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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			4788.	3064.	3064.
	2 Savings and temporary cash investments			4122.		
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 7			270999.	261525.	293665.
	c Investments - corporate bonds					
	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 - see the instructions. Also, see page 1, item 1)			279909.	264589.	296729.	
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"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			322938.	322938.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			-43029.	-58349.	
30 Total net assets or fund balances			279909.	264589.		
31 Total liabilities and net assets/fund balances			279909.	264589.		

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	279909.
2 Enter amount from Part I, line 27a	2	-15320.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	264589.
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	264589.

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				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 249484.		257491.	-8007.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-8007.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-8007.
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))
2012	12923.	257351.	.050215
2011	13983.	268447.	.052088
2010	13890.	257675.	.053905
2009	12565.	235348.	.053389
2008	10073.	319566.	.031521

2 Total of line 1, column (d)	2	.241118
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	.048224
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	274857.
5 Multiply line 4 by line 3	5	13255.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	47.
7 Add lines 5 and 6	7	13302.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	12629.

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	94.
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	94.
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	94.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	58.	
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	58.	
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	36.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>		X	
14	The books are in care of ► <u>SUE COOPER</u> Telephone no. ► <u>425-308-4245</u> Located at ► <u>906 OLYMPIC BLVD, EVERETT, WA</u> ZIP+4 ► <u>98203</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 2013, 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 ►		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 <u>N/A</u> ► <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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <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.) <u>N/A</u>	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 2013 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 2013) <u>N/A</u>	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 2013?	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
THOMAS P. COOPER, M.D. 906 OLYMPIC BLVD EVERETT, WA 98203	DIRECTOR 1.00	0.	0.	0.
SUE M. COOPER 906 OLYMPIC BLVD EVERETT, WA 98203	DIRECTOR 1.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	259662.
b	Average of monthly cash balances	1b	19381.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	279043.
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	279043.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4186.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	274857.
6	Minimum investment return. Enter 5% of line 5	6	13743.

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	13743.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	94.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	94.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13649.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	13649.
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	13649.

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	12629.
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	12629.
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	12629.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				13649.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	39.			
c From 2010	1100.			
d From 2011	821.			
e From 2012	273.			
f Total of lines 3a through e	2233.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	12629.			
a Applied to 2012, 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 2013 distributable amount				12629.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d) the same amount must be shown in column (a))	1020.			1020.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1213.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1213.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010	119.			
c Excess from 2011	821.			
d Excess from 2012	273.			
e Excess from 2013				

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				
UNITED WAY OF SNOHOMISH COUNTY 3120 MCDOUGAL, SUITE 200 EVERETT, WA 98201		501(C)(3)	CHARITABLE PURPOSE	12000.
CITY OF HOPE 1500 E DUARTE RD DUARTE, CA 91010		501(C)(3)	CHARITABLE PURPOSE	100.
TERRACE PARK ELEMENTARY PTA 5409 228TH AVE SW MOUNTLAKE TERRACE, WA 98043		501(C)(3)	CHARITABLE PURPOSE	250.
Total			3a	12350.
b Approved for future payment				
NONE				
Total			3b	0.

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Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations	20 1525515
------------------	--	-------------------

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr. 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

ROBERT W. BAUER,
CPA

Preparer's signature

B. Baum

Date

3/28/14

Check ☐ if
self-employed

PTIN

P00069088

Firm's name ▶ **BAUER EVANS, INC., P.S.**

Firm's EIN ► 91-1507971

Firm's address ► 2911 BOND ST., SUITE 200
EVERETT, WA 98201

Phone no 425-252-6909

COOPER FAMILY FOUNDATION

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	BERNSTEIN GLOBAL WEALTH MANAGEMENT #9587 - SEE AT	P	VARIOUS	VARIOUS
b	BERNSTEIN GLOBAL WEALTH MANAGEMENT #9587 - SEE AT	P	VARIOUS	VARIOUS
c	BERNSTEIN GLOBAL WEALTH MANAGEMENT #0156 - SEE AT	P	VARIOUS	VARIOUS
d	BERNSTEIN GLOBAL WEALTH MANAGEMENT #0156 - SEE AT	P	VARIOUS	VARIOUS
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 96726.		90947.	5779.
b 51966.		42600.	9366.
c 14959.		13416.	1543.
d 85833.		110528.	-24695.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			5779.
b			9366.
c			1543.
d			-24695.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-8007.
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

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-69587)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM NON-COVERED								
04/05/2012	01/07/2013	10	TIBCO SOFTWARE INC	21 89	32 42	218 86	324 18	-105 32
05/31/2012	01/09/2013	3	INTL BUSINESS MACHINES CORP	191 94	193 60	575 83	580 79	-4 96
06/27/2012	01/09/2013	2	VISA INC - CLASS A SHRS	161 33	122 91	322 66	245 82	76 84
09/12/2012	01/10/2013	10	BB&T CORP	30 48	32 81	304 81	328 13	-23 32
08/22/2012	01/10/2013	4	UNITED TECHNOLOGIES CORP	84 70	79 45	338 79	317 82	20 97
09/14/2012	01/10/2013	4	UNITED TECHNOLOGIES CORP	84 70	81 65	338 78	326 61	12 17
10/26/2012	01/16/2013	2	LIBERTY MEDIA CORP	109 64	98 44	219 28	196 89	22 39
10/26/2012	01/16/2013	7	STARZ - A	15 73	12 73	110 09	89 10	20 99
11/21/2012	01/17/2013	3	***PARTNERRE LTD	83 15	80 40	249 45	241 20	8 25
06/01/2012	01/17/2013	3	SHERWIN-WILLIAMS CO/THE	162 94	125 04	488 81	375 13	113 68
04/30/2012	01/31/2013	5	COACH INC	51 00	73 14	255 01	365 72	-110 71
04/05/2012	02/01/2013	10	TIBCO SOFTWARE INC	23 60	32 42	235 97	324 17	-88 20
05/24/2012	02/01/2013	5	TIBCO SOFTWARE INC	23 60	29 58	117 98	147 90	-29 92
05/08/2012	02/04/2013	3	MCKESSON CORP	102 72	89 30	308 16	267 89	40 27
05/31/2012	02/04/2013	3	MCKESSON CORP	102 72	87 59	308 15	262 77	45 38
07/25/2012	02/04/2013	35	NV ENERGY INC	18 95	17 79	663 17	622 70	40 47
09/12/2012	02/05/2013	10	BB&T CORP	30 93	32 81	309 28	328 13	-18 85
09/14/2012	02/05/2013	10	BB&T CORP	30 93	34 03	309 27	340 28	-31 01
08/17/2012	02/06/2013	4	EXXON MOBIL CORP	89 67	88 43	358 66	353 73	4 93
05/21/2012	02/06/2013	6	PROCTER & GAMBLE CO	75 45	63 10	452 73	378 60	74 13
08/14/2012	02/07/2013	4	***EATON CORP PLC	58 90	45 69	235 61	182 78	52 83
02/08/2012	02/07/2013	1	UNITEDHEALTH GROUP INC	57 00	52 12	57 00	52 12	4 88
06/15/2012	02/08/2013	1	CHIPOTLE MEXICAN GRILL-CL A	318 31	400 96	318 31	400 96	-82 65
02/16/2012	02/11/2013	5	***ASTRAZENECA PLC-SPONS ADR	47 44	45 19	237 18	225 96	11 22
07/06/2012	02/26/2013	14	ANSYS INC	74 74	60 65	1 046 42	849 11	197 31
11/14/2012	02/26/2013	5	AMAZON COM INC	259 04	224 39	1 295 20	1 121 97	173 23
05/17/2012	02/26/2013	5	***ASTRAZENECA PLC-SPONS ADR	44 83	42 44	224 17	212 20	11 97
08/29/2012	02/26/2013	10	***ASTRAZENECA PLC-SPONS ADR	44 83	47 02	448 34	470 16	-21 82
12/05/2012	02/26/2013	3	AFFILIATED MANAGERS GROUP INC	143 90	127 98	431 70	383 95	47 75
02/06/2013	02/26/2013	2	AFFILIATED MANAGERS GROUP INC	143 90	144 88	287 80	289 76	-1 96
06/18/2012	02/26/2013	188	AB DISCOVERY VALUE FUND CL ADV	18 63	16 02	3 510 99	3 019 11	491 88
		459						
12/26/2012	02/26/2013	10	AB DISCOVERY VALUE FUND CL ADV	18 63	17 54	189 97	178 85	11 12
		197						
05/21/2012	02/26/2013	20	ALTRIA GROUP INC	34 33	31 79	686 60	635 80	50 80
07/26/2012	02/26/2013	10	ALTRIA GROUP INC	34 33	35 70	343 30	356 98	-13 68
08/17/2012	02/26/2013	15	ALTRIA GROUP INC	34 33	35 34	514 94	530 04	-15 10
06/18/2012	02/26/2013	471	AB DISCOVERY GROWTH FND CL ADV	7 95	7 00	3 747 86	3 300 00	447 86
		429						
05/17/2012	02/26/2013	5	AMGEN INC	89 40	71 38	447 00	356 90	90 10
07/17/2012	02/26/2013	20	APPLIED MATERIALS INC	13 55	10 34	270 90	206 75	64 15
04/12/2012	02/26/2013	5	***BP PLC-SPONS ADR	40 64	42 89	203 19	214 46	-11 27
12/19/2012	02/26/2013	90	BANK OF AMERICA CORP	11 11	11 26	1 000 15	1 013 06	-12 91
02/05/2013	02/26/2013	50	BANK OF AMERICA CORP	11 11	11 72	555 64	586 16	-30 52
08/28/2012	02/26/2013	12	BIODEN IDEC INC	161 53	146 85	1 938 36	1 762 20	176 16
07/17/2012	02/26/2013	7	BERKSHIRE HATHAWAY INC-CL B	98 85	84 51	691 95	591 58	100 37

Capital Gains Report

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January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/21/2012	02/26/2013	3	BERKSHIRE HATHAWAY INC-CL B	98 85	85 72	296 55	257 15	39 40
07/30/2012	02/26/2013	8	BECTON DICKINSON & CO	87 01	76 04	696 08	608 32	87 76
09/14/2012	02/26/2013	3	BECTON DICKINSON & CO	87 01	78 94	261 03	236 81	24 22
10/12/2012	02/26/2013	3	BECTON DICKINSON & CO	87 01	77 08	261 03	231 23	29 80
08/21/2012	02/26/2013	4	CITRIX SYSTEMS INC	70 60	77 45	282 39	309 81	-27 42
11/28/2012	02/26/2013	6	CITRIX SYSTEMS INC	70 60	59 66	423 58	357 99	65 59
04/10/2012	02/26/2013	10	COGNIZANT TECH SOLUTIONS-A	75 86	75 32	758 58	753 21	5 37
04/23/2012	02/26/2013	7	COGNIZANT TECH SOLUTIONS A	75 86	71 68	531 01	501 73	29 28
04/26/2012	02/26/2013	4	COGNIZANT TECH SOLUTIONS-A	75 86	73 44	303 43	293 78	9 65
04/30/2012	02/26/2013	1	COACH INC	46 39	73 14	46 39	73 14	-26 75
05/24/2012	02/26/2013	8	COACH INC	46 39	68 79	371 12	550 34	-179 22
08/17/2012	02/26/2013	9	CHEVRON CORP	114 90	112 91	1 034 14	1 016 21	17 93
07/20/2012	02/26/2013	2	CHIPOTLE MEXICAN GRILL-CL A	311 75	318 24	623 51	636 49	-12 98
02/27/2012	02/26/2013	10	CISCO SYSTEMS INC	20 58	20 15	205 80	201 53	4 27
08/17/2012	02/26/2013	15	CISCO SYSTEMS INC	20 58	19 07	308 69	286 06	22 63
01/18/2013	02/26/2013	45	CONAGRA FOODS INC	33 73	31 49	1 517 73	1 416 86	100 87
11/09/2012	02/26/2013	11	DIAMOND OFFSHORE DRILLING	69 81	65 15	767 87	716 69	51 18
11/16/2012	02/26/2013	9	DIAMOND OFFSHORE DRILLING	69 81	64 85	628 25	583 68	44 57
11/16/2012	02/26/2013	25	DISCOVER FINANCIAL SERVICES	37 79	39 03	944 72	975 80	-31 08
11/09/2012	02/26/2013	10	DIRECTV	48 28	49 07	482 76	490 71	7 95
03/12/2012	02/26/2013	5	DANAHER CORP	60 34	53 64	301 71	268 19	33 52
01/31/2013	02/26/2013	2	EOG RESOURCES INC	123 47	125 72	246 94	251 45	-4 51
12/26/2012	02/26/2013	5	EVEREST RE GROUP LTD	124 88	108 92	624 39	544 62	79 77
08/24/2012	02/26/2013	15	EBAY INC	53 73	47 21	805 97	708 21	97 76
01/23/2013	02/26/2013	4	EBAY INC	53 73	53 48	214 93	213 94	0 99
08/17/2012	02/26/2013	18	EXXON MOBIL CORP	88 76	88 43	1 597 72	1 591 79	5 93
08/14/2012	02/26/2013	21	EATON CORP PLC	59 41	45 69	1 247 66	959 57	288 09
04/20/2012	02/26/2013	3	F5 NETWORKS INC	94 31	133 20	282 92	399 59	-116 67
05/24/2012	02/26/2013	4	F5 NETWORKS INC	94 31	109 61	377 22	438 46	-61 24
01/31/2013	02/26/2013	5	F5 NETWORKS INC	94 31	104 94	471 53	524 70	-53 17
11/14/2012	02/26/2013	95	FORD MOTOR CO	12 28	10 92	1 166 45	1 037 07	129 38
02/05/2013	02/26/2013	25	FORD MOTOR CO	12 28	13 11	306 96	327 75	-20 79
09/26/2012	02/26/2013	35	FIDELITY NATIONAL FINANCIAL IN	25 00	21 18	874 86	741 36	133 50
09/24/2012	02/26/2013	20	FIDELITY NATIONAL INFORMATION	37 04	32 38	740 86	647 60	93 26
12/21/2012	02/26/2013	6	FISERV INC	80 39	79 72	482 34	478 32	4 02
01/08/2013	02/26/2013	6	FISERV INC	80 39	81 56	482 34	489 39	-7 05
01/10/2013	02/26/2013	8	GOLDMAN SACHS GROUP INC	148 37	136 32	1 187 00	1 090 56	96 44
02/07/2013	02/26/2013	15	GAMESTOP CORP-CLASS A	24 63	25 20	369 45	377 96	-8 51
08/16/2012	02/26/2013	19	GENERAL ELECTRIC CO	23 10	20 95	438 87	398 10	40 77
11/07/2012	02/26/2013	2	INTUITIVE SURGICAL INC	569 98	534 25	1 139 96	1 068 50	71 46
01/17/2013	02/26/2013	1	INTUITIVE SURGICAL INC	569 98	513 11	569 98	513 11	56 87
09/11/2012	02/26/2013	8	INTERCONTINENTALEXCHANGE INC	152 30	135 66	1 218 43	1 085 32	133 11
11/20/2012	02/26/2013	2	INTERCONTINENTALEXCHANGE INC	152 30	129 49	304 61	258 98	45 63
12/20/2012	02/26/2013	2	INTERCONTINENTALEXCHANGE INC	152 30	127 94	304 60	255 89	48 71
07/13/2012	02/26/2013	5	HARLEY DAVIDSON INC	51 00	44 01	255 00	220 04	34 96
10/08/2012	02/26/2013	12	HARRIS CORP	47 36	51 69	568 28	620 27	-51 99
01/08/2013	02/26/2013	5	HARRIS CORP	47 36	49 05	236 78	245 23	-8 45
04/03/2012	02/26/2013	10	HEWLETT-PACKARD CO	19 61	23 75	196 10	237 49	-41 39
04/05/2012	02/26/2013	10	HEWLETT-PACKARD CO	19 61	23 30	196 11	233 00	-36 89

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/10/2012	02/26/2013	10	HEWLETT-PACKARD CO	19 61	23 49	196 10	234 91	-38 81
05/30/2012	02/26/2013	10	HOME DEPOT INC	67 42	49 60	674 16	496 03	178 13
08/17/2012	02/26/2013	15	HOME DEPOT INC	67 42	56 92	1,011 23	853 73	157 50
07/23/2012	02/26/2013	7	IDEXX LABS CORP	91 84	87 57	642 86	612 96	29 90
08/03/2012	02/26/2013	5	IDEXX LABS CORP	91 84	89 91	459 18	449 53	9 65
05/31/2012	02/26/2013	2	INTL BUSINESS MACHINES CORP	199 52	193 59	399 03	387 19	11 84
08/16/2012	02/26/2013	3	INTL BUSINESS MACHINES CORP	199 52	199 72	598 55	599 17	-0 62
09/27/2012	02/26/2013	3	INTL BUSINESS MACHINES CORP	199 52	206 39	598 55	619 16	-20 61
02/07/2013	02/26/2013	8	INTUIT INC	62 50	62 48	500 01	499 88	0 13
03/28/2012	02/26/2013	10	JPMORGAN CHASE & CO	47 52	46 10	475 19	460 99	14 20
11/09/2012	02/26/2013	10	JPMORGAN CHASE & CO	47 52	40 83	475 18	408 29	66 89
10/15/2012	02/26/2013	25	KINDER MORGAN INC	36 15	34 74	903 86	868 45	35 41
11/13/2012	02/26/2013	15	KINDER MORGAN INC	36 15	32 55	542 31	488 25	54 06
08/02/2012	02/26/2013	3	KRAFT FOODS GROUP INC-W/I	47 28	45 01	141 85	135 02	6 83
08/28/2012	02/26/2013	2	KRAFT FOODS GROUP INC-W/I	47 28	36 23	94 57	72 46	22 11
10/05/2012	02/26/2013	11	KRAFT FOODS GROUP INC-W/I	47 28	47 55	520 14	523 01	-2 87
01/07/2013	02/26/2013	9	KRAFT FOODS GROUP INC-W/I	47 28	45 78	425 56	411 99	13 57
10/05/2012	02/26/2013	5	***LYONDELLBASELL INDU-CL A	56 90	53 01	284 50	265 06	19 44
11/09/2012	02/26/2013	5	LINKEDIN CORP - A	158 22	98 39	791 08	491 94	299 14
10/26/2012	02/26/2013	5	LIBERTY MEDIA CORP	106 63	98 45	533 15	492 23	40 92
02/28/2012	02/26/2013	25	MGM RESORTS INTERNATIONAL	12 09	13 55	302 26	338 75	-36 49
04/26/2012	02/26/2013	15	MGM RESORTS INTERNATIONAL	12 09	13 46	181 36	201 97	-20 61
05/31/2012	02/26/2013	6	MCKESSON CORP	103 95	87 59	623 67	525 54	98 13
07/16/2012	02/26/2013	35	MACY'S INC	39 81	33 80	1,393 48	1,182 93	210 55
08/06/2012	02/26/2013	10	MERCK & CO INC	42 23	44 54	422 34	445 45	-23 11
09/27/2012	02/26/2013	10	MERCK & CO INC	42 23	45 39	422 33	453 92	-31 59
12/26/2012	02/26/2013	15	MARSH & MCLENNAN COS INC	35 80	34 66	537 07	519 90	17 17
01/25/2013	02/26/2013	10	MARSH & MCLENNAN COS INC	35 80	35 04	358 04	350 44	7 60
06/15/2012	02/26/2013	9	MCDONALD S CORP	96 35	90 45	867 15	814 04	53 11
09/25/2012	02/26/2013	25	MEDTRONIC INC	44 07	43 63	1,101 63	1,090 71	10 92
11/13/2012	02/26/2013	5	MEDTRONIC INC	44 07	41 59	220 32	207 96	12 36
08/16/2012	02/26/2013	5	MICROSOFT CORP	27 36	30 45	136 80	152 27	-15 47
09/12/2012	02/26/2013	20	MICROSOFT CORP	27 36	30 91	547 20	618 23	-71 03
11/26/2012	02/26/2013	10	MICROSOFT CORP	27 36	27 27	273 60	272 75	0 85
03/27/2012	02/26/2013	3	NATIONAL - OILWELL INC	67 03	78 32	201 08	234 97	-33 89
03/28/2012	02/26/2013	5	NATIONAL - OILWELL INC	67 03	77 65	335 13	388 25	-53 12
04/13/2012	02/26/2013	3	NATIONAL - OILWELL INC	67 03	78 97	201 07	236 91	-35 84
02/12/2013	02/26/2013	10	PATTERSON COS INC	35 74	37 30	357 40	373 00	-15 60
05/21/2012	02/26/2013	8	PHILIP MORRIS INTERNATIONAL	91 37	84 50	730 93	675 98	54 95
08/28/2012	02/26/2013	10	PHILIP MORRIS INTERNATIONAL	91 37	91 02	913 67	910 17	3 50
11/09/2012	02/26/2013	5	PHILIP MORRIS INTERNATIONAL	91 37	86 08	456 83	430 42	26 41
11/21/2012	02/26/2013	5	***PARTNERRE LTD	88 27	80 40	441 34	402 01	39 33
01/02/2013	02/26/2013	7	PETSMART	62 74	68 91	439 18	482 36	-43 18
09/06/2012	02/26/2013	25	PULTE GROUP INC	19 02	14 49	475 45	362 25	113 20
09/13/2012	02/26/2013	15	PULTE GROUP INC	19 02	15 43	285 27	231 44	53 83
08/27/2012	02/26/2013	2	PRECISION CASTPARTS CORP	182 71	164 40	365 42	328 80	36 62
02/07/2013	02/26/2013	2	PRECISION CASTPARTS CORP	182 71	186 90	365 42	373 80	-8 38
05/22/2012	02/26/2013	10	REYNOLDS AMERICAN INC	43 89	41 41	438 90	414 10	24 80
08/28/2012	02/26/2013	5	REYNOLDS AMERICAN INC	43 89	46 01	219 45	230 05	-10 60

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/03/2013	02/26/2013	8	JM SMUCKER CO/THE	92 91	89 25	743 28	714 00	29 28
01/10/2013	02/26/2013	4	JM SMUCKER CO/THE	92 91	89 76	371 64	359 04	12 60
02/06/2013	02/26/2013	4	JM SMUCKER CO/THE	92 91	89 15	371 64	356 62	15 02
08/20/2012	02/26/2013	5	SCHLUMBERGER LTD	76 58	74 39	382 90	371 96	10 94
06/01/2012	02/26/2013	7	SHERWIN-WILLIAMS CO/THE	155 62	125 04	1,089 34	875 31	214 03
05/24/2012	02/26/2013	5	TIBCO SOFTWARE INC	21 79	29 58	108 95	147 90	-38 95
08/22/2012	02/26/2013	10	TIBCO SOFTWARE INC	21 79	28 83	217 91	288 31	-70 40
10/03/2012	02/26/2013	30	TJX COMPANIES INC	43 68	45 21	1 310 28	1 356 44	-46 16
07/24/2012	02/26/2013	20	TIME WARNER INC	52 23	37 57	1 044 70	751 34	293 36
08/20/2012	02/26/2013	5	TIME WARNER INC	52 23	42 75	261 17	213 77	47 40
05/22/2012	02/26/2013	17	TYSON FOODS INC-CL A	22 34	19 42	379 78	330 13	49 65
09/25/2012	02/26/2013	20	TYSON FOODS INC-CL A	22 34	16 05	446 80	320 98	125 82
04/12/2012	02/26/2013	5	UNITEDHEALTH GROUP INC	52 93	58 38	264 65	291 89	-27 24
04/30/2012	02/26/2013	4	UNITEDHEALTH GROUP INC	52 93	55 90	211 72	223 61	-11 89
06/12/2012	02/26/2013	25	US BANCORP	33 76	30 48	843 95	761 96	81 99
08/20/2012	02/26/2013	10	US BANCORP	33 76	33 08	337 58	330 77	6 81
02/08/2013	02/26/2013	10	US BANCORP	33 76	33 64	337 58	336 39	1 19
12/05/2012	02/26/2013	4	ULTA SALON COSMETICS & FRAGRAN	86 38	100 02	345 51	400 10	-54 59
12/26/2012	02/26/2013	4	ULTA SALON COSMETICS & FRAGRAN	86 38	95 81	345 50	383 23	-37 73
06/22/2012	02/26/2013	9	UNION PACIFIC CORP	134 00	114 95	1 205 98	1 034 54	171 44
08/21/2012	02/26/2013	5	UNION PACIFIC CORP	134 00	124 84	669 99	624 18	45 81
01/28/2013	02/26/2013	25	VALERO ENERGY CORP	44 94	38 68	1,123 52	967 10	156 42
02/14/2013	02/26/2013	10	VALERO ENERGY CORP	44 94	47 21	449 41	472 06	-22 65
07/18/2012	02/26/2013	15	VERIZON COMMUNICATIONS INC	45 97	45 82	689 55	687 31	2 24
08/17/2012	02/26/2013	5	VERIZON COMMUNICATIONS INC	45 97	44 10	229 85	220 50	9 35
01/28/2013	02/26/2013	5	VERIZON COMMUNICATIONS INC	45 97	42 57	229 85	212 87	16 98
06/27/2012	02/26/2013	10	VISA INC - CLASS A SHRS	158 13	122 91	1 581 30	1 229 12	352 18
11/26/2012	02/26/2013	5	VERTEX PHARMACEUTICALS INC	44 13	40 48	220 67	202 41	18 26
02/29/2012	02/26/2013	6	WELLS FARGO & COMPANY	34 74	31 48	208 44	188 90	19 54
03/12/2012	02/26/2013	6	WELLS FARGO & COMPANY	34 74	31 31	208 43	187 87	20 56
03/13/2012	02/26/2013	6	WELLS FARGO & COMPANY	34 74	31 90	208 44	191 39	17 05
03/20/2012	02/26/2013	7	WELLS FARGO & COMPANY	34 74	34 11	243 17	238 77	4 40
03/21/2012	02/26/2013	15	WELLS FARGO & COMPANY	34 74	34 23	521 09	513 51	7 58
03/22/2012	02/26/2013	10	WELLS FARGO & COMPANY	34 74	33 42	347 39	334 24	13 15
03/27/2012	02/26/2013	10	WELLS FARGO & COMPANY	34 74	34 26	347 39	342 64	4 75
05/17/2012	02/26/2013	10	WELLPOINT INC	61 63	65 91	616 28	659 10	-42 82
05/21/2012	02/26/2013	11	WAL-MART STORES INC	71 00	62 92	780 99	692 11	88 88
08/16/2012	02/26/2013	6	WAL-MART STORES INC	71 00	72 11	425 99	432 68	-6 69
SUBTOTAL FOR SHORT-TERM NON COVERED						96 726 41	90 947 09	5 779 32
LONG-TERM NON-COVERED								
03/18/2011	01/04/2013	5	CITIGROUP INC	41 93	49 76	209 66	248 81	-39 15
03/07/2011	01/07/2013	5	WELLPOINT INC	59 72	67 84	298 60	339 20	-40 60
08/08/2011	01/08/2013	8	UNITEDHEALTH GROUP INC	51 77	42 64	414 13	341 13	73 00
09/24/2010	01/10/2013	12	ALTRIA GROUP INC	32 62	23 98	391 44	287 81	103 63
03/22/2011	01/10/2013	8	ALTRIA GROUP INC	32 62	25 48	260 96	203 81	57 15

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-69587)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/17/2008	01/10/2013	10	PFIZER INC	26 72	23 16	267 18	231 62	35 56
05/13/2010	01/31/2013	1	***ASTRAZENECA PLC-SPONS ADR	48 47	43 12	48 47	43 12	5 35
06/11/2010	01/31/2013	14	***ASTRAZENECA PLC-SPONS ADR	48 47	44 67	678 57	625 39	53 18
11/26/2010	01/31/2013	10	***ASTRAZENECA PLC-SPONS ADR	48 47	48 02	484 69	480 21	4 48
12/07/2010	01/31/2013	5	***ASTRAZENECA PLC-SPONS ADR	48 47	48 08	242 35	240 39	1 96
10/10/2011	02/04/2013	15	NV ENERGY INC	18 95	15 19	284 21	227 83	56 38
04/08/2011	02/06/2013	10	AT&T INC	35 37	30 55	353 67	305 46	48 21
08/08/2011	02/07/2013	2	UNITEDHEALTH GROUP INC	57 00	42 64	114 01	85 28	28 73
08/11/2011	02/07/2013	5	UNITEDHEALTH GROUP INC	57 00	42 81	285 01	214 06	70 95
01/28/2011	02/08/2013	10	DELTA AIR LINES INC	14 61	12 07	146 14	120 72	25 42
02/23/2011	02/08/2013	5	DELTA AIR LINES INC	14 61	10 47	73 07	52 37	20 70
07/27/2011	02/11/2013	5	***ASTRAZENECA PLC-SPONS ADR	47 44	49 10	237 18	245 48	-8 30
03/22/2011	02/26/2013	20	ALTRIA GROUP INC	34 33	25 48	686 60	509 51	177 09
04/08/2011	02/26/2013	15	AT&T INC	35 49	30 55	532 35	458 20	74 15
09/23/2008	02/26/2013	3	APPLE INC	448 28	131 32	1 344 83	393 97	950 86
02/05/2010	02/26/2013	1	APPLE INC	448 28	193 23	448 28	193 23	255 05
05/11/2010	02/26/2013	1	APPLE INC	448 28	252 13	448 27	252 13	196 14
09/07/2010	02/26/2013	1	APPLE INC	448 28	258 92	448 28	258 92	189 36
03/29/2011	02/26/2013	1	APPLE INC	448 28	349 99	448 27	349 99	98 28
10/18/2011	02/26/2013	20	APPLIED MATERIALS INC	13 55	11 56	270 90	231 23	39 67
11/23/2011	02/26/2013	15	APPLIED MATERIALS INC	13 55	10 35	203 18	155 31	47 87
12/28/2011	02/26/2013	20	APPLIED MATERIALS INC	13 55	10 76	270 90	215 18	55 72
01/10/2012	02/26/2013	15	APPLIED MATERIALS INC	13 55	11 58	203 18	173 70	29 48
02/03/2012	02/26/2013	15	APPLIED MATERIALS INC	13 55	12 83	203 17	192 46	10 71
08/12/2011	02/26/2013	3	***BP PLC SPONS ADR	40 64	39 72	121 92	119 16	2 76
09/14/2011	02/26/2013	17	***BP PLC SPONS ADR	40 64	38 22	690 87	649 73	41 14
10/06/2011	02/26/2013	5	***BP PLC-SPONS ADR	40 64	36 21	203 20	181 03	22 17
10/07/2011	02/26/2013	10	***BP PLC-SPONS ADR	40 64	37 07	406 39	370 70	35 69
10/31/2011	02/26/2013	10	***BP PLC-SPONS ADR	40 64	44 89	406 39	448 94	-42 55
03/18/2011	02/26/2013	3	CITRIX SYSTEMS INC	70 60	67 03	211 79	201 10	10 69
06/20/2011	02/26/2013	3	CITRIX SYSTEMS INC	70 60	74 08	211 79	222 24	-10 45
08/29/2011	02/26/2013	5	CITRIX SYSTEMS INC	70 60	56 74	352 99	283 72	69 27
01/11/2012	02/26/2013	3	CITRIX SYSTEMS INC	70 60	64 65	211 79	193 95	17 84
04/05/2011	02/26/2013	10	COMCAST CORP-CLASS A	39 62	25 17	396 16	251 67	144 49
04/20/2011	02/26/2013	5	COMCAST CORP-CLASS A	39 62	24 79	198 08	123 96	74 12
07/19/2011	02/26/2013	10	COMCAST CORP CLASS A	39 62	24 28	396 17	242 79	153 38
11/23/2011	02/26/2013	6	CIT GROUP INC	41 91	30 33	251 48	181 97	69 51
12/13/2011	02/26/2013	9	CIT GROUP INC	41 91	33 74	377 22	303 63	73 59
01/11/2012	02/26/2013	5	CIT GROUP INC	41 91	36 96	209 57	184 82	24 75
01/31/2012	02/26/2013	5	CIT GROUP INC	41 91	38 88	209 57	194 39	15 18
02/01/2012	02/26/2013	15	CIT GROUP INC	41 91	39 02	628 69	585 25	43 44
03/30/2011	02/26/2013	8	CITIGROUP INC	41 31	42 16	330 50	337 28	-6 78
04/13/2011	02/26/2013	5	CITIGROUP INC	41 31	45 25	206 56	226 23	-19 67
04/19/2011	02/26/2013	7	CITIGROUP INC	41 31	47 94	289 18	335 57	-46 39
04/28/2011	02/26/2013	10	CITIGROUP INC	41 31	45 57	413 12	455 66	-42 54
05/16/2011	02/26/2013	5	CITIGROUP INC	41 31	41 27	206 56	206 36	20 20
05/19/2011	02/26/2013	10	CITIGROUP INC	41 31	41 37	413 12	413 73	-61 61
06/08/2011	02/26/2013	5	CITIGROUP INC	41 31	37 67	206 56	188 36	18 20
07/21/2011	02/26/2013	10	CITIGROUP INC	41 31	39 54	413 13	395 43	17 70

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-69587)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/22/2011	02/26/2013	5	CITIGROUP INC	41 31	40 18	206 56	200 90	5 66
08/03/2011	02/26/2013	5	CITIGROUP INC	41 31	36 88	206 56	184 42	22 14
02/13/2012	02/26/2013	24	CISCO SYSTEMS INC	20 58	20 03	493 91	480 78	13 13
02/16/2012	02/26/2013	11	CISCO SYSTEMS INC	20 58	20 15	226 38	221 65	4 73
02/23/2011	02/26/2013	10	DELTA AIR LINES INC	13 93	10 47	139 30	104 73	34 57
07/21/2011	02/26/2013	25	DELTA AIR LINES INC	13 93	8 13	348 25	203 30	144 95
09/10/2009	02/26/2013	4	DANAHER CORP	60 34	33 48	241 37	133 94	107 43
02/08/2010	02/26/2013	4	DANAHER CORP	60 34	35 30	241 37	141 19	100 18
11/04/2010	02/26/2013	5	DANAHER CORP	60 34	44 66	301 71	223 31	78 40
03/29/2011	02/26/2013	7	DANAHER CORP	60 34	51 54	422 39	360 77	61 62
09/01/2011	02/26/2013	10	WALT DISNEY CO/THE	53 90	33 83	539 03	338 31	200 72
10/06/2011	02/26/2013	5	WALT DISNEY CO/THE	53 90	31 76	269 52	158 81	110 71
11/14/2011	02/26/2013	5	WALT DISNEY CO/THE	53 90	36 31	269 52	181 54	87 98
11/15/2011	02/26/2013	5	WALT DISNEY CO/THE	53 90	36 30	269 52	181 48	88 04
01/10/2012	02/26/2013	5	WALT DISNEY CO/THE	53 90	39 57	269 51	197 87	71 64
07/25/2011	02/26/2013	1	EOG RESOURCES INC	123 47	106 45	123 47	106 45	17 02
12/22/2011	02/26/2013	2	EOG RESOURCES INC	123 47	98 14	246 94	196 29	50 65
01/29/2008	02/26/2013	1	GOOGLE INC-CL A	792 32	552 45	792 32	552 45	239 87
08/12/2008	02/26/2013	1	GOOGLE INC-CL A	792 32	503 01	792 32	503 01	289 31
03/29/2011	02/26/2013	1	GOOGLE INC-CL A	792 32	579 81	792 31	579 81	212 50
08/25/2011	02/26/2013	11	GENERAL ELECTRIC CO	23 10	15 40	254 08	169 43	84 65
01/17/2012	02/26/2013	15	GENERAL ELECTRIC CO	23 10	18 96	346 48	284 38	62 10
02/08/2012	02/26/2013	10	GENERAL ELECTRIC CO	23 10	19 20	230 98	192 01	38 97
11/17/2010	02/26/2013	12	HEALTH NET INC	25 55	27 91	306 63	334 97	-28 34
09/01/2011	02/26/2013	7	HEALTH NET INC	25 55	24 94	178 86	174 59	4 27
11/02/2011	02/26/2013	5	HARLEY DAVIDSON INC	51 00	38 69	255 00	193 46	61 54
11/14/2011	02/26/2013	5	HARLEY DAVIDSON INC	51 00	39 53	255 00	197 66	57 34
07/07/2010	02/26/2013	2	HEWLETT-PACKARD CO	19 61	44 26	39 22	88 52	-49 30
07/08/2010	02/26/2013	4	HEWLETT-PACKARD CO	19 61	45 33	78 44	181 31	-102 87
02/23/2011	02/26/2013	4	HEWLETT-PACKARD CO	19 61	43 18	78 44	172 72	-94 28
02/24/2011	02/26/2013	5	HEWLETT-PACKARD CO	19 61	42 74	98 05	213 68	-115 63
07/26/2011	02/26/2013	5	HEWLETT-PACKARD CO	19 61	37 59	98 05	187 94	-89 89
08/05/2011	02/26/2013	25	HEWLETT-PACKARD CO	19 61	32 48	490 27	811 98	-321 71
08/22/2011	02/26/2013	15	HEWLETT-PACKARD CO	19 61	24 64	294 16	369 59	-75 43
11/23/2011	02/26/2013	10	HEWLETT-PACKARD CO	19 61	25 93	196 11	259 26	-63 15
12/16/2010	02/26/2013	3	INTUIT INC	62 50	48 75	187 50	146 25	41 25
01/26/2011	02/26/2013	7	INTUIT INC	62 50	47 12	437 51	329 87	107 64
02/22/2011	02/26/2013	3	INTUIT INC	62 50	52 83	187 51	158 49	29 02
03/07/2011	02/26/2013	4	INTUIT INC	62 50	51 78	250 01	207 11	42 90
06/28/2010	02/26/2013	10	JOHNSON & JOHNSON	75 66	59 45	756 62	594 50	162 12
08/30/2010	02/26/2013	5	JOHNSON & JOHNSON	75 66	57 71	378 31	288 54	89 77
09/27/2010	02/26/2013	5	JOHNSON & JOHNSON	75 66	62 15	378 31	310 74	67 57
09/28/2010	02/26/2013	5	JOHNSON & JOHNSON	75 66	62 29	378 32	311 45	66 87
12/28/2010	02/26/2013	5	JOHNSON & JOHNSON	75 66	62 07	378 31	310 36	67 95
02/02/2011	02/26/2013	14	KROGER CO	28 70	21 69	401 73	303 62	98 11
02/07/2011	02/26/2013	16	KROGER CO	28 70	22 36	459 12	357 79	101 33
02/08/2011	02/26/2013	15	KROGER CO	28 70	22 38	430 43	335 64	94 79
03/08/2011	02/26/2013	10	KROGER CO	28 70	23 70	286 95	236 97	49 98
02/03/2012	02/26/2013	10	KROGER CO	28 70	24 04	286 95	240 40	46 55

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-69587)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/07/2012	02/26/2013	10	KROGER CO	28 70	23 89	286 96	238 91	48 05
02/08/2012	02/26/2013	10	KROGER CO	28 70	23 66	286 95	236 56	50 39
08/22/2011	02/26/2013	21	LORILLARD INC	40 20	36 29	844 26	762 19	82 07
10/12/2011	02/26/2013	12	LORILLARD INC	40 20	38 90	482 43	466 80	15 63
05/23/2011	02/26/2013	6	***LYONDELLBASELL INDU-CL A	56 90	12 09	341 39	72 52	268 87
10/04/2011	02/26/2013	11	***LYONDELLBASELL INDU-CL A	56 90	23 72	625 89	260 94	364 95
01/11/2012	02/26/2013	65	MGM RESORTS INTERNATIONAL	12 09	11 82	785 87	768 46	17 41
10/25/2011	02/26/2013	30	MICRON TECHNOLOGY INC	7 98	5 55	239 42	166 36	73 06
10/26/2011	02/26/2013	30	MICRON TECHNOLOGY INC	7 98	5 38	239 42	161 55	77 87
11/14/2011	02/26/2013	35	MICRON TECHNOLOGY INC	7 98	5 32	279 32	186 19	93 13
02/14/2012	02/26/2013	1	NATIONAL - OILWELL INC	67 03	83 52	67 03	83 52	-16 49
02/22/2012	02/26/2013	3	NATIONAL - OILWELL INC	67 03	86 35	201 08	259 05	-57 97
09/07/2010	02/26/2013	3	NOBLE ENERGY INC	108 41	73 55	325 24	220 65	104 59
02/24/2011	02/26/2013	3	NOBLE ENERGY INC	108 41	88 13	325 25	264 40	60 85
05/16/2011	02/26/2013	3	NOBLE ENERGY INC	108 41	86 92	325 24	260 77	64 47
12/29/2011	02/26/2013	2	NOBLE ENERGY INC	108 41	95 76	216 83	191 53	25 30
01/17/2008	02/26/2013	60	PFIZER INC	27 01	23 16	1 620 90	1 389 75	231 15
07/02/2009	02/26/2013	25	PFIZER INC	27 01	14 66	675 37	366 39	308 98
08/24/2010	02/26/2013	10	PFIZER INC	27 01	15 85	270 15	158 51	111 64
08/30/2010	02/26/2013	10	PFIZER INC	27 01	16 09	270 15	160 91	109 24
06/08/2011	02/26/2013	15	PFIZER INC	27 01	20 67	405 22	310 00	95 22
07/08/2011	02/26/2013	10	PFIZER INC	27 01	20 23	270 15	202 30	67 85
08/04/2011	02/26/2013	3	PRECISION CASTPARTS CORP	182 71	151 85	548 13	455 55	92 58
11/01/2011	02/26/2013	2	PRECISION CASTPARTS CORP	182 71	158 51	365 42	317 03	48 39
12/28/2011	02/26/2013	1	PRECISION CASTPARTS CORP	182 71	163 67	182 71	163 67	19 04
02/01/2012	02/26/2013	2	PRECISION CASTPARTS CORP	182 71	166 89	365 42	333 79	31 63
10/22/2008	02/26/2013	4	SCHLUMBERGER LTD	76 58	50 77	306 32	203 08	103 24
02/11/2009	02/26/2013	5	SCHLUMBERGER LTD	76 58	43 11	382 90	215 55	167 35
03/29/2010	02/26/2013	5	SCHLUMBERGER LTD	76 58	63 21	382 90	316 05	66 85
02/07/2012	02/26/2013	6	SCHLUMBERGER LTD	76 58	78 39	459 48	470 35	-10 87
12/17/2010	02/26/2013	7	STARBUCKS CORP	53 23	32 67	372 58	228 72	143 86
03/02/2011	02/26/2013	5	STARBUCKS CORP	53 23	31 94	266 13	159 69	106 44
07/18/2011	02/26/2013	5	STARBUCKS CORP	53 23	39 28	266 14	196 39	69 75
07/19/2011	02/26/2013	5	STARBUCKS CORP	53 23	40 00	266 13	199 98	66 15
10/09/2009	02/26/2013	5	TIME WARNER CABLE	86 43	41 68	432 13	208 38	223 75
12/18/2009	02/26/2013	5	TIME WARNER CABLE	86 43	42 65	432 14	213 27	218 87
11/14/2011	02/26/2013	3	TIME WARNER CABLE	86 43	60 87	259 28	182 60	76 68
06/29/2011	02/26/2013	3	TYSON FOODS INC-CL A	22 34	19 35	67 02	58 06	8 96
02/08/2012	02/26/2013	4	UNITEDHEALTH GROUP INC	52 93	52 11	211 72	208 46	3 26
12/15/2010	02/26/2013	9	VIACOM INC-CLASS B	57 49	38 74	517 37	348 62	168 75
06/01/2011	02/26/2013	6	VIACOM INC-CLASS B	57 49	50 82	344 91	304 92	39 99
06/08/2011	02/26/2013	6	VIACOM INC-CLASS B	57 49	48 55	344 91	291 31	53 60
02/22/2012	02/26/2013	12	WELLS FARGO & COMPANY	34 74	30 71	416 87	368 51	48 36
03/07/2011	02/26/2013	1	WELLPOINT INC	61 63	67 84	61 63	67 84	-6 21
04/08/2011	02/26/2013	7	WELLPOINT INC	61 63	68 91	431 40	482 36	-50 96
05/02/2011	02/26/2013	12	WELLPOINT INC	61 63	77 47	739 53	929 63	-190 10
08/24/2011	02/26/2013	5	WELLPOINT INC	61 63	59 90	308 14	299 51	8 63

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-69587)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SUBTOTAL FOR LONG-TERM NON-COVERED						51,965 79	42,600 01	9 365 78
TOTAL						148,692 20	133,547 10	15,145 10

ACCOUNT TOTALS

CURRENT PERIOD - G/L		15,145 10
SHORT TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0 00	
SHORT TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	5 779 32	
SHORT TERM TOTAL		5 779 32
LONG TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0 00	
LONG TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	9 365 78	
LONG TERM TOTAL		9 365 78

Capital Gains Distributions If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the IRS forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-70156)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM NON-COVERED								
06/20/2012	02/26/2013	26	ALLIANCEBERNSTEIN GLOBAL	10 11	8 69	269 59	231 73	37 86
		666	REAL ESTATE INVT FD II CL I					
09/18/2012	02/26/2013	17	ALLIANCEBERNSTEIN GLOBAL	10 11	9 66	180 00	171 99	8 01
		804	REAL ESTATE INVT FD II CL I					
12/24/2012	02/26/2013	116	ALLIANCEBERNSTEIN GLOBAL	10 11	9 58	1 176 63	1 114 95	61 68
		383	REAL ESTATE INVT FD II CL I					
12/12/2012	02/26/2013	4	BERNSTEIN EMERGING MARKETS	27 75	27 63	127 72	128 45	-0 73
		649	PORTFOLIO					
05/17/2012	02/26/2013		BERNSTEIN INTERNATIONAL	14 12	12 03	2 64	2 25	0 39
		187	PORTFOLIO					
06/28/2012	02/26/2013	7	BERNSTEIN INTERNATIONAL	14 12	12 10	102 17	87 55	14 62
		236	PORTFOLIO					
12/12/2012	02/26/2013	68	BERNSTEIN INTERNATIONAL	14 12	13 65	968 93	936 68	32 25
		621	PORTFOLIO					
02/26/2013	03/06/2013	11	AB REAL ASSET STRATEGY	11 15	11 07	131 11	130 17	0 94
		759	CLASS 1					
02/26/2013	10/02/2013	846	ALLIANCEBERNSTEIN WLT APP-AD	14 18	12 54	12 000 00	10 612 13	1 387 87
		262						
SUBTOTAL FOR SHORT-TERM NON-COVERED						14 958 79	13 415 90	1 542 89
LONG-TERM NON-COVERED								
01/17/2008	02/26/2013	2 094	ALLIANCEBERNSTEIN GLOBAL	10 11	10 42	21 175 09	21 824 38	-649 29
		470	REAL ESTATE INVT FD II CL I					
12/28/2009	02/26/2013	163	ALLIANCEBERNSTEIN GLOBAL	10 11	7 82	1 650 10	1 276 34	373 76
		215	REAL ESTATE INVT FD II CL I					
12/27/2010	02/26/2013	114	ALLIANCEBERNSTEIN GLOBAL	10 11	8 69	1 160 25	997 28	162 97
		762	REAL ESTATE INVT FD II CL I					
02/24/2011	02/26/2013	61	ALLIANCEBERNSTEIN GLOBAL	10 11	8 89	625 48	550 00	75 48
		867	REAL ESTATE INVT FD II CL I					
03/21/2011	02/26/2013	95	ALLIANCEBERNSTEIN GLOBAL	10 11	8 90	965 56	850 00	115 56
		506	REAL ESTATE INVT FD II CL I					
12/27/2011	02/26/2013	42	ALLIANCEBERNSTEIN GLOBAL	10 11	7 91	434 29	339 78	94 51
		956	REAL ESTATE INVT FD II CL I					
01/17/2008	02/26/2013	284	BERNSTEIN EMERGING MARKETS	27 75	36 57	7 802 93	10 385 63	-2 582 70
		027	PORTFOLIO					
12/09/2008	02/26/2013	51	BERNSTEIN EMERGING MARKETS	27 75	14 72	1 404 69	752 65	652 04
		131	PORTFOLIO					
12/08/2009	02/26/2013	2	BERNSTEIN EMERGING MARKETS	27 75	28 17	72 56	74 41	-1 85
		641	PORTFOLIO					
12/07/2010	02/26/2013	3	BERNSTEIN EMERGING MARKETS	27 75	32 81	86 57	103 37	-16 80
		151	PORTFOLIO					
12/14/2011	02/26/2013	16	BERNSTEIN EMERGING MARKETS	27 75	23 91	462 63	402 66	59 97
		840	PORTFOLIO					

Capital Gains Report

COOPER FAMILY FOUNDATION (Account 038-70156)

January 1, 2013 through December 31, 2013

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/17/2008	02/26/2013	2,947	BERNSTEIN INTERNATIONAL 148 PORTFOLIO	14 12	22 30	41 613 73	65 721 41	-24 107 68
12/09/2008	02/26/2013	38	BERNSTEIN INTERNATIONAL 961 PORTFOLIO	14 12	11 55	550 13	450 00	100 13
01/09/2009	02/26/2013	49	BERNSTEIN INTERNATIONAL 342 PORTFOLIO	14 12	12 16	696 71	600 00	96 71
01/20/2009	02/26/2013	65	BERNSTEIN INTERNATIONAL 728 PORTFOLIO	14 12	10 65	928 08	700 00	228 08
03/19/2009	02/26/2013	77	BERNSTEIN INTERNATIONAL 745 PORTFOLIO	14 12	10 29	1 097 76	800 00	297 76
04/16/2009	02/26/2013	40	BERNSTEIN INTERNATIONAL 431 PORTFOLIO	14 12	11 13	570 89	450 00	120 89
03/23/2011	02/26/2013	57	BERNSTEIN INTERNATIONAL 508 PORTFOLIO	14 12	15 65	812 01	900 00	-87 99
10/06/2011	02/26/2013	55	BERNSTEIN INTERNATIONAL 380 PORTFOLIO	14 12	12 64	781 96	700 00	81 96
11/01/2011	02/26/2013	57	BERNSTEIN INTERNATIONAL 078 PORTFOLIO	14 12	13 14	805 94	750 00	55 94
01/05/2012	02/26/2013	151	BERNSTEIN INTERNATIONAL 274 PORTFOLIO	14 12	12 56	2 135 99	1 900 00	235 99
SUBTOTAL FOR LONG-TERM NON-COVERED						85,833 35	110 527 91	-24 694 56
TOTAL						100,792 14	123,943 81	-23,151 67

ACCOUNT TOTALS

CURRENT PERIOD - G/L -23 151 67

SHORT TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0 00	
SHORT TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)	1 542 89	
SHORT TERM TOTAL		1 542 89
LONG TERM - COVERED (COST BASIS REPORTED ON 1099-B)	0 00	
LONG TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099 B)	-24,694 56	
LONG TERM TOTAL		-24,694 56

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

SOURCE	AMOUNT
BERNSTEIN GLOBAL WEALTH MANAGEMENT #0156	3.
BERNSTEIN GLOBAL WEALTH MANAGEMENT #9587	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN GLOBAL WEALTH MANAGEMENT #0156	6343.	0.	6343.
BERNSTEIN GLOBAL WEALTH MANAGEMENT #9587	538.	0.	538.
TOTAL TO FM 990-PF, PART I, LN 4	6881.	0.	6881.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	1360.	1700.		272.
TO FORM 990-PF, PG 1, LN 16B	1360.	1700.		272.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	361.	361.		0.
TO FORM 990-PF, PG 1, LN 16C	361.	361.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	92.	92.		0.	
TO FORM 990-PF, PG 1, LN 18	92.	92.		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	
LICENSES AND PERMITS	35.	28.		7.	
TO FORM 990-PF, PG 1, LN 23	35.	28.		7.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SECURITIES	261525.	293665.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	261525.	293665.		