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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

EXTENSION ATTACHED

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE DONALD & ELIZABETH COOKE FOUNDATION		A Employer identification number 58-1408721
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1940	Room/suite	B Telephone number 910-692-6703
City or town, state, and ZIP code SOUTHERN PINES, NC 28388		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 4,417,590.	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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		9,058.	9,058.		STATEMENT 1
4 Dividends and interest from securities		152,981.	152,981.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		27,644.			
b Gross sales price for all assets on line 6a 885,234.					
7 Capital gain net income (from Part IV, line 2)			27,644.		
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					
12 Total. Add lines 1 through 11		189,683.	189,683.		
13 Compensation of officers, directors, trustees, etc		1,500.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		36,000.	9,000.		28,425.
b Accounting fees STMT 4		5,475.	1,369.		2,681.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		2,000.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		247.	62.		185.
24 Total operating and administrative expenses Add lines 13 through 23		45,222.	10,431.		31,291.
25 Contributions, gifts, grants paid		172,000.			172,000.
26 Total expenses and disbursements. Add lines 24 and 25		217,222.	10,431.		203,291.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<27,539.>			
b Net investment income (if negative, enter -0-)			179,252.		
c Adjusted net income (if negative, enter -0-)				N/A	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

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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		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 ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 7	326,505.	175,000.	185,917.	
	b	Investments - corporate stock STMT 8	1,622,139.	2,372,406.	2,390,088.	
	c	Investments - corporate bonds STMT 9	1,136,604.	553,833.	603,162.	
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		4,367,201.	4,339,662.	4,417,590.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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	4,658,976.	4,658,976.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	<291,775.>	<319,314.>		
30	Total net assets or fund balances		4,367,201.	4,339,662.		
31	Total liabilities and net assets/fund balances		4,367,201.	4,339,662.		

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	4,367,201.
2	Enter amount from Part I, line 27a	2	<27,539.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,339,662.
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	4,339,662.

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 WELLS FARGO-SEE ATTACHED	P		
b WELLS FARGO-SEE ATTACHED	P		
c WELLS FARGO-SEE ATTACHED	P		
d WELLS FARGO-SEE ATTACHED	P		
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 3,195.		3,602.	<407.>
b 1,969.		29.	1,940.
c 10,336.		2.	10,334.
d 869,734.		853,957.	15,777.
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			<407.>
b			1,940.
c			10,334.
d			15,777.
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	27,644.
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		3	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.)

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	259,272.	4,182,272.	.061993
2010	184,500.	4,023,933.	.045851
2009	188,939.	3,808,919.	.049604
2008	183,850.	4,052,186.	.045371
2007	200,000.	4,404,130.	.045412

2 Total of line 1, column (d)	2	.248231
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	.049646
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,236,467.
5 Multiply line 4 by line 3	5	210,324.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,793.
7 Add lines 5 and 6	7	212,117.
8 Enter qualifying distributions from Part XII, line 4	8	203,291.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,585.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,585.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,585.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,808.	
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	5,808.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	2,223.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 2,223. Refunded <input type="checkbox"/> 0.	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
1b 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
1c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	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.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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) 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 calendar 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	X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>SANDY PATTERSON</u> Located at ► <u>245 SE BROAD STREET, SOUTHERN PINES, NC</u> Telephone no. ► <u>910-692-6703</u> ZIP+4 ► <u>28387</u>			
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 <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.) N/A	3b	
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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(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
SANDY PATTERSON	PRESIDENT			
P.O. BOX 1940				
SOUTHERN PINES, NC 28388	6.00	0.	0.	0.
CAROL M. WHITE	SECRETARY			
P.O. BOX 1940				
SOUTHERN PINES, NC 28388	0.10	500.	0.	0.
MARY MCLAUCHLIN POPE	VICE PRESIDENT			
P.O. BOX 1940				
SOUTHERN PINES, NC 28388	0.10	500.	0.	0.
DEBBIE R. HOBBS	DIRECTOR			
P.O. BOX 1940				
SOUTHERN PINES, NC 28388	0.10	500.	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
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 NONE	
2	0.
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	3,110,148.
b	Average of monthly cash balances	1b	1,190,834.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,300,982.
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	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.

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	211,823.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,585.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
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.

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	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 calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				208,238.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
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.
f Total of lines 3a through e	50,811.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 203,291.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				203,291.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	4,947.			4,947.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	45,864.			
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	45,864.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	45,864.			
e Excess from 2012				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CAMPBELL UNIVERSITY BUIES CREEK, NC	N/A	N/A	EDUCATIONAL SCHOLARSHIP	70,000.
SOUTHERN PINES ROTARY CLUB CHARITABLE FOUNDATION SOUTHERN PINES, NC	N/A	N/A	CHARITABLE	1,000.
WEYMOUTH CENTER FOR THE ARTS AND HUMANITIES SOUTHERN PINES, NC	N/A	N/A	CHARITABLE	5,500.
MOORE COUNTY CHAPTER, AMERICAN RED CROSS SOUTHERN PINES, NC	N/A	N/A	CHARITABLE	1,000.
MEALS ON WHEELS OF THE SANDHILLS, INC. CARTHAGE, NC	N/A	N/A	CHARITABLE	2,000.
Total	SEE CONTINUATION SHEET(S)			172,000.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GIVENS MEMORIAL LIBRARY PINEHURST, NC	N/A	N/A	CHARITABLE	1,000.
CYPRESS HOUSE CHILDREN'S CENTER	N/A	N/A	CHARITABLE	5,000.
UNION PINES HIGH SCHOOL CARTHAGE, NC	N/A	N/A	EDUCATIONAL	5,000.
WAKE FOREST UNIVERSITY WINSTON SALEM, NC	N/A	N/A	EDUCATIONAL SCHOLARSHIP	50,000.
SANDHILLS COMMUNITY COLLEGE FOUNDATION SOUTHERN PINES, NC	N/A	N/A	EDUCATIONAL	10,000.
FRIENDS OF THE SOUTHERN PINES LIBRARY SOUTHERN PINES, NC	N/A	N/A	CHARITABLE	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 COUNTY, INC.	N/A	N/A	CHARITABLE	2,000.
HUMANE SOCIETY OF MOORE COUNTY, INC. CARTHAGE, NC	N/A	N/A	CHARITABLE	2,500.
Total from continuation sheets				92,500.

Part XV	Supplementary Information
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3 Grants and Contributions Paid During the Year (Continuation)[illegible]

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

<u>SOURCE</u>	<u>AMOUNT</u>
INTEREST - CD	7,819.
INTEREST - MONEY MARKET ACCOUNTS	1,239.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	9,058.

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

FORM 990-PF

LEGAL FEES

STATEMENT 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

ACCOUNTING 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

TAXES

STATEMENT

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 EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	16.	4.		12.	
OFFICE SUPPLIES	187.	47.		140.	
POSTAGE	44.	11.		33.	
TO FORM 990-PF, PG 1, LN 23	247.	62.		185.	

FORM 990-PF

U S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 7

SHARES	DESCRIPTION	BOOK VALUE 12/31/2011	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 12/31/2012
100,000	FEDERAL 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	NORTH 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

SHARES	DESCRIPTION	BOOK VALUE 12/31/2011	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 12/31/2012
300	3M CO	25,569 50	25,569 50	27,855 00
1000	AFLAC INC 5 5% PFD (PREFERRED/FIXED RATE)	-	25,000 00	25,450 00
500	AMERICAN ELECTRIC POWER INC	18,186 82	18,186 82	21,340 00
500	AMERICAN ELECTRIC POWER INC	-	19,438 15	21,340 00
500	AT&T	13,390 59	13,390 59	16,855 00
250	AT&T INC	7,219 38	7,219 38	8,427 50
250	AT&T INC	7,343 57	7,343 57	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 CORP	9,810 50	9,810 50	2,322 00
300	BAXTER INTERNATIONAL INC	-	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% PFD (PREFERRED/FIXED RATE)	-	25,000 00	25,480 00
1000	BB&T CORP 5 85% 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 SQUIBB	8,558 43	8,558 43	9,777 00
300	BRISTOL MYERS SQUIBB	7,516 31	7,516 31	9,777 00
400	BRISTOL MYERS SQUIBB CO	11,426 62	11,426 62	13,036 00
200	BRISTOL MYERS SQUIBB CO	-	6,453 02	6,518 00
100	CAROLINA POWER & LIGHT \$5 44 PFD (PREFERRED/FIXED RATE)	6,112 50	6,112 50	10,000 00
200	CATERPILLAR INC	-	18,285 80	17,921 70
250	CHEVRON CORPORATION	24,442 55	24,442 55	27,035 00
500	CISCO SYSTEMS INC	-	9,665 45	9,824 70
20	CITIGROUP INC	9,739 50	-	-
200	CLOROX COMPANY	11,655 98	11,655 98	14,644 00
300	CLOROX COMPANY	21,083 39	21,083 39	21,966 00
250	COCA-COLA COMPANY	10,377 02	-	-
500	COCA-COLA COMPANY	16,915 90	16,915 90	18,125 00
300	COCA-COLA COMPANY	-	20,557 07	21,750 00
250	COLGATE-PALMOLIVE CO	11,716 38	-	-
250	COLGATE-PALMOLIVE 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 VA NEW	16,161 77	16,161 77	25,900 00
500	DOW CHEMICAL COMPANY	13,784 73	13,784 73	16,164 70
300	DOW CHEMICAL COMPANY	-	10,472 51	9,698 82
500	DU PONT E I DE NEMOURS AND COMPANY	23,462 69	23,462 69	22,489 25
200	DU PONT E I DE NEMOURS AND COMPANY	-	10,771 42	8,995 70
333	DUKE ENERGY CORP	15,723 85	15,723 85	21,266 67
167	DUKE ENERGY CORP	9,265 33	9,265 33	10,633 33
218	DUKE ENERGY CORP	-	11,569 85	13,876 50
218	DUKE ENERGY CORP	-	10,577 23	13,876 50
600	ELI LILLY & CO	21,103 78	21,103 78	29,592 00
400	ELI LILLY & CO	-	16,288 10	19,728 00
400	EMERSON ELECTRIC CO	-	20,808 89	21,184 00
1000	ENTERGY MISS INC (PREFERRED/FIXED RATE)	25,579 17	25,579 17	27,100 00
2000	ENTERGY ARKANSAS 4 9% PFD (PREFERRED/FIXED RATE)	-	50,000 00	49,700 00

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

SHARES	DESCRIPTION	BOOK VALUE 12/31/2011	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 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	12,510 00	12,510 00	14,020 00
250	JOHNSON & JOHNSON	14,926 00	14,926 00	17,525 00
100	JOHNSON & JOHNSON	5,981 16	5,981 16	7,010 00
1000	JP MORGAN CAP XVI (PREFERRED/FIXED RATE)	25,156 00	25,156 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	-	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	-	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

SHARES	DESCRIPTION	BOOK VALUE 12/31/2011	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 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
		<u>1,622,139</u>	<u>2,372,406</u>	<u>2,390,088</u>

FORM 990-PF

CORPORATE BONDS

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
50,000	GENERAL ELEC CAL CORP 5 875% DUE 2/15/12	49,313	-	-
25,000	BANK OF AMERICA 5 8% DUE 9/15/22	25,000	-	-
25,000	DUKE CAPITAL CORP SENIOR NOTES 8 000% DUE 10/01/19 24804 61	24,688	24,688	33,019
25,000	DOW CHEMICAL CO 6 150% DUE 11/15/12	25,000	-	-
25,000	BANK OF AMERICA 5 500% DUE 11/15/17	25,000	-	-
25,000	BANK OF AMERICA 6 000% DUE 11/15/27	25,000	-	-
25,000	DOW CHEMICAL CO 5 800% DUE 11/15/12	25,000	-	-
50,000	BANK OF AMERICA 5 70% DUE 2/15/28	50,000	-	-
25,000	SLM CORP 5 45% DUE 3/15/23	25,000	25,000	23,313
50,000	BANK OF AMERICA 5 70% DUE 2/15/28	50,000	-	-
50,000	GENERAL ELEC CAP CORP 5 35% DUE 5/15/23	50,000	50,000	50,064
50,000	GENERAL ELEC CAP CORP 5 0% DUE 6/15/29	50,000	-	-
20,000	GENERAL ELEC CAP CORP 5 0% DUE 7/15/28	20,000	-	-
25,000	FORD MOTO CO DEBENTURES 7 5% DUE 8/1/26 25599 75	25,000	25,000	29,713
20,000	BANK OF AMERICA CORP 5 75% DUE 11/15/28	20,000	-	-
25,000	FORD MOTO CO DEBENTURES 6 625% DUE 2/15/28 23553	23,547	23,547	27,374
35,000	GENERAL ELEC CAP CORP 5 625% DUE 12/15/17 35232 10	35,226	-	-
50,000	WACHOVIA CORPORATION 4 875% DUE 2/14/14 48637 43	49,423	49,607	52,225
50,000	GENERAL ELEC CAP CORP 5 35% DUE 12/15/19 47159 82	48,006	-	-
2,000	WACHOVIA 6 575% 3/1/67 (PREFERRED/FIXED RATE)	50,988	-	-
2,000	WELLS FARGO 6 25% 6/15/67 (PREFERRED/FIXED RATE)	50,000	-	-
25,000	BANK OF NEW YORK MELLON CORENOTES 6 3% 7/15/32	25,000	-	-
25,000	GENERAL ELEC CAP CORP 6 00% DUE 4/15/38	25,000	25,000	25,072
10,000	GENERAL ELEC CAP CORP 5 00% DUE 2/13/19	8,927	-	-
50,000	BB&T 5 25% 11/1/19	50,004	50,004	58,078
50,000	CATERPILLAR FIN SERV CRP 5 55% 1/15/28	50,621	-	-
25,000	WALMART STORES 5 25% 9/1/35	25,238	25,238	30,090
30,000	DOW CHEMICAL CO 5 0% DUE 9/15/20	30,000	30,000	30,141
50,000	MORGAN STANLEY MULTI 5 0% DUE 9/30/25	50,000	50,000	50,604
25,000	ALLSTATE CORP 5 35% DUE 6/1/33	24,947	24,947	29,332
25,000	CAROLINA POWER & LIGHT 6 125% DUE 9/15/33	26,735	26,735	32,059
25,000	BELLSOUTH CORP 6 0% DUE 11/15/34	24,975	24,975	27,979
25,000	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	-	25,000	24,723
		<u>1,136,604</u>	<u>553,833</u>	<u>603,162</u>

The Donald + Elizabeth Cooke Foundation
PO Box 1940
Southern Pines, NC 28388

EIN: 58-1408721

2012 Form 990 PF



10 94-7

2012 ENHANCED SUMMARY

pg 1 of 10

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 purchased at a discount), when possible, for 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.

REALIZED GAIN/LOSS SUMMARY

COVERED SECURITIES		NONCOVERED SECURITIES		TOTAL
Short term	-\$555.55	\$0.00	-\$555.55	
Long term	\$0.64	\$6,957.76	\$6,958.40	
Unknown term	Not applicable	\$0.00	\$0.00	
Index options	Not applicable	\$0.00	\$0.00	
Total - Realized Gain/Loss	-\$554.91	\$6,957.76		\$6,402.85

Realized Gain/Loss Detail

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

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 MOTORS CO	3.00000	0.0000	10/28/11	08/20/12	63.78	0.00	63.78
CUSIP 37045V100	3.00000	0.0000	10/28/11	08/20/12	63.78	0.00	63.78
	1.00000	0.0000	10/28/11	08/20/12	21.27	0.00	21.27
Subtotal	7.00000				148.83	0.00	148.83

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The Donald + Elizabeth Cooke Foundation

FIN: 58-1408701
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2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE
FOUNDATION

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

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
KRAFT FOODS GROUP							
CUSIP 50076Q106	0.10020	40.3877	03/20/12	10/02/12	4.56	4.12	0.44
PHILLIPS 66							
CUSIP 718546104	50.00000	35.4532	03/20/12	05/24/12	1,519.86	1,799.01	-279.15
	50.00000	35.4532	03/20/12	05/24/12	1,522.16	1,799.00	-276.84
Subtotal	100.00000				3,042.02	3,598.01	-555.99

TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

\$3,195.41
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.

SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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
DUKE ENERGY CORP							
COM NEW							
CUSIP 26441C204	0.41500	0.0000	07/03/12	07/03/12	28.75	28.75	0.00
GENERAL MOTORS CO WTS							
EXP 07/10/16							
CUSIP 37045V118	3.00000	0.0000	10/28/11	08/20/12	37.49	0.00	37.49
	3.00000	0.0000	10/28/11	08/20/12	37.50	0.00	37.50
	1.00000	0.0000	10/28/11	08/20/12	12.50	0.00	12.50
Subtotal	7.00000				87.49	0.00	87.49
GENERAL MOTORS CO WTS							
EXP 07/10/19							
CUSIP 37045V126	3.00000	0.0000	10/28/11	08/20/12	22.51	0.00	22.51
	3.00000	0.0000	10/28/11	08/20/12	22.52	0.00	22.52
	1.00000	0.0000	10/28/11	08/20/12	7.51	0.00	7.51
Subtotal	7.00000				52.54	0.00	52.54



The Donald & Elizabeth Cooke Foundation

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2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE FOUNDATION

THE DONALD AND ELIZABETH COOKE FOUNDATION

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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
MOTORS LIQUIDATION CO	50.08200	0.0000	05/12/12	08/20/12	720.59	0.00	720.59
GUC TR-UNIT BEN INT	49.93750	0.0000	05/12/12	08/20/12	718.52	0.00	718.52
CUSIP 62010U101	25.08200	0.0000	05/12/12	08/20/12	360.90	0.00	360.90
Subtotal	125.10160				1,800.01	0.00	1,800.01

TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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 SECURITIES

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 MOTORS CO	190.00000	0.0000	04/21/11	08/20/12	4,039.43	0.00	4,039.43
CUSIP 37045V100	189.00000	0.0000	04/21/11	08/20/12	4,018.17	0.00	4,018.17
	95.00000	0.0000	04/21/11	08/20/12	2,019.71	0.00	2,019.71
	5.00000	0.0000	07/28/11	08/20/12	106.30	0.00	106.30
	5.00000	0.0000	07/28/11	08/20/12	106.30	0.00	106.30
	2.00000	0.0000	07/28/11	08/20/12	42.52	0.00	42.52
Subtotal	486.00000				10,332.43	0.00	10,332.43

TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

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.

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THE DONALD AND ELIZABETH COOKE
FOUNDATION

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
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 CALLABLE/SEMI-ANNUAL PAY CPN 5.800% DUE 09/15/22 DTD 09/06/02 FC 03/15/03 CALL 03/15/13 @ 100.000 CUSIP 06050XHJ1	25,000.00000	100.0000	08/28/02	09/17/12	25,000.00	25,000.00	0.00		
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 CALL 05/15/13 @ 100.000 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 CUSIP 06050XKA0	50,000.00000	100.0000	01/29/03	08/15/12	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 SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
BANK OF AMERICA CORP SUBORDINATE INTERNOTES SEMI ANNUAL 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	50,000.00000	100.0000	02/12/03	08/15/12	50,000.00	50,000.00
BANK OF AMERICA CORP SUBORDINATE INTERNOTES MONTHLY PAY - CALLABLE CPN 5.750% 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
BANK OF NEW YORK MELLON SUBORDINATE CORENOTES CALLABLE SEMI-ANNUAL PAY CPN 6.300% DUE 07/15/32 DTD 07/18/07 FC 01/15/08 CALL 01/15/13 @ 100.000 CUSIP 0640P1M23	25,000.00000	100.0000	07/13/07	07/16/12	25,000.00	25,000.00
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	50,000.00000	101.2320	12/22/09	01/17/12	50,000.00	50,621.00
CITIGROUP INC NEW CUSIP 172967424	20.00000	476.7000	07/31/07	05/09/12	602.79	9,739.50
COCA-COLA COMPANY CUSIP 191216100	237.00000	20.3550	09/21/04	08/20/12	9,183.79	4,918.71
						4,265.08
						-621.00
						-9,136.71

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The Donald + Elizabeth Cooke Foundation
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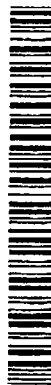
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THE DONALD AND ELIZABETH COOKE
 FOUNDATION

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							
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
Continued							
COLGATE-PALMOLIVE CO	163.00000	20.3550	09/21/04	08/20/12	6,320.43	3,382.91	2,937.52
CUSIP 194162103	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
DOW CHEMICAL COMPANY	250.00000	46.0000	09/21/04	05/09/12	24,411.70	11,716.38	12,695.32
INTERNOTES							
SEMI ANNUAL PAY							
CPN 6 150% DUE 11/15/12							
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	0.00
DOW CHEMICAL COMPANY							
INTERNOTES							
SEMI ANNUAL PAY							
CPN 5.800% DUE 11/15/12							
DTD 11/29/02 FC 05/15/03							
CUSIP 26054LBW2	25,000.00000	100.0000	11/22/02	11/15/12	25,000.00	25,000.00	0.00
DUKE ENERGY CORP							
COM NEW							
CUSIP 26441C204	0.20750	48.6265	03/10/08	07/03/12	10.09	10.09	0.00
	0.20750	53.2048	07/10/07	07/03/12	11.04	11.04	0.00
Subtotal	0.41500				21.13	21.13	0.00
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



THE DONALD AND ELIZABETH COOKE FOUNDATION

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THE DONALD AND ELIZABETH COOKE
FOUNDATION

2012 ENHANCED SUMMARY

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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
Continued							
GENERAL ELEC CAP CORP							
GLOBAL NOTES							
CPN 5.875% DUE 02/15/12							
DTD 02/15/02 FC 08/15/02							
CUSIP 36962GXS8	50,000.00000	98.6250	03/26/02	02/15/12	50,000.00	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							
CUSIP 36962GF74	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							
QUARTERLY 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 ANNUAL 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	0.00
	25,000.00000	100.0000	05/28/03	12/17/12	25,000.00	25,000.00	0.00
Subtotal	50,000.00000				50,000.00	50,000.00	0.00
GENERAL ELEC CAP CORP							
INTERNOTES							
MONTHLY PAY - CALLABLE							
CPN 5.000% DUE 07/15/28							
DTD 07/03/03 FC 08/15/03							
CUSIP 36966RGL4	20,000.00000	100.0000	06/26/03	12/17/12	20,000.00	20,000.00	0.00

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2012 ENHANCED SUMMARY

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THE DONALD AND ELIZABETH COOKE
 FOUNDATION

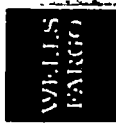
Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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
<i>Continued</i>							
GENERAL ELEC CAP CORP INTERNOTES MONTHLY PAY - CALLABLE CPN 5.350% DUE 12/15/19 DTD 09/25/03 FC 10/15/03 CUSIP 36966RJN7	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	173.00000	0.0000	04/21/11	08/20/12	2,161.88	0.00	2,161.88
	172.00000	0.0000	04/21/11	08/20/12	2,149.39	0.00	2,149.39
	86.00000	0.0000	04/21/11	08/20/12	1,074.69	0.00	1,074.69
	4.00000	0.0000	07/28/11	08/20/12	49.98	0.00	49.98
	4.00000	0.0000	07/28/11	08/20/12	49.99	0.00	49.99
	2.00000	0.0000	07/28/11	08/20/12	24.99	0.00	24.99
Subtotal	441.00000				5,510.92	0.00	5,510.92
GENERAL MOTORS CO WTS EXP 07/10/19 CUSIP 37045V126	173.00000	0.0000	04/21/11	08/20/12	1,298.09	0.00	1,298.09
	172.00000	0.0000	04/21/11	08/20/12	1,290.59	0.00	1,290.59
	86.00000	0.0000	04/21/11	08/20/12	645.30	0.00	645.30
	4.00000	0.0000	07/28/11	08/20/12	30.01	0.00	30.01
	4.00000	0.0000	07/28/11	08/20/12	30.01	0.00	30.01
	2.00000	0.0000	07/28/11	08/20/12	15.00	0.00	15.00
Subtotal	441.00000				3,309.00	0.00	3,309.00
KRAFT FOODS GROUP CUSIP 50076Q105	0.16700	32.3178	11/18/10	10/02/12	7.61	5.50	2.11



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THE DONALD AND ELIZABETH COOKE
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2012 ENHANCED SUMMARY

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
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		
PHILLIPS 66 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		
	50.00000	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	1,512.00000	7.9700	01/30/98	08/20/12	7,677.13	12,045.10	-4,367.97		
SUNCOKE ENERGY INC 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	-992.90		
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	4,661.21	5,288.19	-626.98		
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	50,000.00000	100.0000	02/16/10	03/15/12	50,000.00	50,000.00	0.00		
WACHOVIA 6.375% CAP TR 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		

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THE DONALD AND ELIZABETH COOKE
FOUNDATION

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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
WELLS FARGO CAP XI 6.25% ENHANCED TRUPS 6/15/2067 FULL CALL 6/15/12 CUSIP 94979S207	2,000 00000	25.0000	05/17/07	06/15/12	50,000.00 889,734.20	50,000.00 853,946.52	0.00 15,777.68

TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

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.

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



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

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE DONALD & ELIZABETH COOKE FOUNDATION	58-1408721
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 1940	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SOUTHERN PINES, NC 28388	

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

04

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

SANDY PATTERSON

- The books are in the care of ► **P.O. BOX 1940 - SOUTHERN PINES, NC 28388**

Telephone No. ► **910-693-7784**

FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ► ☒ calendar year **2012** or
 ► ☐ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	3,308.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,308.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

Form **8868** (Rev. 1-2013)