUMMARY

THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES	ES FOR NONCOVER	ED SECURITIES	1	Continued			
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost Original Cost	Gain or Loss Amount
GENERAL ELEC CAP CORP GLOBAL NOTES CPN 5 875% DUE 02/15/12 DTD 02/15/02 FC 08/15/02 CUSIP 36962GXS8	00000.000.000	98.6250		02/15/12	00'000'08	49.312.50	687.50
GENERAL ELEC CAP CORP STEP UP NOTES CALLABLE CPN 6.000% DUE 02/13/19 DTD 02/13/04 FC 08/13/04 CALL 02/13/13 @ 100 000 CALL 02/13/13 @ 100 000	10,000,00000	89 1930	11/17/08	02/13/12	10,000.00	8,926 80	1,073.20
GENERAL ELEC CAP CORP INTERNOTES CUARTERLY PAY · CALLABLE CPN 5.625% DUE 12/15/17 DTD 12/12/02 FC 03/15/03 CUSIP 36966RAJ5	35,000.00000	100.6460	12/05/05	12/17/12	35,000.00	35,226,10	-226.10
GENERAL ELEC CAP CORP INTERNOTES SEMI ANNL PAY - CALLABLE CPN 5.000% DUE 06/15/29 DTD 06/05/03 FC 12/15/03 CUSIP 36966RFP6	25,000.00000	100.0000	05/28/03	12/17/12	25,000.00 25,000.00	25,000.00	0.00
Subtotal GENERAL ELEC CAP CORP INTERNOTES MONTHLY PAY - CALLABLE CPN 5.000% DUE 07/15/28 DTO 07/03/03 FC 08/15/03 CUSIP 36966FGL4	20,000 00000	100.0000	06/26/03	12/17/12	50,000.00	50,000.00	0.00

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THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED	S FOR NONCOVERE	SECU	Open Date/	Continued Date of Sale		Adjusted Cost/	
GENERAL ELEC CAP CORP TO THE INTERPRETATION OF THE INTERPRETATION	Cuantify	Original Price	Acquisition Date	or Exchange	Proceeds	Original Cost	Gain or Loss Amount
<u> </u>	50,000,00000	96,4001 94 1210	04/20/06	12/17/12	50,000.00	48,200.05 47,060.50	1,799 95
GENERAL MOTORS CO WTS EXP 07/10/16 CUSIP 37045V118	00000 671	0000	04/04/144	07/00/00		ć	13 77 C
	172.00000	0.0000	04/21/11	08/20/12	2,161.88	3 3 3	90:100 90:100
	86 00000	0.0000	04/21/11	08/20/12	1,074.69	3	1074.69
	4 00000	0.0000	07/28/11	08/20/12	49.98	3.0	49.98
	4.00000	0.0000	07/28/11	08/20/12	49.99	.a.o	60.00
	2.00000	0.0000	07/28/11	08/20/12	24.99	ė	24.99
ᇹ	441.00000				5,510.92	3	55,0.92
GENERAL MOTORS CO WTS EXP 07/10/19							
CUSIP 3/045V126	173 00000	0.0000	04/21/11	08/20/12	1,298.09	J.C.	किश्चरहा
	172.00000	00000	04/21/11	08/20/12	1,290.59	3	13-90-59
	86.00000	0.0000	04/21/11	08/20/12	645 30	3	645.30
	4.00000	0.0000	07/28/11	08/20/12	30.01	ુ જ	1505 1505
	4.0000	0.0000	07/28/11	08/20/12	30.01	9 9	30,0
	2.00000	0.0000	07/28/11	08/20/12	15.00	o o	8.5
Subtotal	441.00000				3,309.00	o.8	3309.00
CUSIP 50076Q108	0 16700	32.3178	11/18/10	10/02/12	7.61	5 50	2.11



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2012 ENHANCED SUMMARY

THE DONALD AND ELIZABETH COOKE FOUNDATION

## Realized Gain/Loss

CONG LEMM GAINS ON LOSSES TON NONCOVERY  Share  Description  Quantity	Share Share Quantity	Adusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/	Gain or Lose Amount
PHILLIPS 66						The same of the sa	Can or Loss Alloui
CUSIP 718546104	125.00000	30,5481	11/30/06	05/24/12	3,805 84	3,876.60	-70.76
	75.00000	18 2672	03/24/09	05/24/12	2,283 51	1,397,01	886 50
	20 00000	18 2672	03/24/09	05/24/12	1,519.85	931 33	588.52
Subtotal	250.00000				7.609.20	6.204.94	1 404 26
PUTNAM MASTER INTER- MEDIATE INCOME TRUST SHS OF BEN INTEREST CUSIP 746909100	00000	00.40	00/00/10	C F C C C C C C C C C C C C C C C C C C			
SUNCOKE ENERGY INC	00000,310,1	1 3100	01130/38	00/20/12	6,077	12,045,10	-4,367.97
CUSIP 86722A103	0 13950	20.1433	12/26/06	01/18/12	1 95	2.81	-0.86
	159.00000	19 8097	12/26/06	05/24/12	2,208.57	3.200.61	-992.04
Subtotal	159.13950				2.210.52	3.203.42	06 C66-
SUNOCO INC COM CUSIP 86764P109	200.00000	52.0416	12/26/06	09/10/12	9,331,63	10.576.39	-1.244.76
	100.00000	52.0416	12/26/06	09/10/12	4,66121	5,288 19	86 969-
Subtotal	300,00000				13,992,84	15 864 58	-1 871 74
TENN VALLEY AUTHORITY ELECTRONOTES CALLABLE S/A PAY CPN 3 750% DUE 02/15/20 DTD 02/19/10 FC 08/15/10 CUSIP 88059TEY3	20000	900					
WACHOVIA 6 375%	00000000	100.000	02/18/10	03/13/12	00.000,00	50,000.00	0.00
CAP 1H IV DUE 3/1/2067 CALL STARTING 3/15/2012 CUSIP 92978U207	2.000.00000	25.4900	03/19/07	04/13/12	50,000.00	50,987.50	-987.50

EIN:58-1408731 2012 Form 990PF

2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE FOUNDATION

#### Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES	S FOR NONCOVERE	D SECURITIES		Continued			
	Share	Adjusted Price/	Open Date/	Date of Sale		Adjusted Cost/	
Description	Quantity	Original Price	Acquisition Date or Exchange	or Exchange	Proceeds	Original Cost	Original Cost Sain or Lose Amount
WELLS FARGO CAP XI 6.25%							The state of the s
ENHANCED TRUPS 6/15/2067							
FULL CALL 6/15/12							
CISID 94070C07	,						
0205154515000	2,000 00000	25.0000	05/17/07	05/17/07 06/15/12	50,000.00	50,000,00	00.00
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVE	SSES FOR NONCOVER	RED SECURITIES			अस. ७३म ३७	\$53 956.59	65,177,51

For some tax lots complete data is not available. Therefore, you may soo N/A in the Proceeds or Gain/Loss column, or Not Provided in the Cost column. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss. Please note that the totals and subtotals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.

p Cost may be inaccurate due to adjustments reported by the partnerships to you on schedule K-1



#### Form **8868**

(Rev. January 2013)

Department of the Treasury Internal Revenue Service

#### Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

OMB No. 1545-1709

Form 8868 (Rev. 1-2013)

	1 110 B 30pc	n ere appi	Caudi for each feturi.			
• If you ar	re filing for an Automatic 3-Month Extension, complet	te only Pa	rt I and check this box			<b>►</b> X
<ul><li>If you ar</li></ul>	re filing for an Additional (Not Automatic) 3-Month Ex	tension, c	complete only Part II (on page 2 of	this form).		
Do not co	emplete Part II unless you have already been granted a	an automa	itic 3-month extension on a previou	isly filed Fo	rm 8868.	
Electronic	c filing (e-file). You can electronically file Form 8868 if y	ou need a	a 3-month automatic extension of ti	me to file (6	months for a c	orporation
required to	o file Form 990-T), or an additional (not automatic) 3-moi	nth extens	sion of time. You can electronically	file Form 88	368 to request a	n extension
of time to t	file any of the forms listed in Part I or Part II with the exc	ception of	Form 8870, Information Return for	Transfers /	Associated With	Certain
Personal E	Benefit Contracts, which must be sent to the IRS in pap	er format	(see instructions). For more details	on the elec	tronic filing of th	ns form,
Part I	urs.gov/efile and click on e-file for Chanties & Nonprofits		when't original (no conice of	oodod)	···.	
	Automatic 3-Month Extension of Time					
	tion required to file Form 990-T and requesting an autor	natic 6-mc	onth extension - check this box and	complete		<b>►</b> □
Part I only	• • • • • • • • • • • • • • • • • • • •	 VC= ===dA				
	orporations (including 1120-C filers), partnerships, REM ome tax returns.		rusts must use Form 7004 to reque	ist an exten	sion of time	
Type or print	Name of exempt organization or other filer, see instru	ctions.		Employe	dentification n	umber (EIN) or
File by the	THE DONALD & ELIZABETH COOR			<u> </u>	58-1408	721
due date for filing your return See	Number, street, and room or suite no. If a P.O. box, s. P.O. BOX 1940	ee instruc	tions	Social se	curity number (S	SN)
instructions	City, town or post office, state, and ZIP code. For a fo	oreign add	iress, see instructions.			
	SOUTHERN PINES, NC 28388					
Enter the I	Return code for the return that this application is for (file	a separa	te application for each return)			0 4
Application	on	Return	Application			Return
Is For		Code	Is For			Code
Form 990	or Form 990-EZ	01	Form 990-T (corporation)			07
Form 990-	<del></del>	02	Form 1041-A			08
	0 (individual)	03	Form 4720		<del></del>	09
Form 990-		04	Form 5227			
	T (sec. 401(a) or 408(a) trust)	05	Form 6069			11_
Form 990-	T (trust other than above)	06	Form 8870		<del></del>	12
• The bo	SANDY PATTERSON boks are in the care of $\triangleright$ P.O. BOX 1940		THERN PINES, NC 28	3388		
	one No. ► 910-693-7784		FAX No.			
	rganization does not have an office or place of business	s in the Ur	<u> </u>			
	s for a Group Return, enter the organization's four digit			If this is fo	r the whole grou	p, check this
box ▶	. If it is for part of the group, check this box	1	ich a list with the names and EINs	of all memb	ers the extension	n is for.
	quest an automatic 3-month (6 months for a corporation	required	to file Form 990-T) extension of tim	e until		
	AUGUST 15, 2013 , to file the exemp	t organiza	tion return for the organization nan	ned above.	The extension	
	or the organization's return for					
▶L	X calendar year 2012 or					
▶L	tax year beginning	, an	id ending		_	
2 If the	e tax year entered in line 1 is for less than 12 months, c	heck reas	on: Initial return	Final retur	n	
3a If the	is application is for Form 990-BL, 990-PF, 990-T, 4720,	or 6069. a	nter the tentative tax, less any	<del></del>	<u> </u>	
	refundable credits. See instructions.		Die vermanne way roue arry	3a	s	3,308.
	is application is for Form 990-PF, 990-T, 4720, or 6069,	enter any	refundable credits and			
	mated tax payments made. Include any prior year overp	-		3b	\$	3,308.
	ance due. Subtract line 3b from line 3a. Include your pa				<del>- *</del>	
	using EFTPS (Electronic Federal Tax Payment System).			3с	s	0.
	If you are going to make an electronic fund withdrawal v				EO for payment	

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For Privacy Act and Paperwork Reduction Act Notice, see instructions.