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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THE JUDITH E & JOSEPH C COOK JR FOUNDATION INC		A Employer identification number 35-2006656
Number and street (or P O box number if mail is not delivered to street address) 3835 CLEGHORN AVENUE ROOM/SUITE 300	Room/suite	B Telephone number (see instructions) (615) 843-9100
City or town, state or province, country, and ZIP or foreign postal code NASHVILLE, TN 37215		C If exemption application is pending, check here ▶ <input type="checkbox"/>
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input checked="" type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		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 (<i>from Part II, col. (c), line 16</i>)▶ \$ 10,451,630	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (<i>Part I, column (d) must be on cash basis.</i>)	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13,008	13,008		
	4 Dividends and interest from securities.	28,004	28,004		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	295,839			
	b Gross sales price for all assets on line 6a 829,609				
	7 Capital gain net income (from Part IV, line 2) . . .		295,839		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	24,478	1,879		
	12 Total. Add lines 1 through 11	361,329	338,730		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	205	205		
	b Accounting fees (attach schedule)	4,963	2,482		2,481
	c Other professional fees (attach schedule)	13,963	12,000		
	17 Interest	486	372		
	18 Taxes (attach schedule) (see instructions)	3,480	600		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	35,292	35,280		12
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	58,389	50,939		2,493
	25 Contributions, gifts, grants paid	525,047			525,047
	26 Total expenses and disbursements. Add lines 24 and 25	583,436	50,939		527,540
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-222,107			
	b Net investment income (if negative, enter -0-)		287,791		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	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	1,590,136	1,688,159	1,688,159
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 35,000 Less allowance for doubtful accounts ▶ _____	35,000	35,000	35,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		1,627	1,627
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,259,363	7,563,308	7,563,308
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,639,011	1,163,536	1,163,536
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,523,510	10,451,630	10,451,630
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	9,523,510	10,451,630	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	9,523,510	10,451,630	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,523,510	10,451,630	

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	9,523,510
2	Enter amount from Part I, line 27a	2	-222,107
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,150,324
4	Add lines 1, 2, and 3	4	10,451,727
5	Decreases not included in line 2 (itemize) ▶ _____	5	97
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,451,630

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	295,839
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	61,774

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	506,633	10,037,732	0 050473
2011	477,748	9,685,657	0 049325
2010	536,441	9,433,077	0 056868
2009	634,105	8,451,082	0 075032
2008	98,144	8,895,116	0 011033

2	Total of line 1, column (d).	2	0 242731
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048546
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	10,255,709
5	Multiply line 4 by line 3.	5	497,874
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,878
7	Add lines 5 and 6.	7	500,752
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	527,540

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)					
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	2,878		
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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)					
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				2	
3 Add lines 1 and 2.				3	2,878
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,878		
6 Credits/Payments		7	4,507		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a			4,507	
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	4,507		
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	2		
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	1,627		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,627 Refunded		11			

Part VII-A Statements Regarding Activities				
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?		Yes	No	
	1a		No	
	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.		1c		No
		d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
	e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>			2	
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? <i>If "Yes," attach a conformed copy of the changes</i>		3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes		
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No	
	7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IN, TN				
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? <i>If "No," attach explanation</i>	8b	Yes		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No	

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of MR STEVEN SINGLETON Telephone no (615) 843-9100 Located at 3835 CLEGHORN AVENUE SUITE 300 NASHVILLE TN ZIP+4 37215			
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	
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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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 page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		
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?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input checked="" type="checkbox"/> Yes <input 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

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

☐ Yes ☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

Part VIII

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

NONE

Total number of others receiving over \$50,000 for professional services. 1

Part IX-A

1

2

3

4

Part IX-B

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

Amount

1 N/A

2

All other program-related investments See page 24 of the instructions

3

Total. Add lines 1 through 3

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,324,465
b	Average of monthly cash balances.	1b	2,577,996
c	Fair market value of all other assets (see instructions).	1c	2,509,426
d	Total (add lines 1a, b, and c).	1d	10,411,887
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	10,411,887
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	156,178
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,255,709
6	Minimum investment return. Enter 5% of line 5.	6	512,785

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	512,785
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,878
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,878
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	509,907
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	509,907
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	509,907

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	527,540
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	527,540
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,878
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	524,662
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 2012	(c) 2012	(d) 2013
1		Distributable amount for 2013 from Part XI, line 7			
2		Undistributed income, if any, as of the end of 2013			
a		Enter amount for 2012 only.			
b		Total for prior years 20____, 20____, 20____			
3		Excess distributions carryover, if any, to 2013			
a		From 2008.			
b		From 2009.			
c		From 2010. 28,552			
d		From 2011.			
e		From 2012. 51,586			
f		Total of lines 3a through e. 80,138			
4		Qualifying distributions for 2013 from Part XII, line 4 \$ 527,540			
a		Applied to 2012, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2013 distributable amount. 509,907			
e		Remaining amount distributed out of corpus 17,633			
5		Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 97,771			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions.			
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) (see instructions).			
8		Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a. 97,771			
10		Analysis of line 9			
a		Excess from 2009.			
b		Excess from 2010. 28,552			
c		Excess from 2011.			
d		Excess from 2012. 51,586			
e		Excess from 2013. 17,633			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . .

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

JOSEPH C JUDITH E COOK JR

• List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	525,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GOLDMAN SACHS 45106 (SEE ATTACHED)	P	2013-01-01	2013-12-31
GOLDMAN SACHS 45106 (SEE ATTACHED)	P	2012-01-01	2013-12-31
GOLDMAN SACHS 45106 (SEE ATTACHED)	P	2012-01-01	2013-12-31
GOLDMAN SACHS 82432 (SEE ATTACHED)	P	2013-01-01	2013-12-31
GOLDMAN SACHS 82432 (SEE ATTACHED)	P	2012-01-01	2013-12-31
GOLDMAN SACHS 82432 (SEE ATTACHED)	P	2012-01-01	2013-12-31
K-1 GS CAPITAL PTRS VI PARALLEL LP	P	2013-01-01	2013-12-31
K-1 GS CAPITAL PTRS VI PARALLEL LP	P	2012-01-01	2013-12-31
K-1 POLARIS VENTURE PTRS II LP	P	2012-01-01	2013-12-31
K-1 POLARIS VENTURE PTRS III LP	P	2013-01-01	2013-12-31
K-1 POLARIS VENTURE PTRS III LP	P	2012-01-01	2013-12-31
K-1 DP IV ASSOCIATES LP	P	2012-01-01	2013-12-31
K-1 DP V ASSOCIATES LP	P	2012-01-01	2013-12-31
K-1 DP VI ASSOCIATES LP	P	2012-01-01	2013-12-31
K-1 MGC VENTURE PTRS 2013 LP	P	2013-01-01	2013-12-31







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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
24,615		17,080	7,535
30,990		21,069	9,921
20,697		10,815	9,882
325,314		276,154	49,160
184,315		146,004	38,311
82,922		52,049	30,873
5,069			5,069
142,333			142,333
		5	-5
13			13
		3,213	-3,213
		4,097	-4,097
2,042			2,042
		3,281	-3,281
		3	-3


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7,535
			9,921
			9,882
			49,160
			38,311
			30,873
			5,069
			142,333
			-5
			13
			-3,213
			-4,097
			2,042
			-3,281
			-3


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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH C COOK JR  3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215	PRESIDENT 1 00	0	0	0
JOSEPH C COOK III  3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215	VICE-PRES 0 50	0	0	0
CHRISTINE COOK SINGLETON  3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215	VICE-PRES 0 00	0	0	0
STEVEN D SINGLETON  3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215	SECRETARY 1 00	0	0	0
JUDITH E COOK  3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215	TREASURER 0 50	0	0	0
ASHLEY B COOK  3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215	ASST TREAS 0 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ANGEL MINISTRIES 5115 HOLLYRIDGE DRIVE RALEIGH,NC 27612	NONE	PC	MISSION AND OUTREACH	90,000
MARTHA O'BRYAN CENTER 711 SOUTH SEVENTH STREET NASHVILLE,TN 37206	NONE	PC	MISSION AND OUTREACH	90,000
MERCY MINISTRIES PO BOX 111060 NASHVILLE,TN 37222	NONE	PC	MISSION AND OUTREACH	90,000
BLACK MOUNTAIN HOME FOR CHILDREN 80 LAKE EDEN ROAD BLACK MOUNTAIN,NC 28711	NONE	PC	MISSION AND OUTREACH	90,000
MONTREAT PRESBYTERIAN CHURCH PO BOX 279 MONTREAT,NC 28757	NONE	PC	MISSION AND OUTREACH	25,000
MICAH PROJECT 1110 KINGSMARK SPRINGS LN KINGWOOD,TX 77345	COMMON BRD MBR	PC	MISSION AND OUTREACH	7,500
SILOAM FAMILY HEALTH CTR 820 GALE LANE NASHVILLE,TN 37204	NONE	PC	MISSION AND OUTREACH	10,000
SILOAM FAITH INSTITUTE 820 GALE LANE NASHVILLE,TN 37204	NONE	PC	MISSION AND OUTREACH	20,000
CHRIST CHURCH 15354 OLD HICKORY BLVD NASHVILLE,TN 37211	NONE	PC	MISSION AND OUTREACH	25,000
APPALACHIA SERVC PROJECT 4523 BRISTOL HIGHWAY JOHNSON CITY,TN 37601	NONE	PC	MISSION AND OUTREACH	2,500
HABITAT FOR HUMANITY 2950 KRAFT DRIVE STE 100 NASHVILLE,TN 37204	NONE	PC	MISSION AND OUTREACH	2,500
ROCKETOWN 601 4TH AVENUE SOUTH NASHVILLE,TN 37210	NONE	PC	MISSION AND OUTREACH	2,500
ACTION INSTITUTE 161 OTTAWA AVE NW 301 GRAND RAPIDS,MI 49503	NONE	PC	MISSION AND OUTREACH	2,500
BLUE RIDGE BROADCASTING PO BOX 159 BLACK MOUNTAIN,NC 28711	NONE	PC	MISSION AND OUTREACH	2,500
CAMPUS CRUSADE FOR CHRIST PO BOX 628222 ORLANDO,FL 32862	NONE	PC	MISSION AND OUTREACH	2,500
Total  3a				525,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
FCA OF MIDDLE TN 8701 LEEDS ROAD KANSAS CITY,MO 64129	NONE	PC	MISSION AND OUTREACH	2,500
HAVEN FOUNDATION PO BOX 1044 MADISON,TN 37116	NONE	PC	MISSION AND OUTREACH	2,500
JOSEPH KACK MINISTRIES PO BOX 451 BROKEN ARROW,OK 74013	NONE	PC	MISSION AND OUTREACH	2,500
MOBILE MEDICAL DISASTER RELIEF 5409 MARYLAND WAY 119 BRENTWOOD,TN 37027	NONE	PC	MISSION AND OUTREACH	2,500
TRINITY FORUM 2011 PENNSYLVANIA AVE NW WASHINGTON,DC 20006	NONE	PC	MISSION AND OUTREACH	5,000
ABWE DONOR SERVICES PO BOX 8585 HARRISBURG,PA 17105	NONE	PC	MISSION AND OUTREACH	2,500
ACTION INSTITUTE 161 OTTAWA AVE NW 301 GRAND RAPIDS,MI 49503	NONE	PC	EDUCATION AND SCHOLARSHIP	10,000
BELMONT UNIVERSITY 1900 BELMONT BLVD NASHVILLE,TN 37212	NONE	PC	EDUCATION AND SCHOLARSHIP	2,500
BILLY GRAHAM EVANGELISTIC 1 BILLY GRAHAM PARKWAY CHARLOTTE,NC 28201	NONE	PC	EDUCATION AND SCHOLARSHIP	10,000
MONTREAT COLLEGE PO BOX 1267 MONTREAT,NC 28757	NONE	PC	EDUCATION AND SCHOLARSHIP	10,000
ST PAUL CHRISTIAN ACADEMY 5035 HILLSBORO PIKE NASHVILLE,TN 37215	NONE	PC	FAITH-BASED CAPITAL	10,000
MICAH PROJECT 1110 KINGSMARK SPRINGS LN KINGWOOD,TX 77345	COMMON BRD MBR	PC	FAITH-BASED CAPITAL	2,500
Total  3a				525,000

TY 2013 Accounting Fees Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,963	2,482		2,481

TY 2013 Compensation Explanation

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Person Name	Explanation
JOSEPH C COOK JR	
JOSEPH C COOK III	
CHRISTINE COOK SINGLETON	
STEVEN D SINGLETON	
JUDITH E COOK	
ASHLEY B COOK	

**TY 2013 Investments Corporate
Stock Schedule**

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS	7,563,308	7,563,308

TY 2013 Investments - Other Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DOMAIN IV VENTURE FUND	FMV	30,429	30,429
DP V ASSOCIATES LP	FMV	55,548	55,548
DP VI ASSOCIATES LP	FMV	41,872	41,872
THRIFT MANAGEMENT, LLC	FMV	34,890	34,890
POLARIS II VENTURE FUND	FMV	1,527	1,527
POLARIS III VENTURE FUND	FMV	22,772	22,772
EP REAL ESTATE FUND II, LLC	FMV	98,283	98,283
BEDFORD HOTEL PARTNERS	FMV	120,000	120,000
HATTERAS VENTURE PTRS IV	FMV	39,718	39,718
CARRILIAM GLOBAL LTD	FMV		
MIDSOUTH CAPITAL FUND I	FMV	308,321	308,321
MGC VENTURE PTRS 2013 LP	FMV	170,176	170,176
SYNERGY HOTEL PTRS LLC	FMV	240,000	240,000

TY 2013 Legal Fees Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC
EIN: 35-2006656

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	205	205		

TY 2013 Other Decreases Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Description	Amount
NON-DEDUCTIBLE PARTNERSHIP EXPENSES	89
NON-DEDUCTIBLE PENALTIES	2
ROUNDING ADJUSTMENT	6

TY 2013 Other Expenses Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PORTFOLIO DEDUCTIONS-PSHIP K1	27,673	27,673		
INVESTMENT EXP-GOLDMAN SACHS	7,607	7,607		
ADMIN EXPENSES	12			12

TY 2013 Other Income Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 GSC PTRS VI-OTHER INCOME	5,144	5,144	
K-1 HATTERAS VENTURE PTRS IV	185	185	
K-1 MGC VENTURE PTRS 2013	-3,450	-3,450	
GS CAP PTRS VI PARALLEL K-1	760		
EP REAL ESTATE FUND II K-1	3,531		
THRIFT MANAGEMENT LLC K-1	-249		
MIDSOUTH CAPITAL FUND I	18,557		

TY 2013 Other Increases Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC
EIN: 35-2006656

Description	Amount
UNREALIZED GAIN/LOSS ON INVESTMENTS	1,150,324

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

TY 2013 Other Notes/Loans
Receivable Long Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC
EIN: 35-2006656

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
EPICLESIS LLC	NONE	35,000	35,000	2008-02		DEMAND	2 70 %	SECURITY INTEREST IN ASSETS		NONE	

TY 2013 Other Professional Fees Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	12,000	12,000		
GSCP VI PARALLEL AIV K-1	1,963			

TY 2013 Taxes Schedule

Name: THE JUDITH E & JOSEPH C COOK JR
FOUNDATION INC

EIN: 35-2006656

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES PAID	2,878			
FOREIGN TAXES PAID	600	600		
GS CAP PTRS VI PARALLEL K-1	2			

Tax Year Account No Legal Name
2013 020-45106-8 JOSEPH & JUDITH COOK

Judith & Joseph Cook Foundation, Inc.
EIN: 35-2006656
2013 Capital Gains (Losses)

REALIZED GAINS AND LOSSES

Supplemental Information Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	7,535.40	Net Covered Long Term Gains (Losses)	9,920.57	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short Term Gains (Losses)	0.00	Net NonCovered Long Term Gains (Losses)	9,881.70		
Net 1099B Non Reportable Short Term Gains (Losses)	0.00	Net 1099B Non Reportable Long Term Gains (Losses)	0.00		
Net Miscellaneous Short Term Gains (Losses)	0.00	Net Miscellaneous Long Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short Term Gains (Losses)	0.00	Net Regulated Futures Contract Long Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	7,535.40	Total Long-Term Gains (Losses)	19,802.27	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
ABERCROMBIE & FITCH CO CLASS A COMMON STOCK (002896207)	06/01/2012	01/09/2013	55.00	2,607.86	0.00	1,771.72	836.14
AVERY DENNISON CORPORATION CMN (053611109)	02/01/2012	01/10/2013	115.00	4,142.95	0.00	3,277.17	865.78
ABERCROMBIE & FITCH CO CLASS A COMMON STOCK (002896207)	06/01/2012	02/11/2013	65.00	3,256.96	0.00	2,093.85	1,163.11
AVERY DENNISON CORPORATION CMN (053611109)	03/05/2012	02/11/2013	60.00	2,352.78	0.00	1,764.74	588.04
ABERCROMBIE & FITCH CO CLASS A COMMON STOCK (002896207)	08/02/2012	02/22/2013	80.00	3,658.68	0.00	2,327.43	1,331.25
ABERCROMBIE & FITCH CO CLASS A COMMON STOCK (002896207)	09/19/2012	03/05/2013	25.00	1,171.21	0.00	972.14	199.07
ABERCROMBIE & FITCH CO CLASS A COMMON STOCK (002896207)	08/02/2012	03/05/2013	85.00	3,982.13	0.00	2,472.90	1,509.23
AVERY DENNISON CORPORATION CMN (053611109)	03/19/2012	03/13/2013	80.00	3,442.36	0.00	2,399.58	1,042.78
Net Covered Short-Term Gains (Losses)				24,614.93	0.00	17,079.53	7,535.40

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
TEREX CORP (NEW) CMN (880779103)	06/15/2011	01/02/2013	40.00	1,177.41	0.00	1,030.03	147.38
TEREX CORP (NEW) CMN (880779103)	06/15/2011	01/10/2013	85.00	2,491.65	0.00	2,188.80	302.85

⁴ Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.

⁵ Sale Proceeds may have been adjusted by an option premium due to an option assignment.



Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

Judith & Joseph Cook Foundation, Inc.

EIN: 35-2006656

2013 Capital Gains (Losses)

Tax Year Account No Legal Name
2013 020-45106-8 JOSEPH & JUDITH COOK

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
TEREX CORP (NEW) CMN (880779103)	08/10/2011	02/08/2013	125 00	4,172 06	0 00	2,007 59	2,164 47
AVERY DENNISON CORPORATION CMN (053611109)	02/01/2012	02/11/2013	5 00	196 07	0 00	142 49	53 58
AVERY DENNISON CORPORATION CMN (053611109)	02/02/2012	02/11/2013	35 00	1,372 45	0 00	1,011 56	360 89
TEREX CORP (NEW) CMN (880779103)	08/10/2011	02/20/2013	35 00	1,179 13	0 00	562 13	617 00
AVERY DENNISON CORPORATION CMN (053611109)	03/05/2012	03/08/2013	55 00	2,318 60	0 00	1,617 68	700 92
AVERY DENNISON CORPORATION CMN (053611109)	03/05/2012	03/13/2013	50 00	2,151 48	0 00	1,470 62	680 86
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	08/18/2011	04/03/2013	60 00	1,812 03	0 00	1,134 50	677 53
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	08/18/2011	04/10/2013	35 00	1,061 12	0 00	661 79	399 33
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	08/19/2011	04/10/2013	35 00	1,061 13	0 00	668 47	392 66
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	09/12/2011	04/17/2013	5 00	142 69	0 00	102 04	40 65
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	08/19/2011	04/17/2013	80 00	2,283 03	0 00	1,527 92	755 11
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	09/12/2011	05/09/2013	80 00	2,415 68	0 00	1,632 70	782 98
COMMUNITY HEALTH SYS INC CMN (203668108)	05/04/2011	05/09/2013	5 00	229 24	0 00	146 84	82 40
COMMUNITY HEALTH SYS INC CMN (203668108)	05/05/2011	05/09/2013	65 00	2,980 04	0 00	1,943 11	1,036 93
SEALED AIR CORPORATION CMN (81211K100)	03/05/2012	05/20/2013	165 00	3,945 70	0 00	3,220 67	725 03
Net Covered Long-Term Gains (Losses)				30,989.51	0.00	21,068.94	9,920.57
NonCovered Long-Term Gains (Losses)							
TEREX CORP (NEW) CMN (880779103)	06/04/2010	01/02/2013	120 00	3,532 22	0 00	2,555 49	976 73
INTERNATIONAL PAPER CO CMN (460146103)	11/30/2010	01/09/2013	35 00	1,409 70	0 00	873 79	535 91
VALERO ENERGY CORPORATION CMN (91913Y100)	04/12/2010	01/09/2013	90 00	3,083 45	0 00	1,767 88	1,315 57
VALERO ENERGY CORPORATION CMN (91913Y100)	05/04/2010	03/07/2013	65 00	3,051 17	0 00	1,333 17	1,718 00
VALERO ENERGY CORPORATION CMN (91913Y100)	04/12/2010	03/07/2013	85 00	3,989 99	0 00	1,669 66	2,320 33
VALERO ENERGY CORPORATION CMN (91913Y100)	05/04/2010	04/01/2013	15 00	673 75	0 00	307 65	366 10
VALERO ENERGY CORPORATION CMN (91913Y100)	05/05/2010	04/01/2013	35 00	1,572 08	0 00	706 01	866 07

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VALERO ENERGY CORPORATION CMN (91913Y100)	05/05/2010	04/17/2013	25 00	961 57	0 00	504 29	457 28
CST BRANDS, INC CMN (12646R105)	06/16/2010	05/02/2013	0 78	24 69	0 00	0 00	24 69
CST BRANDS, INC CMN (12646R105)	05/05/2010	05/08/2013	2 00	62 00	0 00	33 28	28 72
CST BRANDS, INC CMN (12646R105)	06/16/2010	05/08/2013	20 00	620 03	0 00	277 04	342 99
VALERO ENERGY CORPORATION CMN (91913Y100)	05/05/2010	05/08/2013	20 00	762 58	0 00	370 15	392 43
VALERO ENERGY CORPORATION CMN (91913Y100)	06/16/2010	05/08/2013	25 00	953 23	0 00	416 35	536 88
Net NonCovered Long-Term Gains (Losses)				20,696.46	0.00	10,814.76	9,881.70

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

Judith & Joseph Cook Foundation, Inc.
EIN: 35-2006656
2013 Capital Gains (Losses)

Tax Year Account No Legal Name
2013 003-82432-3 JOSEPH & JUDITH COOK

REALIZED GAINS AND LOSSES

Supplemental Information Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

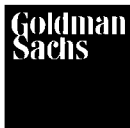
SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	49,159.88	Net Covered Long Term Gains (Losses)	38,311.08	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short Term Gains (Losses)	0.00	Net NonCovered Long Term Gains (Losses)	30,872.97		
Net 1099B Non Reportable Short Term Gains (Losses)	0.00	Net 1099B Non Reportable Long Term Gains (Losses)	0.00		
Net Miscellaneous Short Term Gains (Losses)	0.00	Net Miscellaneous Long Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short Term Gains (Losses)	0.00	Net Regulated Futures Contract Long Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	49,159.88	Total Long-Term Gains (Losses)	69,184.05	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
AGILENT TECHNOLOGIES, INC CMN (00846U101)	08/06/2012	06/18/2013	55.00	2,448.08	0.00	2,161.71	286.37
AGILENT TECHNOLOGIES, INC CMN (00846U101)	08/16/2012	06/18/2013	65.00	2,893.19	0.00	2,424.75	468.44
AGILENT TECHNOLOGIES, INC CMN (00846U101)	07/26/2012	06/18/2013	70.00	3,115.74	0.00	2,565.51	550.23
AGILENT TECHNOLOGIES, INC CMN (00846U101)	11/20/2012	06/18/2013	80.00	3,560.85	0.00	2,945.65	615.20
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	11/26/2012	06/18/2013	13.00	608.39	0.00	565.00	43.39
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	08/07/2012	06/18/2013	25.00	1,169.98	0.00	1,322.59	(152.61)
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	08/09/2012	06/18/2013	30.00	1,403.97	0.00	1,554.15	(150.18)
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	08/08/2012	06/18/2013	40.00	1,871.97	0.00	2,069.05	(197.08)
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	11/27/2012	06/18/2013	52.00	2,433.56	0.00	2,199.91	233.65
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	05/13/2013	06/18/2013	95.00	4,445.92	0.00	4,220.03	225.89
AVNET INC CMN (053807103)	12/18/2012	06/18/2013	25.00	855.74	0.00	778.38	77.36
AVNET INC CMN (053807103)	12/07/2012	06/18/2013	80.00	2,738.35	0.00	2,412.94	325.41
AVNET INC CMN (053807103)	01/10/2013	06/18/2013	105.00	3,594.09	0.00	3,286.12	307.97
AVNET INC CMN (053807103)	12/19/2012	06/18/2013	110.00	3,765.24	0.00	3,463.02	302.22
AVNET INC CMN (053807103)	10/18/2012	06/18/2013	150.00	5,134.41	0.00	4,215.27	919.14
BIG LOTS INC CMN (089302103)	03/06/2013	06/18/2013	40.00	1,345.98	0.00	1,439.02	(93.04)

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Judith & Joseph Cook Foundation, Inc.

EIN: 35-2006656

2013 Capital Gains (Losses)

Tax Year Account No Legal Name
2013 **003-82432-3** **JOSEPH & JUDITH COOK**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
BIG LOTS INC CMN (089302103)	12/04/2012	06/18/2013	55 00	1,850 72	0 00	1,676 59	174 13
BIG LOTS INC CMN (089302103)	10/24/2012	06/18/2013	85 00	2,860 20	0 00	2,461 51	398 69
BIG LOTS INC CMN (089302103)	12/26/2012	06/18/2013	120 00	4,037 93	0 00	3,369 29	668 64
BIG LOTS INC CMN (089302103)	08/31/2012	06/18/2013	150 00	5,047 41	0 00	4,555 13	492 28
BP P L C SPONSORED ADR CMN (055622104)	07/26/2012	06/18/2013	45 00	1,946 66	0 00	1,843 40	103 26
BP P L C SPONSORED ADR CMN (055622104)	06/22/2012	06/18/2013	105 00	4,542 22	0 00	4,002 48	539 74
EATON CORP PLC CMN (G29183103)	12/03/2012	06/18/2013	40 00	2,614 75	0 00	2,065 44	549 31
EATON CORP PLC CMN (G29183103)	12/03/2012	06/18/2013	55 00	3,595 29	0 00	2,839 98	755 31
EATON CORP PLC CMN (G29183103)	12/03/2012	06/18/2013	55 00	3,595 29	0 00	2,839 98	755 31
EATON CORP PLC CMN (G29183103)	12/03/2012	06/18/2013	100 00	6,536 88	0 00	5,163 60	1,373 28
FIRST NIAGARA FINANCIAL GROUP, CMN (33582V108)	07/27/2012	06/18/2013	195 00	1,955 93	0 00	1,416 66	539 27
FIRST NIAGARA FINANCIAL GROUP, CMN (33582V108)	06/28/2012	06/18/2013	390 00	3,911 87	0 00	2,958 07	953 80
GENERAL DYNAMICS CORP CMN (369550108)	10/24/2012	06/18/2013	30 00	2,374 16	0 00	2,054 81	319 35
GENERAL DYNAMICS CORP CMN (369550108)	09/25/2012	06/18/2013	65 00	5,144 02	0 00	4,323 35	820 67
HARTFORD FINANCIAL SRVCS GROUP CMN (416515104)	04/17/2013	06/18/2013	60 00	1,808 15	0 00	1,618 08	190 07
HARTFORD FINANCIAL SRVCS GROUP CMN (416515104)	03/06/2013	06/18/2013	155 00	4,671 04	0 00	3,782 98	888 06
HARTFORD FINANCIAL SRVCS GROUP CMN (416515104)	03/05/2013	06/18/2013	260 00	7,835 30	0 00	6,297 88	1,537 42
HEALTH MANAGEMENT ASSOC CL A CMN CLASS A (421933102)	11/09/2012	06/18/2013	520 00	8,498 89	0 00	4,174 82	4,324 07
HEALTH MANAGEMENT ASSOC CL A CMN CLASS A (421933102)	11/07/2012	06/18/2013	525 00	8,580 61	0 00	4,364 69	4,215 92
HOSPIRA, INC CMN (441060100)	01/09/2013	06/18/2013	40 00	1,455 87	0 00	1,352 69	103 18
JOHNSON CONTROLS INC CMN (478366107)	01/18/2013	06/18/2013	90 00	3,368 64	0 00	2,751 50	617 14
JOHNSON CONTROLS INC CMN (478366107)	07/19/2012	06/18/2013	175 00	6,550 14	0 00	4,620 40	1,929 74
KENNAMETAL INC CMN (489170100)	12/18/2012	06/18/2013	50 00	2,040 04	0 00	2,057 18	(17 14)
KENNAMETAL INC CMN (489170100)	03/11/2013	06/18/2013	54 00	2,203 25	0 00	2,291 56	(88 31)
KENNAMETAL INC CMN (489170100)	12/14/2012	06/18/2013	65 00	2,652 06	0 00	2,548 94	103 12

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Judith & Joseph Cook Foundation, Inc.
EIN: 35-2006656
2013 Capital Gains (Losses)

Tax Year Account No Legal Name
2013 003-82432-3 JOSEPH & JUDITH COOK

REALIZED GAINS AND LOSSES (Continued)

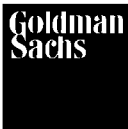
Supplemental Information Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
KENNAMETAL INC CMN (489170100)	03/12/2013	06/18/2013	86 00	3,508 87	0 00	3,621 18	(112 31)
KENNAMETAL INC CMN (489170100)	04/22/2013	06/18/2013	90 00	3,672 08	0 00	3,282 96	389 12
KEYCORP CMN (493267108)	04/09/2013	06/18/2013	225 00	2,361 22	0 00	2,218 97	142 25
KEYCORP CMN (493267108)	03/11/2013	06/18/2013	250 00	2,623 58	0 00	2,478 83	144 75
KEYCORP CMN (493267108)	01/25/2013	06/18/2013	280 00	2,938 41	0 00	2,594 59	343 82
KEYCORP CMN (493267108)	04/17/2013	06/18/2013	280 00	2,938 41	0 00	2,686 54	251 87
KEYCORP CMN (493267108)	01/16/2013	06/18/2013	300 00	3,148 29	0 00	2,728 65	419 64
METLIFE, INC CMN (59156R108)	07/26/2012	06/18/2013	90 00	4,073 43	0 00	2,638 54	1,434 89
NABORS INDUSTRIES LTD CMN (G6359F103)	06/05/2013	06/18/2013	145 00	2,431 61	0 00	2,366 60	65 01
NABORS INDUSTRIES LTD CMN (G6359F103)	06/04/2013	06/18/2013	250 00	4,192 42	0 00	4,101 25	91 17
OM GROUP INC CMN (670872100)	04/01/2013	06/18/2013	7 00	220 79	0 00	165 49	55 30
OM GROUP INC CMN (670872100)	03/27/2013	06/18/2013	55 00	1,734 76	0 00	1,294 87	439 89
OM GROUP INC CMN (670872100)	03/28/2013	06/18/2013	83 00	2,617 91	0 00	1,946 38	671 53
OM GROUP INC CMN (670872100)	01/30/2013	06/18/2013	95 00	2,996 40	0 00	2,689 06	307 34
OM GROUP INC CMN (670872100)	01/22/2013	06/18/2013	105 00	3,311 81	0 00	2,712 18	599 63
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	07/27/2012	06/18/2013	75 00	1,579 76	0 00	1,208 88	370 88
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	07/26/2012	06/18/2013	160 00	3,370 15	0 00	2,504 80	865 35
QUALITY SYSTEMS INC CMN (747582104)	04/02/2013	06/18/2013	33 00	608 91	0 00	616 41	(7 50)
QUALITY SYSTEMS INC CMN (747582104)	04/03/2013	06/18/2013	97 00	1,789 84	0 00	1,801 69	(11 85)
QUALITY SYSTEMS INC CMN (747582104)	01/10/2013	06/18/2013	125 00	2,306 50	0 00	2,248 92	57 58
QUALITY SYSTEMS INC CMN (747582104)	10/18/2012	06/18/2013	140 00	2,583 28	0 00	2,594 52	(11 24)
RIO TINTO PLC SPONSORED ADR (767204100)	12/18/2012	06/18/2013	30 00	1,318 62	0 00	1,740 28	(421 66)
RIO TINTO PLC SPONSORED ADR (767204100)	12/06/2012	06/18/2013	40 00	1,758 16	0 00	2,073 76	(315 60)
RIO TINTO PLC SPONSORED ADR (767204100)	01/09/2013	06/18/2013	50 00	2,197 70	0 00	2,859 44	(661 74)
RIO TINTO PLC SPONSORED ADR (767204100)	09/20/2012	06/18/2013	90 00	3,955 86	0 00	4,532 65	(576 79)

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Tax Year Account No Legal Name
2013 003-82432-3 JOSEPH & JUDITH COOK

Judith & Joseph Cook Foundation, Inc.
EIN: 35-2006656
2013 Capital Gains (Losses)

REALIZED GAINS AND LOSSES (Continued)

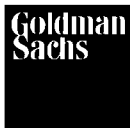
Supplemental Information Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
SEALED AIR CORPORATION CMN (81211K100)	09/19/2012	06/18/2013	20 00	492 48	0 00	322 41	170 07
SEALED AIR CORPORATION CMN (81211K100)	08/03/2012	06/18/2013	385 00	9,480 15	0 00	5,229 34	4,250 81
TRUE RELIGION APPAREL, INC CMN (89784N104)	12/18/2012	06/18/2013	25 00	792 24	0 00	634 51	157 73
TRUE RELIGION APPAREL, INC CMN (89784N104)	12/27/2012	06/18/2013	25 00	792 24	0 00	623 65	168 59
TRUE RELIGION APPAREL, INC CMN (89784N104)	02/08/2013	06/18/2013	30 00	950 68	0 00	851 81	98 87
TRUE RELIGION APPAREL, INC CMN (89784N104)	02/07/2013	06/18/2013	50 00	1,584 47	0 00	1,427 25	157 22
TRUE RELIGION APPAREL, INC CMN (89784N104)	12/28/2012	06/18/2013	55 00	1,742 92	0 00	1,368 62	374 30
TRUE RELIGION APPAREL, INC CMN (89784N104)	12/17/2012	06/18/2013	80 00	2,535 15	0 00	1,995 57	539 58
TRUE RELIGION APPAREL, INC CMN (89784N104)	01/10/2013	06/18/2013	85 00	2,693 60	0 00	2,105 36	588 24
VERIFONE SYSTEMS INC CMN (92342Y109)	06/06/2013	06/18/2013	95 00	1,547 67	0 00	1,712 03	(164 36)
VERIFONE SYSTEMS INC CMN (92342Y109)	04/02/2013	06/18/2013	110 00	1,792 04	0 00	2,305 42	(513 38)
VERIFONE SYSTEMS INC CMN (92342Y109)	03/06/2013	06/18/2013	115 00	1,873 50	0 00	2,442 78	(569 28)
VERIFONE SYSTEMS INC CMN (92342Y109)	03/22/2013	06/18/2013	120 00	1,954 96	0 00	2,529 71	(574 75)
VERIFONE SYSTEMS INC CMN (92342Y109)	03/05/2013	06/18/2013	155 00	2,525 15	0 00	2,985 08	(459 93)
VERIFONE SYSTEMS INC CMN (92342Y109)	04/23/2013	06/18/2013	175 00	2,850 98	0 00	3,672 48	(821 50)
WELLPOINT, INC CMN (94973V107)	08/06/2012	06/18/2013	75 00	5,958 64	0 00	4,106 61	1,852 03
WELLPOINT, INC CMN (94973V107)	07/27/2012	06/18/2013	80 00	6,355 89	0 00	4,413 30	1,942 59
WELLPOINT, INC CMN (94973V107)	09/20/2012	06/18/2013	85 00	6,753 13	0 00	4,991 07	1,762 06
BAXTER INTERNATIONAL INC CMN (071813109)	06/18/2013	08/15/2013	50 00	3,630 98	0 00	3,537 00	93 98
BAXTER INTERNATIONAL INC CMN (071813109)	07/16/2013	08/27/2013	50 00	3,533 08	0 00	3,653 51	(120 43)
BAXTER INTERNATIONAL INC CMN (071813109)	06/18/2013	08/27/2013	50 00	3,533 08	0 00	3,537 00	(3 92)
BAXTER INTERNATIONAL INC CMN (071813109)	07/16/2013	08/29/2013	50 00	3,508 00	0 00	3,653 51	(145 51)
EXELIS INC CMN (30162A108)	06/18/2013	09/24/2013	100 00	1,579 69	0 00	1,316 00	263 69
EXELIS INC CMN (30162A108)	06/18/2013	09/25/2013	200 00	3,196 34	0 00	2,632 00	564 34
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	06/18/2013	09/30/2013	0 86	31 56	0 00	0 00	31 56

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Tax Year Account No Legal Name
2013 003-82432-3 JOSEPH & JUDITH COOK

Judith & Joseph Cook Foundation, Inc.
EIN: 35-2006656
2013 Capital Gains (Losses)

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
EXELIS INC CMN (30162A108)	06/18/2013	10/02/2013	100 00	1,600 55	0 00	1,310 59	289 96
EXELIS INC CMN (30162A108)	06/18/2013	10/22/2013	100 00	1,607 83	0 00	1,310 59	297 24
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	10/28/2013	100 00	2,788 95	0 00	2,342 00	446 95
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	10/31/2013	100 00	2,797 86	0 00	2,342 00	455 86
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	11/04/2013	100 00	3,033 28	0 00	2,342 00	691 28
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	11/05/2013	100 00	2,995 26	0 00	2,342 00	653 26
EXELIS INC CMN (30162A108)	06/18/2013	11/07/2013	100 00	1,657 77	0 00	1,310 59	347 18
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	11/08/2013	100 00	2,838 11	0 00	2,342 00	496 11
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	11/13/2013	100 00	2,860 56	0 00	2,342 00	518 56
BILL BARRETT CORPORATION CMN (06846N104)	06/18/2013	11/15/2013	100 00	2,844 49	0 00	2,342 00	502 49
BILL BARRETT CORPORATION CMN (06846N104)	06/20/2013	11/20/2013	100 00	2,687 00	0 00	2,142 33	544 67
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	06/18/2013	12/10/2013	100 00	3,434 21	0 00	2,984 81	449 40
EXELIS INC CMN (30162A108)	06/18/2013	12/17/2013	100 00	1,848 62	0 00	1,310 59	538 03
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	07/22/2013	12/19/2013	1 00	30 95	0 00	31 92	(0 97)
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	07/16/2013	12/19/2013	14 00	433 24	0 00	441 20	(7 96)
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	07/18/2013	12/19/2013	14 00	433 24	0 00	446 72	(13 48)
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	06/21/2013	12/19/2013	28 00	866 48	0 00	817 63	48 85
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	06/20/2013	12/19/2013	43 00	1,330 65	0 00	1,235 97	94 68
EXELIS INC CMN (30162A108)	06/18/2013	12/20/2013	100 00	1,879 59	0 00	1,310 59	569 00
MALLINCKRODT PUBLIC LIMITED CO CMN (G5785G107)	10/23/2013	12/20/2013	100 00	5,224 16	0 00	4,337 69	886 47
SCIENCE APPLICATIONS INTL CORP CMN (808625107)	07/22/2013	12/24/2013	42 00	1,318 96	0 00	1,340 49	(21 53)
EXELIS INC CMN (30162A108)	06/18/2013	12/26/2013	100 00	1,920 43	0 00	1,310 59	609 84
EXELIS INC CMN (30162A108)	06/18/2013	12/27/2013	100 00	1,891 98	0 00	1,310 59	581 39
Net Covered Short-Term Gains (Losses)				325,314.34	0.00	276,154.46	49,159.88

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Judith & Joseph Cook Foundation, Inc.
EIN: 35-2006656
2013 Capital Gains (Losses)

Tax Year Account No Legal Name
2013 003-82432-3 JOSEPH & JUDITH COOK

REALIZED GAINS AND LOSSES (Continued)

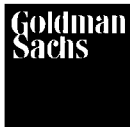
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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	09/12/2011	06/18/2013	70 00	2,186 76	0 00	1,428 61	758 15
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	11/15/2011	06/18/2013	100 00	3,123 95	0 00	2,114 84	1,009 11
AECOM TECHNOLOGY CORPORATION CMN (00766T100)	11/16/2011	06/18/2013	105 00	3,280 14	0 00	2,241 99	1,038 15
AGILENT TECHNOLOGIES, INC CMN (00846U101)	05/30/2012	06/18/2013	10 00	445 11	0 00	409 81	35 30
AGILENT TECHNOLOGIES, INC CMN (00846U101)	05/29/2012	06/18/2013	85 00	3,783 40	0 00	3,564 61	218 79
ARCHER DANIELS MIDLAND CO CMN (039483102)	09/01/2011	06/18/2013	40 00	1,350 38	0 00	1,142 51	207 87
ARCHER DANIELS MIDLAND CO CMN (039483102)	06/14/2011	06/18/2013	50 00	1,687 97	0 00	1,506 37	181 60
ARCHER DANIELS MIDLAND CO CMN (039483102)	02/14/2011	06/18/2013	95 00	3,207 14	0 00	3,459 70	(252 56)
ASPEN INSURANCE HOLDINGS LTD CMN (G05384105)	08/18/2011	06/18/2013	130 00	4,895 71	0 00	3,240 22	1,655 49
ASPEN INSURANCE HOLDINGS LTD CMN (G05384105)	08/08/2011	06/18/2013	165 00	6,213 79	0 00	4,078 98	2,134 81
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	03/21/2012	06/18/2013	35 00	1,637 97	0 00	1,728 11	(90 14)
ATLAS AIR WORLDWIDE HOLDINGS CMN (049164205)	03/20/2012	06/18/2013	60 00	2,807 95	0 00	2,908 45	(100 50)
BAKER HUGHES INC CMN (057224107)	02/24/2012	06/18/2013	35 00	1,638 32	0 00	1,830 75	(192 43)
BAKER HUGHES INC CMN (057224107)	03/21/2012	06/18/2013	40 00	1,872 37	0 00	1,801 20	71 17
BAKER HUGHES INC CMN (057224107)	01/09/2012	06/18/2013	80 00	3,744 73	0 00	4,092 80	(348 07)
BAKER HUGHES INC CMN (057224107)	01/12/2012	06/18/2013	100 00	4,680 92	0 00	4,875 98	(195 06)
BARNES GROUP INC CMN (067806109)	04/25/2011	06/18/2013	45 00	1,334 39	0 00	1,015 62	318 77
BARNES GROUP INC CMN (067806109)	08/10/2011	06/18/2013	45 00	1,334 39	0 00	946 19	388 20
BARNES GROUP INC CMN (067806109)	04/21/2011	06/18/2013	55 00	1,630 92	0 00	1,221 20	409 72
BARNES GROUP INC CMN (067806109)	06/15/2011	06/18/2013	55 00	1,630 92	0 00	1,236 26	394 66
BARNES GROUP INC CMN (067806109)	02/23/2011	06/18/2013	60 00	1,779 18	0 00	1,229 25	549 93
BARNES GROUP INC CMN (067806109)	04/26/2011	06/18/2013	100 00	2,965 31	0 00	2,339 80	625 51
BARNES GROUP INC CMN (067806109)	02/22/2011	06/18/2013	155 00	4,596 23	0 00	3,195 00	1,401 23
CHESAPEAKE ENERGY CORPORATION CMN (165167107)	02/11/2011	06/18/2013	30 00	638 39	0 00	923 00	(284 61)
CHESAPEAKE ENERGY CORPORATION CMN (165167107)	02/02/2012	06/18/2013	175 00	3,723 93	0 00	3,803 80	(79 87)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
COMMUNITY HEALTH SYS INC CMN (203668108)	05/05/2011	06/18/2013	15 00	732 96	0 00	448 41	284 55
COMMUNITY HEALTH SYS INC CMN (203668108)	06/14/2011	06/18/2013	80 00	3,909 11	0 00	2,100 85	1,808 26
COMMUNITY HEALTH SYS INC CMN (203668108)	08/04/2011	06/18/2013	110 00	5,375 02	0 00	2,512 30	2,862 72
COMMUNITY HEALTH SYS INC CMN (203668108)	08/10/2011	06/18/2013	225 00	10,994 36	0 00	4,280 76	6,713 60
FIRST NIAGARA FINANCIAL GROUP, CMN (33582V108)	03/01/2012	06/18/2013	115 00	1,153 50	0 00	1,109 26	44 24
FIRST NIAGARA FINANCIAL GROUP, CMN (33582V108)	04/19/2012	06/18/2013	240 00	2,407 30	0 00	2,227 97	179 33
FIRST NIAGARA FINANCIAL GROUP, CMN (33582V108)	03/02/2012	06/18/2013	410 00	4,112 47	0 00	3,951 42	161 05
FIRST NIAGARA FINANCIAL GROUP, CMN (33582V108)	01/26/2012	06/18/2013	450 00	4,513 69	0 00	4,319 05	194 64
HOSPIRA, INC CMN (441060100)	03/22/2012	06/18/2013	10 00	363 97	0 00	369 13	(5 16)
HOSPIRA, INC CMN (441060100)	05/15/2012	06/18/2013	25 00	909 92	0 00	815 63	94 29
HOSPIRA, INC CMN (441060100)	03/21/2012	06/18/2013	30 00	1,091 90	0 00	1,107 98	(16 08)
HOSPIRA, INC CMN (441060100)	05/16/2012	06/18/2013	55 00	2,001 82	0 00	1,816 92	184 90
HOSPIRA, INC CMN (441060100)	12/12/2011	06/18/2013	70 00	2,547 77	0 00	1,946 38	601 39
HOSPIRA, INC CMN (441060100)	12/13/2011	06/18/2013	70 00	2,547 77	0 00	1,972 12	575 65
HOSPIRA, INC CMN (441060100)	01/12/2012	06/18/2013	70 00	2,547 77	0 00	2,250 38	297 39
INTERNATIONAL PAPER CO CMN (460146103)	06/17/2011	06/18/2013	45 00	2,078 96	0 00	1,209 46	869 50
INTERNATIONAL PAPER CO CMN (460146103)	08/10/2011	06/18/2013	60 00	2,771 95	0 00	1,469 66	1,302 29
INTERNATIONAL PAPER CO CMN (460146103)	03/10/2011	06/18/2013	185 00	8,546 85	0 00	4,767 25	3,779 60
JOHNSON CONTROLS INC CMN (478366107)	05/29/2012	06/18/2013	45 00	1,684 32	0 00	1,404 04	280 28
JOHNSON CONTROLS INC CMN (478366107)	05/30/2012	06/18/2013	85 00	3,181 49	0 00	2,597 29	584 20
KINDRED HEALTHCARE INC CMN (494580103)	08/18/2011	06/18/2013	85 00	1,149 38	0 00	1,105 68	43 70
KINDRED HEALTHCARE INC CMN (494580103)	03/07/2012	06/18/2013	105 00	1,419 83	0 00	977 10	442 73
KINDRED HEALTHCARE INC CMN (494580103)	03/08/2012	06/18/2013	155 00	2,095 93	0 00	1,476 84	619 09
KINDRED HEALTHCARE INC CMN (494580103)	08/19/2011	06/18/2013	160 00	2,163 55	0 00	2,097 06	66 49
KINDRED HEALTHCARE INC CMN (494580103)	08/10/2011	06/18/2013	315 00	4,259 48	0 00	3,946 45	313 03

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information
Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
METLIFE, INC CMN (59156R108)	08/08/2011	06/18/2013	80 00	3,620 82	0 00	2,703 25	917 57
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	10/17/2011	06/18/2013	35 00	737 22	0 00	657 36	79 86
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	12/12/2011	06/18/2013	145 00	3,054 20	0 00	2,868 13	186 07
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	10/12/2011	06/18/2013	250 00	5,265 86	0 00	4,755 77	510 09
SEALED AIR CORPORATION CMN (81211K100)	03/05/2012	06/18/2013	65 00	1,600 55	0 00	1,268 75	331 80
SEALED AIR CORPORATION CMN (81211K100)	04/04/2012	06/18/2013	110 00	2,708 61	0 00	2,202 60	506 01
SEALED AIR CORPORATION CMN (81211K100)	03/16/2012	06/18/2013	140 00	3,447 33	0 00	2,851 87	595 46
TEREX CORP (NEW) CMN (880779103)	08/10/2011	06/18/2013	25 00	747 74	0 00	401 52	346 22
TEREX CORP (NEW) CMN (880779103)	05/29/2012	06/18/2013	110 00	3,290 04	0 00	2,048 61	1,241 43
TEREX CORP (NEW) CMN (880779103)	10/06/2011	06/18/2013	120 00	3,589 13	0 00	1,397 89	2,191 24
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	04/21/2011	06/18/2013	50 00	1,971 80	0 00	2,295 23	(323 43)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	05/02/2011	06/18/2013	50 00	1,971 80	0 00	2,361 02	(389 22)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	08/04/2011	06/18/2013	50 00	1,971 80	0 00	2,079 64	(107 84)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	12/12/2011	06/18/2013	50 00	1,971 80	0 00	2,040 18	(68 38)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	04/07/2011	06/18/2013	95 00	3,746 43	0 00	4,828 83	(1,082 40)
WELLS FARGO & CO (NEW) CMN (949746101)	06/22/2011	06/18/2013	95 00	3,868 33	0 00	2,628 63	1,239 70
Net Covered Long-Term Gains (Losses)				184,314.80	0.00	146,003.72	38,311.08
NonCovered Long-Term Gains (Losses)							
ARCHER DANIELS MIDLAND CO CMN (039483102)	12/29/2010	06/18/2013	135 00	4,557 52	0 00	4,016 25	541 27
CHESAPEAKE ENERGY CORPORATION CMN (165167107)	12/22/2010	06/18/2013	70 00	1,489 57	0 00	1,783 34	(293 77)
CHESAPEAKE ENERGY CORPORATION CMN (165167107)	11/04/2010	06/18/2013	155 00	3,298 34	0 00	3,421 44	(123 10)
CHESAPEAKE ENERGY CORPORATION CMN (165167107)	10/07/2010	06/18/2013	170 00	3,617 53	0 00	3,808 99	(191 46)
INTERNATIONAL PAPER CO CMN (460146103)	12/01/2010	06/18/2013	5 00	231 00	0 00	126 91	104 09
INTERNATIONAL PAPER CO CMN (460146103)	11/30/2010	06/18/2013	75 00	3,464 94	0 00	1,872 40	1,592 54

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Judith & Joseph Cook Foundation, Inc.
 EIN: 35-2006656
 2013 Capital Gains (Losses)

Tax Year Account No Legal Name
 2013 003-82432-3 JOSEPH & JUDITH COOK

REALIZED GAINS AND LOSSES (Continued)

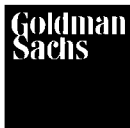
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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
MACY'S INC CMN (55616P104)	08/20/2009	06/18/2013	40 00	1,970 77	0 00	587 48	1,383 29
MACY'S INC CMN (55616P104)	08/21/2009	06/18/2013	75 00	3,695 19	0 00	1,154 54	2,540 65
MACY'S INC CMN (55616P104)	06/16/2010	06/18/2013	245 00	12,070 94	0 00	5,342 42	6,728 52
METLIFE, INC CMN (59156R108)	01/08/2009	06/18/2013	15 00	678 90	0 00	493 31	185 59
METLIFE, INC CMN (59156R108)	01/09/2009	06/18/2013	40 00	1,810 41	0 00	1,282 65	527 76
METLIFE, INC CMN (59156R108)	01/14/2009	06/18/2013	95 00	4,299 73	0 00	2,614 46	1,685 27
METLIFE, INC CMN (59156R108)	12/15/2008	06/18/2013	115 00	5,204 93	0 00	3,379 84	1,825 09
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	10/17/2008	06/18/2013	5 00	105 32	0 00	59 65	45 67
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	10/16/2008	06/18/2013	30 00	631 90	0 00	357 08	274 82
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	07/31/2007	06/18/2013	100 00	2,106 34	0 00	2,324 91	(218 57)
TEXAS INSTRUMENTS INC CMN (882508104)	02/05/2009	06/18/2013	45 00	1,624 92	0 00	762 25	862 67
TEXAS INSTRUMENTS INC CMN (882508104)	10/10/2008	06/18/2013	165 00	5,958 04	0 00	3,079 61	2,878 43
TEXAS INSTRUMENTS INC CMN (882508104)	04/21/2009	06/18/2013	205 00	7,402 42	0 00	3,573 95	3,828 47
VALERO ENERGY CORPORATION CMN (91913Y100)	06/16/2010	06/18/2013	160 00	6,079 89	0 00	2,664 66	3,415 23
WELLS FARGO & CO (NEW) CMN (949746101)	02/04/2009	06/18/2013	35 00	1,425 18	0 00	618 92	806 26
WELLS FARGO & CO (NEW) CMN (949746101)	11/07/2008	06/18/2013	40 00	1,628 77	0 00	1,080 00	548 77
WELLS FARGO & CO (NEW) CMN (949746101)	10/27/2008	06/18/2013	105 00	4,275 53	0 00	3,338 48	937 05
WELLS FARGO & CO (NEW) CMN (949746101)	10/14/2008	06/18/2013	130 00	5,293 51	0 00	4,305 08	988 43
Net NonCovered Long-Term Gains (Losses)				82,921.59	0.00	52,048.62	30,872.97

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