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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 separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation
PETER C. & EMAJEAN COOK FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
2900 CHARLEVOIX DR SE 130

City or town, state or province, country, and ZIP or foreign postal code
GRAND RAPIDS, MI 49546

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 31,189,669.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)

A Employer identification number
38-2752251

B Telephone number
(616) 975-2249

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	25,455,211.		N/A	
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	15,054.	15,054.		STATEMENT 1
4	Dividends and interest from securities	179,013.	179,013.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	656,011.			
b	Gross sales price for all assets on line 6a	2,489,454.			
7	Capital gain net income (from Part IV, line 2)		656,011.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	44,586.	34,464.		STATEMENT 3
12	Total. Add lines 1 through 11	26,349,875.	884,542.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees				
17	Interest				
18	Taxes	2,706.	3,171.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	77,485.	77,462.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	80,191.	80,633.		0.
25	Contributions, gifts, grants paid	2,646,252.			2,646,252.
26	Total expenses and disbursements. Add lines 24 and 25	2,726,443.	80,633.		2,646,252.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	23,623,432.			
b	Net investment income (if negative, enter -0-)		803,909.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,204,245.	4,600,428.	4,600,428.
	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	3,109,670.	23,070,173.	25,088,187.
	c Investments - corporate bonds STMT 8	0.	1,208,481.	1,251,254.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	212,351.	234,474.	193,725.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 10)	75,992.	112,134.	56,075.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	5,602,258.	29,225,690.	31,189,669.	
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 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,602,258.	29,225,690.	
30 Total net assets or fund balances	5,602,258.	29,225,690.		
31 Total liabilities and net assets/fund balances	5,602,258.	29,225,690.		

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	5,602,258.
2 Enter amount from Part I, line 27a	2	23,623,432.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	29,225,690.
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	29,225,690.

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 STATEMENTS			
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 2,489,454.		1,833,443.	656,011.

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			656,011.

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	656,011.
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	1,313,254.	6,066,643.	.216471
2011	547,704.	1,720,173.	.318401
2010	477,952.	1,750,744.	.272999
2009	162,000.	1,956,654.	.082794
2008	245,482.	2,770,730.	.088598

2 Total of line 1, column (d)	2	.979263
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	.195853
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	25,777,507.
5 Multiply line 4 by line 3	5	5,048,602.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,039.
7 Add lines 5 and 6	7	5,056,641.
8 Enter qualifying distributions from Part XII, line 4	8	2,646,252.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☐ and enter 1% of Part I, line 27b		1	16,078.
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	16,078.
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	16,078.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,568.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	21,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	32,568.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16,490.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 16,490. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

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

STMT 11

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **▶ COOKFOUNDATIONGR.ORG**

14 The books are in care of **▶ THOMAS H. CLAUS** Telephone no. **▶ (616) 975-2249**
 Located at **▶ 2900 CHARLEVOIX DR SE, GRAND RAPIDS, MI** ZIP+4 **▶ 49546**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year **▶ 15** **N/A**

16 At any time during calendar year 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? **Yes** **No**
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country **16** **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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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 ☐ 1b X		
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? ☐ Yes ☒ No If "Yes," list the years ▶ _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ 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.) 3b X		
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		

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 H. CLAU	PRESIDENT/DIRECTOR			
2900 CHARLEVOIX DR SE, SUITE 130				
GRAND RAPIDS, MI 49546	10.00	0.	0.	0.
THOMAS M. COOK	CHAIRMAN/DIRECTOR			
2900 CHARLEVOIX DR SE, SUITE 130				
GRAND RAPIDS, MI 49546	0.50	0.	0.	0.
ROBERT D. BROWER	SECRETARY/DIRECTOR			
2900 CHARLEVOIX DR SE, SUITE 130				
GRAND RAPIDS, MI 49546	0.50	0.	0.	0.
CARRIE L. BOER	TREASURER/DIRECTOR			
2900 CHARLEVOIX DR SE, SUITE 130				
GRAND RAPIDS, MI 49546	10.00	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

Form 990-PF (2013)

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

[illegible]

C

Expenses

1	N/A
---	-----

2

3

4

Amount

1	N/A
---	-----

2

All other program-related investments. See instructions.

3

0.

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	23,695,067.
b	Average of monthly cash balances	1b	2,012,878.
c	Fair market value of all other assets	1c	462,113.
d	Total (add lines 1a, b, and c)	1d	26,170,058.
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	26,170,058.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	392,551.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,777,507.
6	Minimum investment return. Enter 5% of line 5	6	1,288,875.

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	1,288,875.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	16,078.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	163.
c	Add lines 2a and 2b	2c	16,241.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,272,634.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,272,634.
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	1,272,634.

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	2,646,252.
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	2,646,252.
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	2,646,252.

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				1,272,634.
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	107,662.			
b From 2009	64,167.			
c From 2010	391,399.			
d From 2011	462,031.			
e From 2012	1,010,484.			
f Total of lines 3a through e	2,035,743.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 2,646,252.				
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				1,272,634.
e Remaining amount distributed out of corpus	1,373,618.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,409,361.			
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	107,662.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	3,301,699.			
10 Analysis of line 9:				
a Excess from 2009	64,167.			
b Excess from 2010	391,399.			
c Excess from 2011	462,031.			
d Excess from 2012	1,010,484.			
e Excess from 2013	1,373,618.			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

Part XVI-A, Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	15,054.		
4 Dividends and interest from securities			18	179,013.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income	531390	10,122.	14	34,464.		
8 Gain or (loss) from sales of assets other than inventory			18	656,011.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		10,122.		884,542.		0.
13 Total. Add line 12, columns (b), (d), and (e)						894,664.

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

[illegible]

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

- | | | 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.					May the IRS discuss this return with the preparer shown below (see instr.)? ☐ Yes ☐ No	
	Signature of officer or trustee <i>[Signature]</i>		Date <i>11/10/14</i>		Title PRESIDENT		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed	PTIN
	Firm's name					Firm's EIN	
	Firm's address					Phone no.	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

PETER C. & EMAJEAN COOK FOUNDATION

Employer identification number

38-2752251

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

PETER C. & EMAJEAN COOK FOUNDATION**38-2752251****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PETER C. COOK TRUST 2900 CHARLEVOIX DR SE, STE 130 GRAND RAPIDS, MI 49546	\$ 25,429,814.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	PETER C. COOK TRUST 2900 CHARLEVOIX DR SE, STE 130 GRAND RAPIDS, MI 49546	\$ 6,329.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
3	PETER C. COOK TRUST 2900 CHARLEVOIX DR SE, STE 130 GRAND RAPIDS, MI 49546	\$ 19,068.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

PETER C. & EMAJEAN COOK FOUNDATION**38-2752251****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	<u>543 SHS CONWERT IMMOBILIEN</u> _____ _____	\$ <u>6,755.</u>	<u>12/10/13</u>
<u>3</u>	<u>8,573 SHS UNITED INDUSTRIAL CORP</u> _____ _____	\$ <u>20,241.</u>	<u>12/10/13</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Employer identification number

38-2752251

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

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

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

SOURCE	AMOUNT
BANK OF HOLLAND	1,335.
CAP 5392 MULTINATIONAL	1.
CAP 6331 SMALL CAP	1.
CAP 7116 WEDGEWOOD	6.
CAP 7146 DIVIDEND	5.
COMERICA BANK 6665	130.
FIDELITY INVESTMENTS	51.
FIFTH THIRD BANK 9160	930.
FIRST COMMUNITY BANK (CD)	563.
FOUNDERS BANK & TRUST 5302	373.
FROM K-1 (BM)	71.
FROM K-1 (CCC)	2.
JP MORGAN CHASE	8,052.
MACATAWA BANK	432.
ML 2641 PUTNAM	9.
ML 2713 ROBECO	4.
ML 2714 TCW	3.
ML 2782 MANAGED	1.
ML 2785 INVESCO	4.
ML 2786 DEL RAY	3.
ML 2787 EPOCH	1.
UBS 4464 MULTINATIONALS	10.
WEST MICHIGAN MOBILE HOME NOTE	3,067.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,054.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPTRUST 5392	9,173.	0.	9,173.
CAPTRUST 5392	7,790.	7,790.	0.
CAPTRUST 6331	7,730.	0.	7,730.
CAPTRUST 6331	15,011.	15,011.	0.
CAPTRUST 7116	7,209.	0.	7,209.
CAPTRUST 7146	19,561.	0.	19,561.
CAPTRUST 7146	2.	2.	0.
FIDELITY	22,840.	0.	22,840.
FIDELITY	27,482.	27,482.	0.
FROM K-1 (CCC)	12.	0.	12.
LPL	2.	0.	2.
MERRILL LYNCH 2641	6,780.	0.	6,780.
MERRILL LYNCH 2641	5,149.	5,149.	0.
MERRILL LYNCH 2713	4,151.	0.	4,151.

MERRILL LYNCH 2713	23.	23.	0.
MERRILL LYNCH 2714	855.	0.	855.
MERRILL LYNCH 2782	6,208.	0.	6,208.
MERRILL LYNCH 2782	697.	697.	0.
MERRILL LYNCH 2785	337.	0.	337.
MERRILL LYNCH 2786	676.	0.	676.
MERRILL LYNCH 2787	330.	0.	330.
OPPENHEIMER 02461	67.	0.	67.
OPPENHEIMER 30298	28,509.	0.	28,509.
OPPENHEIMER 30298	166.	166.	0.
OPPENHEIMER 30306	9,492.	0.	9,492.
OPPENHEIMER 30306	43.	43.	0.
OPPENHEIMER 30322	10,695.	0.	10,695.
OPPENHEIMER 42103	5.	0.	5.
OPPENHEIMER 43788	2,429.	0.	2,429.
OPPENHEIMER 44083	15,432.	0.	15,432.
OPPENHEIMER 44083	7,754.	7,754.	0.
OPPENHEIMER 44893	3.	0.	3.
OPPENHEIMER 44901	2.	0.	2.
UBS 4464	26,515.	0.	26,515.
UBS 4464	14,675.	14,675.	0.
TOTAL TO FM 990-PF, PART I, LN 4	257,805.	78,792.	179,013.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1	<5,410.>	0.	
FROM K-1	15,532.	0.	
JACKSON NATIONAL LIFE INSURANCE CO INC	34,464.	34,464.	
TOTAL TO FORM 990-PF, PART I, LINE 11	44,586.	34,464.	

FORM 990-PF

TAXES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES (FROM DIVIDENDS)	3,171.	3,171.		0.
EXCISE TAX REFUND	<500.>	0.		0.
CALIFORNIA TAX	35.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,706.	3,171.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	77,462.	77,462.		0.
BANK FEES	23.	0.		0.
TO FORM 990-PF, PG 1, LN 23	77,485.	77,462.		0.

FOOTNOTES

STATEMENT

6

PART VII-A, QUESTION 11
 COOK - CASTLE CREEK, INC.
 2900 CHARLEVOIX DR SE, STE 130
 GRAND RAPIDS, MI 49546
 38-3290664
 100% OWNERSHIP - EXCESS BUSINESS HOLDING
 OWNERSHIP TRANSFERRED TO FOUNDATION IN OCTOBER 2012.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 12	23,070,173.	25,088,187.
TOTAL TO FORM 990-PF, PART II, LINE 10B	23,070,173.	25,088,187.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 13	1,208,481.	1,251,254.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,208,481.	1,251,254.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN PRIVATE EQUITY (BM)	COST	46,607.	0.
INVESTMENT IN PRIVATE EQUITY (CCC)	COST	187,867.	193,725.
TOTAL TO FORM 990-PF, PART II, LINE 13		234,474.	193,725.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
WEST MICHIGAN MOBILE HOME NOTE	75,992.	76,059.	20,000.
FORM 1099 INCOME RECEIVABLE	0.	36,075.	36,075.
TO FORM 990-PF, PART II, LINE 15	75,992.	112,134.	56,075.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 11

NAME OF CONTRIBUTOR

ADDRESS

PETER C. COOK TRUST

2900 CHARLEVOIX DR SE STE 130
GRAND RAPIDS, MI 49546

Peter C. and Emajean Cook Foundation
38-2752251
Part II, Balance Sheet

	12/31/2013 Book Value	12/31/2013 Fair Market Value
Line 10b - Investments - Corporate Stock		
3M CO	34,802.98	49,788.75
ABB LTD SPON ADR	13,941.65	14,793.92
ABBVIE INC SHS	4,299.68	5,069.76
ACE LIMITED	15,095.25	17,082.45
ACTAVIS PLC	25,338.24	26,712.00
ACTIVISION BLIZZARD INC	3,562.95	4,083.07
ADIDAS AG SPONSORED ADR	13,565.96	14,708.67
ADOBE SYS INC	78,484.41	100,716.48
ADVANCED SEMICON SPNADR	12,760.23	13,032.00
AETNA INC NEW	51,211.85	53,363.02
AGILENT TECHNOLOGIES INC	27,680.31	34,771.52
AGL RES INC	38,014.40	38,728.60
ALBEMARLE CORP	24,684.35	25,989.90
ALCOA INC	26,442.00	28,828.56
ALLEGHANY CORP	2,610.52	2,799.72
ALLERGAN INC	7,075.41	8,108.84
ALLIANZ SE SPD ADR	11,570.90	12,147.10
ALLISON TRANSMISSION HLDGS INC	45,754.70	46,937.00
ALLSCRIPTS HEALTHCARE SOLUTIONS INC	1,086.51	1,314.10
ALLSTATE CORP DEL COM	38,133.32	39,705.12
ALTRIA GROUP INC	52,763.11	60,041.96
AMADEUS IT HLDG SA SHS EUR	17,170.97	19,630.38
AMADEUS IT HOLDING-UNSP	12,771.14	15,005.25
AMAZON COM INC COM	13,518.34	18,344.34
AMCOR LTD AUS	8,363.22	9,133.30
AMDOCS LIMITED	1,652.82	1,897.04
AMERCO	50,849.13	53,245.15
AMEREN CORP	3,859.79	3,796.80
AMERICAN EXPRESS COMPANY	22,115.61	32,209.15
AMERICAN FINL GROUP INC OHIO	32,102.55	33,477.60
AMERICAN TOWER REIT INC	12,826.57	13,409.76
AMGEN INC.	50,449.58	60,804.64
ANHEUSER-BUSCH INBEV ADR	1,965.55	2,022.74
ANHUI CONCH CEMENT CO'H'	10,835.07	10,489.37
APPLE INC	123,542.81	148,670.30
ARM HLDGS PLC SPD ADR	37,958.65	43,073.30
ARROW ELECTRONICS	2,432.47	3,146.50
ASHLAND INC NEW	38,345.25	39,786.40
ASTRAZENECA PLC	54,224.92	64,238.34
AT&T INC.	52,921.56	52,071.96
ATHENAHEALTH INC	7,322.40	8,877.00
AUTOMATIC DATA PROC	2,396.58	2,423.97
AVAGO TECHNOLOGIES LTD	42,228.89	46,110.49
AVNET INC	2,838.61	3,528.80
AVON PRODS INC	44,511.13	45,787.98
AXA -SPONS ADR	7,308.03	8,255.44
AXIS CAPITAL HOLDINGS LTD	3,217.35	3,853.17
BABCOCK & WILCOX CO NEW	47,412.37	48,549.80
BAE SYS PLC SPN ADR	27,095.55	28,264.85
BAIDU INC SPON ADR	15,818.10	17,610.12
BAKER HUGHES INC	49,691.96	52,165.44
BALFOUR BEATTY PLC SPN ADR	14,591.61	16,156.80
BANCO BRADESCO S A ADR	21,195.45	20,436.43
BANCO DO BRASIL SA-SPON	8,020.67	7,984.53
BANCOLOMBIA S.A SPDS ADR	8,371.62	8,431.44
BANK MANDIRI TBK-UNSPON ADR	8,711.50	8,591.80
BANK OF AMERICA CORP	50,037.54	51,054.03

Peter C. and Emajean Cook Foundation
38-2752251
Part II, Balance Sheet

	12/31/2013 Book Value	12/31/2013 Fair Market Value
BARRICK GOLD CORPORATION	22,099.95	22,901.37
BASF SE NAMEN -AKT	10,639.02	11,236.21
BASF SE SPONSORED ADR	4,565.88	4,742.76
BAXTER INTL INC	45,383.92	47,850.40
BB&T CORPORATION	4,629.27	5,486.04
BCE INC COM	55,962.79	56,623.32
BELGACOM SA DE DROIT PUBLIC SHS	22,075.23	22,977.06
BELLE INTERNAT-UNSPON AD	6,043.67	5,615.11
BENESSE HOLDINGS INC SPONSORED ADRS	7,098.33	7,476.83
BERKSHIRE HATHAWAY INC	65,149.89	75,878.40
BHP BILLITON LTD ADR	28,641.20	28,985.00
BIOGEN IDEC INC	44,173.07	58,150.98
BIOMARIN PHARMACEUTICALS	8,303.18	7,879.20
BLACKROCK EMERGING MKTS LONG SHORT EQ FD CL I	261,442.16	256,346.87
BOEING CO	33,182.29	51,866.20
BOK FINL CORP COM NEW	41,262.94	43,771.20
BOSTON SCIENTIFIC CORP	1,151.62	1,214.02
BP PLC SPONSORED ADR	14,606.95	15,117.71
BRAMBLES LTD SHS	10,482.94	10,548.72
BRITISH AMN TOBACO SPADR	21,341.10	21,376.58
BRITISH SKY BDCT SPD ADR	15,159.34	15,631.94
BRUNSWICK CORP	1,969.76	2,487.24
BUNZL PLC ADR	15,639.72	16,962.30
CA INC	2,895.34	3,802.45
CAMERON INTL CORP	894.96	892.95
CANADIAN NATL RAILWAY CO	10,062.89	10,263.60
CANADIAN NATURAL RES LTD	1,003.18	1,116.72
CAPITAL ONE FINL	6,863.56	8,810.15
CARDINAL HEALTH INC OHIO	1,966.88	2,806.02
CAREFUSION CORP	53,254.44	56,504.58
CARLISLE COS INC	18,288.48	19,056.00
CARLSBERG AS	13,576.72	14,033.50
CARNIVAL CORP PAIRED SHS	11,485.75	12,814.23
CARTER HOLDINGS INC	67,863.70	71,718.21
CBRE GROUP INC CL A	31,019.42	33,690.30
CELGENE CORP	47,421.93	61,166.42
CENOVUS ENERGY INC	6,423.41	6,303.00
CENTRICA PLC SPR ADR NEW	14,984.73	15,924.66
CENTURYLINK INC	4,258.39	4,427.15
CERNER CORP	11,720.41	13,377.60
CGI GROUP INC	13,394.73	11,811.38
CHART INDS INC	42,390.23	40,073.16
CHEUNG KONG HLDG ADR	11,445.09	11,430.63
CHEVRON CORP	48,893.28	52,462.20
CHINA MOBILE LTD SPN ADR	28,116.15	27,818.28
CHINA OILFIELD SRVS HSHS	18,642.47	18,662.93
CHINA SHIPPING CONTAINER	6,538.95	6,513.80
CIELO S A SPONSORED ADR	7,056.70	6,664.00
CISCO SYSTEMS INC.	52,421.75	48,807.68
CIT GROUP	84,146.36	92,843.53
CITIGROUP INC COM NEW	53,397.84	55,549.26
CME GROUP INC	3,743.55	3,530.70
CNOOC LTD ADR	16,840.49	15,575.78
COACH	132,607.27	145,769.61
COCA COLA AMATIL SPD ADR	6,278.25	5,885.00
COGNIZANT TECHNOLOGY	56,477.56	83,308.50
COLONY FINANCIAL INC	897.40	872.47
COMCAST CRP NEW CL A SPL	2,064.00	2,144.84

Peter C. and Emajean Cook Foundation
38-2752251
Part II, Balance Sheet

	12/31/2013 Book Value	12/31/2013 Fair Market Value
COMMERZBANK AG-SPONS ADR	7,315.80	8,932.40
COMMONWEALTH BK AUS-SP ADR	1,829.36	1,806.56
COMPASS GROUP PLC ADR	20,918.08	23,128.99
CONOCOPHILLIPS	51,678.46	60,335.10
CONVERGENCE CORE PLUS FUND	322,262.17	328,688.79
CONVERGENCE CORE PLUS FUND	284,789.83	290,469.16
CONVERGENCE CORE PLUS FUND	7,494.47	7,643.93
CONVERGENCE CORE PLUS FUND	134,900.44	137,590.65
CONVERSANT	1,898.56	2,056.56
CONWERT IMMOBILIEN INVES EUR	6,427.94	7,082.99
CORE LAB N.V. COM	33,692.73	33,989.10
CORRECTIONS CORP OF AMER	45,090.32	44,673.51
COSTCO WHSL CORP	85,434.88	99,381.70
COVANTA HLDG CORP	55,598.90	48,670.50
COVIDIEN PLC SHS NEW	2,799.24	3,268.80
CREDIT SUISSE GP SP ADR	10,087.77	10,708.80
CROWN CASTLE INTL CORP	90,463.77	90,098.61
CUBIC CORP DEL	750.53	789.90
CUMMINS INC	44,729.30	54,273.45
CVS CAREMARK CORPORATION	88,990.28	106,424.59
DAI NIPPON PRTG	7,299.68	7,320.32
DAIMLER A	4,311.55	4,606.76
DANONE-SPONS ADR	14,650.34	14,200.56
DAPHNE INTL HOLDINGS LTD	3,514.25	3,715.58
DEERE CO	1,609.82	1,735.27
DENBURY RES INC	111,354.74	106,170.66
DENSO CORP 6902 JPY	22,369.60	23,814.74
DENSO CP UNSPONSORED ADR	8,738.78	9,469.10
DEUTSCHE BK AG REG SHS	9,138.02	9,744.48
DEUTSCHE BK REGD NPV EUR	7,254.43	7,598.16
DEUTSCHE BOERSE AG SHS	7,618.92	8,563.50
DEUTSCHE POST AG SHS SP ADR	10,491.31	11,523.80
DEUTSCHE TELE AG SPN ADR	14,723.75	16,863.02
DIAGEO GBP PAR ORDINARY	18,582.77	19,908.06
DIAGEO P L C	38,557.57	46,082.16
DIAMOND OFFSHORE DRILLING INC	50,122.49	40,868.56
DIRECTV SHS	3,642.63	3,936.42
DISNEY WALT HOLDING CO	86,758.71	106,348.80
DNB NOR ASA CL A	19,062.48	19,994.31
DOMINION RES INC	32,141.59	37,002.68
DOVER CORP	4,257.45	6,082.02
DOW CHEM CO	2,733.78	3,063.60
DRIL QUIP	5,265.02	5,166.71
DST SYS INC DEL	32,009.40	32,666.40
DU PONTE E I DE NEMOURS & CO	38,619.21	48,467.62
DUKE ENERGY CORP NEW	5,766.38	5,589.81
EATON VANCE CORP COM NON VTG	38,168.58	39,366.80
EBAY INC	97,434.10	102,103.77
ELECTRICITE DE FRANCE EDF SHS	4,911.74	4,752.78
ELECTRONIC ARTS INC	31,697.47	32,138.94
EMC CORP (MASS)	175,858.48	180,753.05
EMERSON ELEC CO	2,579.67	2,666.84
ENCANA CORP	6,674.81	6,534.10
ENDO HEALTH SOLU INC	655.52	1,214.28
ENERGEN CRP COM	3,415.15	3,537.50
ENTERGY CORP NEW	38,743.74	39,860.10
EOG RESOURCES INC	3,217.62	3,692.48
EQUIFAX INC	1,545.84	1,865.43

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	12/31/2013 Book Value	12/31/2013 Fair Market Value
EQUINIX INC	10,262.55	9,582.30
ERICSSON AMERICAN SEK	23,403.85	23,158.08
ERSTE GROUP BANK AG EUR	11,395.81	12,111.48
EURONET WORLDWIDE INC	37,918.42	56,032.35
EVEREST RE GROUP LTD	17,930.84	18,704.40
EXELIS INC	39,825.40	40,788.40
EXPEDITORS INTL WASH INC	38,303.10	39,825.00
EXPRESS SCRIPTS HLDG CO	147,030.75	167,943.84
EXXON MOBIL CORP	6,707.95	7,691.20
FAIRFAX FINL HLDGS LTD	60,061.16	58,808.82
FANUC LTD-UNSP	13,986.97	15,324.29
FASTENAL COMPANY	7,742.23	7,269.03
FEDERATED INVESTRS B	1,364.87	1,670.40
FI CBM HOLDINGS N V. REG. SHS	5,595.20	5,856.60
FIDELITY SELECT IT SERVICES PORTFOLIO	11,152.66	14,433.07
FIDELITY SELECT IT SERVICES PORTFOLIO	3,924.08	5,078.30
FIDELITY SELECT IT SERVICES PORTFOLIO	4,130.61	5,345.58
FIDELITY SELECT IT SERVICES PORTFOLIO	826.12	1,069.12
FIDELITY SELECT IT SERVICES PORTFOLIO	619.59	801.84
FIDELITY SELECT SOFTWARE & COMPUTER	77,697.69	82,054.58
FIDELITY SELECT SOFTWARE & COMPUTER	14,699.56	15,523.84
FIDELITY SELECT SOFTWARE & COMPUTER	6,299.81	6,653.07
FIDELITY SELECT SOFTWARE & COMPUTER	4,199.88	4,435.38
FIDELITY SELECT SOFTWARE & COMPUTER	2,099.94	2,217.69
FIFTH THIRD BANCORP	41,074.71	43,574.16
FIRST REP BK SAN FRANCISCO CAL	47,253.46	58,317.90
FLEXTRONICS INTL LTD	5,476.99	5,656.56
FLUOR CORP NEW DEL COM	994.64	1,204.35
FOMENTO ECNMCO MEX SPADR	5,253.12	5,578.59
FOOT LOCKER INC N Y. COM	1,608.89	2,030.56
FOSTER WHEELER AG	811.18	1,155.03
FUJIFILM HLDGS CORP ADR	14,823.13	16,417.96
FULTON FINL CORP PA	37,405.62	37,946.50
GABELLI EQUITY SER FD	83,139.95	101,553.19
GABELLI EQUITY SER FD	218,789.34	267,245.24
GABELLI EQUITY SER FD	70,012.58	85,518.47
GALAXY ENTMT GROUP LTD SPON ADR	10,739.40	12,651.80
GALLAGHER ARTHUR J & CO	2,002.98	1,971.06
GENERAL ELECTRIC CO	80,965.39	87,930.11
GENUINE PARTS CO	36,040.43	41,595.00
GETINGE AB	18,245.29	19,970.08
GILEAD SCIENCES INC	57,166.65	82,309.60
GLAXOSMITHKLINE PLC ADR	5,008.80	5,018.66
GLOBAL PMTS INC	1,100.35	1,429.78
GOLD FIELDS SP ADR NEW	14,447.69	10,585.60
GOLDMAN SACHS BRIC FD A	12,504.55	12,827.69
GOLDMAN SACHS BRIC FD A	137,550.01	141,104.54
GOOGLE INC CL A	36,271.32	41,050.00
GOOGLE INC CL C	24,159.94	66,121.89
GREAT PLAINS ENERGY INC	37,112.46	37,329.60
GREIF INC CL A	40,253.79	41,396.00
GRUPO TELEvisa SA ADR	14,543.75	15,130.00
GUGGENHEIM S&P MIDCAP 400 PURE GROWTH ETF	100,281.17	120,608.60
GUGGENHEIM S&P SMALLCAP 600 PURE GROWTH ETF	228,164.65	263,774.76
GUGGENHEIM S&P SMALLCAP 600 PURE GROWTH ETF	2,304.70	2,664.40
HACHIJUNI BANK LTD ADR	7,319.52	6,942.66
HALLIBURTON COMPANY	15,940.60	16,493.75
HARDING LOEVNER FDS INC FRONTIER EMERGING MKTS PORT OPEN END	448,874.06	457,999.33

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HARRIS ASSOC INVT TR OAKMARK GLOBAL FD CL I	75,868.96	75,253.06
HARRIS ASSOC INVT TR OAKMARK GLOBAL FD CL I	102,965.03	102,129.17
HARRIS ASSOC INVT TR OAKMARK GLOBAL FD CL I	1,806.40	1,791.74
HCC INS HLDGS INC	79,982.00	84,759.18
HCP REIT	45,732.43	38,499.20
HDFC BANK LTD ADR	13,830.59	13,982.64
HEALTH CARE REIT INC	48,908.80	43,552.41
HENNESSY FOCUS FUND	360,108.00	380,136.94
HENNESSY FOCUS FUND	40,012.00	42,237.44
HENNESSY FOCUS FUND	40,012.00	42,237.44
HENNESSY FOCUS FUND	50,015.00	52,796.80
HENNESSY FOCUS FUND	10,003.00	10,559.36
HEWLETT PACKARD CO	58,178.08	59,821.24
HEXCEL CORP	75,376.81	102,384.79
HITACHI CORP	13,402.56	13,790.98
HOLOGIC INC	34,316.18	34,642.50
HOME RETAIL GROUP PLC	14,662.32	15,068.28
HONEYWELL INTERNATIONAL INC	1,947.22	2,010.14
HOST HOTELS & RESORT	72,143.20	78,129.36
HSBC HOLDINGS PLC	39,456.12	40,244.90
HSBC HOLDINGS PLC .SUSD	9,061.65	9,380.12
HUANENG PWR INTL SP ADR	7,358.11	7,431.25
HUMANA INC	54,798.61	60,383.70
HUNTINGTON INGALLS INDS INC	1,071.76	1,800.20
HUNTINGTON BANCSHRS INC MD	2,027.35	2,682.70
HUTCHISON WHAMPOA ADR	12,339.36	13,382.40
IAC INTERACTIVECORP	1,390.15	1,922.23
ICICI BANK LTD SPD ADR	13,924.29	14,496.30
ICON PLC	16,637.14	17,580.96
IDEX CORP	50,460.03	66,981.95
ILLINOIS TOOL WORKS INC	2,519.39	3,195.04
IMPERIAL TOB GRP SPS ADR	19,465.62	19,522.78
INDRA SISTEMAS SA SHS	21,835.35	25,457.50
INDUSTRIAL AND COML BK H SHS	6,962.26	6,626.89
INDUSTRL AND COMMRL BNK OF CHN	12,589.49	11,963.98
INTEGRA L HLDGS CORP NEW	1,042.34	1,383.59
INTEGRYS ENERGY GROUP INC	2,149.66	2,067.58
INTEL CORP	104,494.16	121,209.85
INTERNATIONAL FLAVORS&FRAGRANC	29,366.40	30,093.00
INTERSIL CORP CL A	24,414.80	24,697.06
INTESA SANPAOLO SPON ADR	9,212.92	10,031.45
ISHARES ETF GLOBAL CONSUMER DISCRETIONARY	83,297.51	86,891.63
ISHARES ETF GLOBAL CONSUMER DISCRETIONARY	13,882.92	14,481.94
ISHARES ETF GLOBAL CONSUMER DISCRETIONARY	74,620.69	77,840.43
ISHARES ETF GLOBAL CONSUMER DISCRETIONARY	1,735.36	1,810.24
ISHARES ETF GLOBAL HEALTHCARE	98,909.56	102,472.78
ISHARES ETF GLOBAL HEALTHCARE	5,205.77	5,393.31
ISHARES ETF GLOBAL HEALTHCARE	69,410.22	71,910.72
ISHARES MSCI BRZ CAP	239,593.66	223,254.79
ISHARES MSCI BRZ CAP	63,689.46	59,346.21
ISHARES SILVER TR	88,537.41	69,563.78
ISHARES TR - RUSSELL	418,094.16	551,779.11
ISHARES TR - RUSSELL	4,223.17	5,573.52
ITAU UNIBANCO BANCO HOLD SA SPONSORED ADR	6,409.52	6,581.45
ITOCHU TECHNO-SOLUTIONS CORP CTC SHS	6,994.24	7,243.17
JACOBS ENGR GROUP INC	72,978.93	81,635.04
JNL/AMERICAN FUNDS INT'L	135,248.48	135,248.48
JNL/FR TEMP SM CAP VALUE	135,882.51	135,882.51

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JNL/FRANKLIN TEMPLETON INT'L SMALL CAP GROWTH	132,414.65	132,414.65
JNL/INVESCO GLOBAL REAL ESTATE	104,914.48	104,914.48
JNL/IVY ASSET STRATEGY	123,125.54	123,125.54
JNL/PPM AMERICA FLOATING RATE INCOME	142,686.01	142,686.01
JNL/S&P DIVIDEND INCOME & GROWTH	179,122.01	254,122.01
JNL/T. ROWE PRICE MID-CAP GROWTH	81,070.19	81,070.19
JOHNSON & JOHNSON	179,869.38	191,423.10
JONES (THE) GROUP INC	1,565.68	1,825.12
JONES LANG LASALLE INC	42,720.50	44,027.70
JP MORGAN CHASE & CO	135,676.78	149,416.40
JPM HIGH YIELD FD-A	11,678.39	11,493.59
JPM HIGH YIELD FD-A	14,598.00	14,366.99
JPMORGAN LARGE CAP GROWTH CLASS A	4,900.00	5,939.05
JPMORGAN LARGE CAP GROWTH CLASS A	100.00	121.21
KAO CORP SPD ADR	14,624.58	13,482.90
KEPPEL LTD SPONS ADR	10,940.85	10,934.70
KIMBERLY CLARK CORP	40,743.50	45,962.40
KINDER MORGAN MANAGEMENT LLC	57,905.79	57,545.36
KINGFISHER PLC SP ADR	8,522.64	8,782.56
KLA TENCOR CORP	39,157.80	40,803.18
KNOWLES CORPORATION	569.92	633.36
KOHL'S CORP WISC PV 1CT	4,039.82	4,880.50
KOMATSU NEW NEW SPNSADR	8,396.64	8,067.36
KOMERCNI BANKA AS CZK	7,310.00	7,566.91
KONINKLIJKE AHOLD NV ADR	14,668.50	14,858.25
KORN/FERRY INTL PV \$0.10	1,084.68	1,541.08
KRAFT FOODS GROUP INC	3,469.49	5,552.73
KROGER CO	108,128.62	113,727.81
KT CORP ADR	21,936.46	21,085.66
LAUDER ESTEE COS INC CL A	80,141.59	92,568.28
LEAR CORP SHS	4,399.39	6,234.69
LEXMARK INTL INC CL A	1,055.64	1,420.80
LILLY ELI & CO	95,010.95	98,685.00
LINCOLN NATL CORP IND	56,104.74	57,349.82
LINKEDIN CORP CL A	8,559.79	8,239.54
LLOYDS BANKING GROUP PLC ADR	9,112.31	9,975.00
LOCKHEED MARTIN CORP	4,781.43	5,054.44
LOEWS CORP	4,139.67	4,582.80
LORD ABBETT SHORT DURATION INCOME FUND CLASS F	192.19	190.79
LORD ABBETT SHORT DURATION INCOME FUND CLASS F	48.05	47.70
LORILLARD INC	7,479.08	7,196.56
LSI CORPORATION	1,831.84	2,692.54
M & T BANK CORP	61,127.38	61,819.02
MACYS INC	2,527.22	3,150.60
MAINSTAY MARKETFIELD FUND CLASS A	950.12	1,014.37
MAINSTAY MARKETFIELD FUND CLASS A	600.07	640.65
MAINSTAY MARKETFIELD FUND CLASS A	2,700.33	2,882.94
MAINSTAY MARKETFIELD FUND CLASS A	250.03	266.94
MAINSTAY MARKETFIELD FUND CLASS A	400.05	427.10
MANPOWERGROUP	2,255.04	2,919.24
MARKEL CORP	47,822.70	49,329.75
MASCO CORP	1,639.83	1,935.45
MATTEL INC	3,626.80	3,806.40
MATTHEWS ASIAN GROWTH & INCOME FUND	85,397.73	86,335.03
MATTHEWS ASIAN GROWTH & INCOME FUND	1,028.89	1,040.18
MCDONALDS CORP COM	2,164.40	2,134.66
MCKESSON CORPORATION COM	2,974.59	4,035.00
MEAD JOHNSON NUTRTION CO	6,533.98	7,035.84

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	12/31/2013 Book Value	12/31/2013 Fair Market Value
MEDTRONIC INC	3,327.84	3,787.74
MERCK & CO INC	116,260.20	126,526.40
METLIFE INC	59,599.80	68,262.72
MFS GLOBAL EQUITY FD CL I	185,093.28	189,806.48
MFS GLOBAL EQUITY FD CL I	297,123.42	304,689.33
MFS GLOBAL EQUITY FD CL I	4,870.88	4,994.91
MICROCHIP TECHNOLOGY INC	2,486.77	2,550.75
MICROSEMI CORP	891.74	998.00
MICROSOFT CORP	157,634.06	176,350.74
MID-AMER APT CMNTYS INC REIT	41,328.82	41,910.60
MINDRAY MED INTL SPN ADR	10,296.69	9,926.28
MONDELEZ INTL INC	86,012.08	100,428.50
MONSTER BEVERAGE CORP	21,501.81	28,802.25
MRC GLOBAL INC	1,845.14	2,064.64
MS&AD INS GROUP HLDGS UNSP ADR	7,316.80	7,209.20
MUENCHENER RUECK-UNSPON	3,747.04	3,913.89
NATIONAL BANK HOLD-CL A	1,526.63	1,690.60
NATIONAL GRID PLC SP ADR	5,552.25	5,748.16
NATIONAL OILWELL VARCO INC.	31,410.14	39,605.94
NAVIENT CORP	1,561.52	-
NESTLE S A REP RG SH ADR	13,700.01	13,761.33
NETEASE.COM INC ADR	1,192.78	1,257.60
NEUSTAR INC.	79,529.13	80,224.74
NEWELL RUBBERMAID INC	1,600.28	2,139.06
NEXTERA ENERGY INC	42,736.15	49,231.50
NIKE	72,022.62	93,817.52
NINTENDO LTD ADR	11,030.47	11,225.64
NIPPON STEEL SUMITOMO JPY	11,567.90	12,059.75
NOBLE CORP PLC USD0.01	46,709.00	48,711.00
NORDSTROM INC	85,156.21	90,289.80
NORSK HYDRO ASA (NO)	7,328.13	7,955.57
NOVARTIS ADR	56,350.69	58,114.74
NOVO NORDISK A S ADR	8,107.85	8,683.72
NOW INC	3,036.64	2,729.68
NTT DOCOMO INC SPD ADR	14,669.71	15,057.12
OAKMARK INTERNATIONAL CL I	488,486.27	500,403.83
OAKMARK INTERNATIONAL CL I	20,567.84	21,069.63
OAKMARK INTERNATIONAL CL I	5,141.96	5,267.41
OCCIDENTAL PETE CORP CAL	7,925.66	8,749.20
OCEANEERING INTL INC	6,990.71	6,862.56
OMNICOM GROUP COM	85,612.44	92,218.80
ON SEMICONDUCTOR CRP COM	2,080.77	2,315.44
ONEBEACON INSURANCE GRP	1,925.88	2,072.42
ORACLE CORP.	83,892.37	105,061.96
ORIENT OVERSEAS	11,628.12	11,498.33
ORKLA AS A SHS ADR	26,584.49	26,944.35
PARKER HANNIFIN CORP	2,868.01	3,859.20
PARTNERRE LTD	64,077.48	75,487.88
PATTERSON COMPANIES INC	30,007.40	30,900.00
PEARSON SPONSORED ADR	3,504.95	3,606.40
PEOPLES UNITED FINANCIAL INC	33,310.80	34,473.60
PEPSICO INC	4,725.02	4,976.40
PERKINELMER INC	23,674.68	24,738.00
PERRIGO COMPANY PLC	57,009.63	56,319.82
PFIZER INC	6,153.86	6,799.86
PHILIP MORRIS INT'L INC.	48,282.16	52,190.87
PHILLIPS 66	3,436.60	4,242.15
PHILPPNE L D TEL ADR	1,856.65	1,802.40

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	12/31/2013 Book Value	12/31/2013 Fair Market Value
PIONEER NAT RES CO.	67,296.96	79,518.24
PLUM CREEK TIMBER CO INC REIT	45,802.91	46,975.10
POSCO SPN ADR	10,525.07	10,608.00
POTASH CORP SASKATCHEWAN	2,388.05	2,472.00
PPL CORPORATION	4,863.22	4,754.22
PRAXAIR INC	8,743.05	9,622.22
PRECISION CASTPARTS	10,896.41	13,465.00
PRICELINE COM INC	30,100.14	47,658.40
PRUDENTIAL FINANCIAL INC	3,674.74	5,256.54
PT INDOFOOD SUKSES (SL)	6,396.37	6,141.64
PUBLIC SVC ENTERPRISE GROUP	35,296.89	35,564.40
PUBLICIS GROUPE SPON ADR	18,311.55	19,524.50
PUTNAM EQUITY SPECTRUM FUND CL Y	105,600.00	131,971.97
PUTNAM EQUITY SPECTRUM FUND CL Y	68,640.00	85,781.78
PUTNAM EQUITY SPECTRUM FUND CL Y	29,040.00	36,292.29
PUTNAM EQUITY SPECTRUM FUND CL Y	55,440.00	69,285.28
PUTNAM EQUITY SPECTRUM FUND CL Y	5,280.00	6,598.60
PVH CORP	54,536.76	57,264.42
QUALCOMM INC.	156,001.34	189,931.50
QUANTA SVCS INC	52,247.57	55,419.36
R R DONNELLEY SONS	30,876.18	34,009.56
RAYMOND JAMES FINL INC	1,800.87	2,244.17
RAYTHEON CO	47,083.32	65,757.50
REED ELSEVIER P L C SPONSORED ADR NEW	24,698.85	26,061.70
REGAL ENTMT GROUP CL A	2,686.30	2,664.65
RELIANCE STEEL & ALUMINUM CO	79,414.82	88,505.28
REYNOLDS AMERICAN INC	5,483.92	5,398.92
RIO TINTO PLC SPNSRD ADR	13,904.58	15,179.67
ROBERT HALF INTL INC	16,190.40	16,796.00
ROCHE HLDG LTD SPN ADR	25,357.83	25,763.40
ROCHE HOLDINGS GENUSH FN CHF	18,370.63	19,614.32
ROGERS COMMUNICATIONS B	10,206.12	10,407.50
ROPER INDUSTRIES INC. NEW	37,428.24	43,406.84
ROSETTA RESOURCES INC.	927.12	864.72
ROSS STORES INC	65,824.71	79,725.52
ROY DUT SHELL PLC A AMST	8,462.36	9,031.01
ROYAL DUTCH SHELL PLC SPON ADR B	85,453.28	90,732.88
ROYAL DUTCH SHELL PLC SPONS ADR A	6,690.78	7,055.73
RYDEX NASDAQ 100 INV CLASS	101,582.47	122,080.79
RYDEX NASDAQ 100 INV CLASS	7,814.04	9,390.83
RYDEX NASDAQ 100 INV CLASS	1,116.29	1,341.55
RYDEX NASDAQ 100 INV CLASS	1,116.29	1,341.55
RYMAN HOSPITALITY PPTYS INC	40,499.80	40,526.60
SALESFORCE COM INC	14,036.80	15,673.96
SANOFI ADR	31,528.43	32,178.00
SAP AG SHS	21,931.54	23,440.66
SCHLUMBERGER LTD	46,613.76	52,804.46
SCHOELLER BLECKMAN ATS	16,884.11	17,872.22
SCHWAB CHARLES CORP NEW	4,989.70	6,630.00
SEAGATE TECH PLC SHS	885.72	1,291.68
SEALED AIR CORP NEW	41,349.10	44,265.00
SECOM CO LTD 9735 JPY	15,484.20	15,804.00
SECOM CO LTD ADR	22,000.68	21,242.52
SEI INVESTMENTS	51,995.41	62,305.62
SEVEN AND I HOLDINGS CO LTD SHS	6,975.00	7,442.00
SEVERN TRENT PLC SHS ADR	2,286.90	2,229.07
SHANGHAI ELECTRC ADR LTD	14,742.80	14,605.29
SHAW COMMUNICATIONS B CV	2,956.79	3,115.52

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Part II, Balance Sheet

	12/31/2013 Book Value	12/31/2013 Fair Market Value
SHIN-ETSU CHEM-UNSPON	12,780.72	12,745.80
SHIRE PLC .05 GBP	24,846.32	26,263.33
SHIRE PLC-ADR	13,793.95	14,411.58
SHISEIDO LTD SPONSRD ADR	14,692.27	13,582.15
SIEMENS AG ADR	21,926.04	23,408.19
SILVER WHEATON CORP	5,847.66	4,381.23
SLM CORP	874.73	3,048.48
SMC CORP JAPAN	7,383.96	8,042.22
SMITH-NPHW PLC SPADR NEW	11,395.64	12,339.28
SOCIETE GENERALE A SH 1.25	11,490.79	12,275.35
SOUTHERN COMPANY	4,167.11	4,152.11
SPDR GOLD TR	97,537.49	85,348.20
SPDR S&P 500 ETF TRUST SER 1	75,791.91	94,191.90
SPDR SERIES TRUST S&P 500 GROWTH	42,786.81	56,665.11
SPDR SERIES TRUST S&P 500 GROWTH	5,970.25	7,906.76
SPDR SERIES TRUST S&P 500 GROWTH	995.04	1,317.79
SPLUNK INC COM	6,317.96	7,897.05
SSE PLC SPONSORED ADR	4,744.38	4,870.64
STANLEY BLACK & DECKER INC	1,254.50	1,210.35
STAPLES INC	46,299.07	48,099.03
STARBUCKS CORP	11,932.93	12,934.35
STATE STREET CORP	3,371.93	3,963.06
STATOIL ASA SHS	14,257.69	15,250.16
STERICYCLE INC	44,758.11	54,019.05
SUBSEA 7 SA	12,185.34	12,457.99
SUMITOMO MITSUI TR HLDGS INC SPONSORED ADR	7,335.00	7,935.00
SUNCOR ENERGY INC NEW	29,162.97	28,285.35
SUSA EUROPEAN EQUITIES FUND	671,000.00	734,873.83
SVENSKA HANDELSBANKEN AB SHS	1,743.44	1,875.68
SWEDBANK A B ADR	9,441.36	10,644.56
SWISSCOM AG ADR	5,921.80	6,135.24
SYNGENTA AG ADR	11,960.86	12,150.88
SYNOPSIS INC	42,411.57	44,221.30
SYSCO CORP	57,106.80	65,521.50
T ROWE PRICE EMERGING MKTS BD	10,439.93	10,267.66
T ROWE PRICE EMERGING MKTS BD	2,087.98	2,053.53
TAIWAN S MANUFCTRING ADR	13,220.08	13,114.88
TARGET CORP.	5,067.67	5,124.87
TCW EMERGING MARKETS INCOME I SHARE	7,918.48	7,883.58
TCW EMERGING MARKETS INCOME I SHARE	10,557.98	10,511.45
TE CONNECTIVITY LTD REG SHS	52,443.86	56,212.20
TECO ENERGY INC	3,809.87	3,827.28
TELSTRA CORP ADR	4,522.05	4,570.80
TERNA SPA-UNSPONSORED ADR	5,216.77	5,373.46
TERRENO REALTY CORP SHS	650.19	690.30
TESCO PLC SPNRD ADR	21,977.79	21,605.72
TEVA PHARMACTCL INDS ADR	33,835.24	33,667.20
TEXTRON INC	862.08	1,102.80
THE ADT CORPORATION	43,500.66	44,112.30
THOR INDUSTRIES INC	1,995.35	2,430.12
THORNBURG DEVELOPING WORLD FUND CLASS I	49,419.80	51,499.68
THORNBURG DEVELOPING WORLD FUND CLASS I	39,015.63	40,657.64
THORNBURG DEVELOPING WORLD FUND CLASS I	150,860.44	157,209.55
THORNBURG DEVELOPING WORLD FUND CLASS I	18,207.29	18,973.57
THORNBURG DEVELOPING WORLD FUND CLASS I	2,601.04	2,710.51
THORNBURG INTL VALUE FD-A	40,400.00	41,756.87
THORNBURG INTL VALUE FD-A	439,350.00	454,105.92
THORNBURG INTL VALUE FD-A	5,050.00	5,219.61

Peter C. and Emajean Cook Foundation
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Part II, Balance Sheet

	12/31/2013 Book Value	12/31/2013 Fair Market Value
THORNBURG INTL VALUE FD-A	20,200.00	20,878.43
TIFFANY & CO NEW	7,989.94	9,463.56
TIME WARNER INC SHS	1,938.29	2,021.88
TIMKEN COMPANY	825.64	1,101.40
TIMKENSTEEL CORP	343.71	371.60
TJX COS INC NEW	90,858.60	95,595.00
TNT EXPRESS NV SHS ADR	21,957.42	23,106.50
TORCHMARK CORP	2,691.93	3,516.75
TOTAL S.A. SP ADR	21,843.19	22,302.28
TOTAL SYS SVCS INC	1,141.05	1,231.36
TOUCHSTONE SANDS CAP SEL GRWTH Z	83,217.69	105,838.43
TOUCHSTONE SANDS CAP SEL GRWTH Z	2,573.74	3,273.35
TOYOTA MOTOR CORP ADR	13,635.33	13,167.36
TRANSCANADA CORP	10,517.69	10,684.44
TRANSOCEAN LTD	12,115.29	12,404.42
TRAVELERS COMPANIES INC	41,964.66	52,151.04
TRW AUTOMOTIVE HLDGS CRP	1,000.78	1,041.46
TWEEDY BROWNE GLOBAL VALUE FUND	320,239.50	316,224.28
TWEEDY BROWNE GLOBAL VALUE FUND	76,056.87	75,103.27
TYSON FOODS INC CL A	1,829.00	2,308.74
UBS AG REG	7,063.80	7,546.00
ULTRA PETROLEUM CORP	24,089.66	26,001.65
UNILEVER N V	53,291.03	54,350.73
UNILEVER PLC .03 GBP	9,153.63	9,619.27
UNITED INDUSTRIAL CORP	19,117.09	20,214.81
UNITED UTILS GROUP ADR GBP	4,155.09	4,291.77
UNITEDHEALTH GROUP INC	2,273.61	2,710.80
UNIVERSAL HLTH SVCS INC CL B	24,823.56	25,190.60
VALEANT PHARMACEUTICALS INTERNATIONAL	69,475.89	100,610.51
VALIDUS HOLDINGS LTD	3,551.99	4,029.00
VALMONT INDS INC	38,583.54	40,262.40
VAN ECK GLOBAL HARD ASSETS CL A	157,220.26	161,911.80
VAN ECK GLOBAL HARD ASSETS CL A	36,281.60	37,364.26
VAN ECK GLOBAL HARD ASSETS CL A	6,046.93	6,227.38
VAN ECK GLOBAL HARD ASSETS CL A	2,015.64	2,075.79
VARIAN MED SYSTEMS INC	34,974.47	38,456.55
VECTREN CORP	45,464.09	46,505.00
VERISK ANALYTICS INC	44,010.16	48,567.08
VERIZON COMMUNICATION	3,965.50	3,882.06
VIACOM INC NEW CL B	2,314.95	2,794.88
VINCI SA ADR	4,995.94	5,250.74
VIRTUS EMERGING MKTS OPP FD CL I	48,422.86	47,165.67
VIRTUS EMERGING MKTS OPP FD CL I	338,960.06	330,159.71
VIRTUS EMERGING MKTS OPP FD CL I	8,070.47	7,860.94
VIRTUS EMERGING MKTS OPP FD CL I	4,035.24	3,930.47
VISA INC CLASS A	46,351.95	62,795.76
VISHAY INTERTECHNLGY	2,014.00	2,174.64
VIVENDI SHS UNSP ADR	3,490.09	3,639.06
VMWARE, INC.	6,971.50	7,445.93
VODAFONE GROUP PLC NEW	100,109.96	132,120.91
VOLKSWAGEN A G ADR	9,744.54	10,497.84
W R BERKLEY CORP	1,096.83	1,128.14
WABTEC	62,878.42	90,015.24
WADDELL & REED FINANCIAL INC. CL A	41,634.99	54,700.80
WAL-MART STORES INC	34,357.00	36,984.30
WASTE MANAGEMENT INC	1,977.14	1,929.41
WEATHERFORD INTERNATIONAL PLC	18,000.11	19,470.93
WEICHAI PWR CO LTD 1.HKD	13,154.54	12,215.84

Peter C. and Emajean Cook Foundation
38-2752251
Part II, Balance Sheet

	12/31/2013 Book Value	12/31/2013 Fair Market Value
WELLPOINT INC	1,731.72	2,309.75
WELLS FARGO & CO NEW DEL	7,275.51	8,353.60
WESTPAC BANKING ADR	2,425.14	2,353.05
WHITE MTNS INS GRP LTD	55,963.91	57,292.60
WHITING PETE CORP NEW	37,522.80	38,978.10
WHOLE FOODS MKT INC	81,913.09	87,149.81
WISDOMTREE DIVIDEND EX-FINANCIALS FUND	177,251.48	201,996.06
WISDOMTREE DIVIDEND EX-FINANCIALS FUND	72,398.49	82,505.43
WISDOMTREE EMERGING MRKT EQUITY INCOME	261,095.18	252,598.50
WISDOMTREE EUROPE SMALL CAP DIVIDEND FUND	254,389.87	306,310.84
WISDOMTREE MIDCAP DIVIDEND FUND	2,442.38	2,848.71
WISDOMTREE MIDCAP DIVIDEND FUND	241,795.90	282,022.96
WISDOMTREE S/C DVD FD	258,416.79	287,090.65
WM MORRISON SUPERMARKETS PLC SHS	1,703.52	1,705.86
WOLTERS KLUWR NV SPN ADR	22,045.40	22,624.29
WPP PLC NEW/ADR	21,821.86	23,431.44
WPX ENERGY INC	71,065.14	74,611.18
WSTN DIGITAL CORP	1,884.61	2,265.30
XEROX CORP	57,675.02	61,142.08
YARA INTL ASA SP ADR	4,435.25	4,335.93
ZEBRA TECHNOLOGIES CORP CL A	32,022.84	34,070.40
TOTAL Investments - Corporate Stock	23,070,173.11	25,088,187.50

Peter C. and Emajean Cook Foundation
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Part II, Balance Sheet

	<u>12/31/2013</u> Book Value	<u>12/31/2013</u> Fair Market Value
Line 10c - Investments - Corporate Bonds		
GABELLI EQUITY SER FD	65,636.80	80,173.57
GOLDMAN SACHS BRIC FD A	6,252.27	6,413.84
HSBC USA INC BUFFERED 04/29/2015	100,000.00	129,980.00
JPM HIGH YIELD FD-A	265,683.57	261,479.24
JPMORGAN CHASE BANK ANNUAL INCOME NOTE DUE 04/29/16	100,000.00	104,110.00
JPMORGAN CHASE BANK CD ETF EFFICIENTE DUE 04/28/17	100,000.00	103,530.00
JPMORGAN CHASE BANK CD OPTIMAX MRKT IDX DUE 04/28/17	100,000.00	98,980.00
LORD ABBETT SHORT DURATION INCOME FUND CLASS F	4,564.54	4,531.29
MAINSTAY MARKETFIELD FUND CLASS A	100.01	106.78
MATTHEWS ASIAN GROWTH & INCOME FUND	16,462.21	16,642.90
T ROWE PRICE EMERGING MKTS BD	196,270.75	193,032.04
TCW EMERGING MARKETS INCOME I SHARE	245,472.95	244,391.09
TWEEDY BROWNE GLOBAL VALUE FUND	4,003.00	3,952.81
VIRTUS EMERGING MKTS OPP FD CL I	4,035.24	3,930.47
TOTAL Investments - Corporate Bonds	1,208,481.34	1,251,254.03

PETER C. AND EMAJEAN COOK FOUNDATION

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DECEMBER 31, 2013

CHARITABLE CONTRIBUTIONS

Name	Address	Relationship	Recipient Status	Purpose of Grant	Amount
Abounding Hope Ministries	3050 Alden Nash SE	Lowell, MI 49331	Public Charity	General Support	2,500.00
Afterword Music Ministry	4455 Burton Forest Drive SE	Grand Rapids, MI 49546	Public Charity	General Support	15,000.00
Afterword Music Ministry	4455 Burton Forest Drive SE	Grand Rapids, MI 49546	Public Charity	Prison Christmas Concerts	2,000.00
Aquinas College	1607 Robinson Road SE	Grand Rapids, MI 49506	Public Charity	Sports and Fitness Center	250,000.00
Aquinas College	1607 Robinson Road SE	Grand Rapids, MI 49506	Public Charity	Scholarship Fund	2,000.00
Association for the Blind and Visually Impaired	456 Cherry Street SE	Grand Rapids, MI 49503	Public Charity	General Support	2,500.00
Audio Scripture Ministries	760 Waverly Road	Holland, MI 49423	Public Charity	General Support	4,000.00
Audio Scripture Ministries	760 Waverly Road	Holland, MI 49423	Public Charity	Audio Recorders	10,000.00
Baxter Community Center	835 Baxter SE	Grand Rapids, MI 49506	Public Charity	General Support	11,000.00
Baxter Community Center	835 Baxter SE	Grand Rapids, MI 49506	Public Charity	Early Childhood Initiative	10,000.00
Beile Maer K-1 Activity	P O Box 294	Grand Rapids, MI 49501	Public Charity	General Support	52.00
Bethany Christian Services	600 Hoffman Drive	Watertown, WI 53094	Public Charity	General Support	6,250.00
Bethesda Lutheran Communities	235 Straight NW	Grand Rapids, MI 49504	Public Charity	General Support	5,000.00
Boys and Girls Club of Grand Rapids Youth Commonweath	3201 Burton Street SE	Grand Rapids, MI 49546	Public Charity	2013 January Sales Sponsor	1,500.00
Calvin College	2995 North Lakeshore Drive	Holland, MI 49424	Public Charity	Chapel - Capital	5,000.00
Camp Geneva	224 Carner Street NE	Grand Rapids, MI 49505	Public Charity	Medication Assistance Program	125,000.00
Catherine's Health Center	540 Cherry Street SE	Grand Rapids, MI 49503	Public Charity	Wyoming Community Health Center Capital Campaign	11,000.00
Cherry Street Health Services	1870 Leonard Street NE	Grand Rapids, MI 49505	Public Charity	Project Hope Sponsor	50,000.00
Christian Counseling Center	One South Harbor Avenue, Suite 3	Grand Haven, MI 49417	Public Charity	General Support	5,000.00
Council Of Michigan Foundations	651 Taylor Drive	Xenia, OH 45385	Public Charity	General Support	2,000.00
CRU	805 Leonard Street NW	Grand Rapids, MI 49503-1138	Public Charity	Athletes in Action	2,000.00
D A Blodgett - St. John's	6191 Kraft Avenue SE	Grand Rapids, MI 49512	Public Charity	General Support	10,000.00
Davenport University	101 Sheldon Boulevard SE, Suite 2	Grand Rapids, MI 49503	Public Charity	Excellence in Business Sponsor - Student Scholarships	25,000.00
Dwelling Place	1145 West Oakland	Grand Rapids, MI 49503	Public Charity	Harkner Project - Capital	100,000.00
Ele's Place	1145 West Oakland	Lansing, MI 48915	Public Charity	Healing Hearts Society Sponsor	10,000.00
Ele's Place	1000 East Ballline NE	Lansing, MI 48915	Public Charity	General Support	2,000.00
Frederik Meijer Gardens	1593 Galbraith Avenue, Suite 202	Grand Rapids, MI 49525	Public Charity	Japanese Garden	66,667.00
Gainey Foundation	3213 Walker Avenue NW	Grand Rapids, MI 49544	Public Charity	Two Moose Camp	1,000.00
Gerald R. Ford Council, Boy Scouts of America	3213 Walker Avenue NW	Grand Rapids, MI 49544	Public Charity	General Support	10,000.00
Gerald R. Ford Council, Boy Scouts of America	3213 Walker Avenue NW	Grand Rapids, MI 49544	Public Charity	Building Character Celebration - Eagle Scouts	5,000.00
Gerald R. Ford Council, Boy Scouts of America	3213 Walker Avenue NW	Grand Rapids, MI 49544	Public Charity	General Support	1,650.00
Gerald R. Ford Council, Boy Scouts of America	303 Pearl Street NW	Grand Rapids, MI 49504	Public Charity	Troop 334 General Support	3,000.00
Gilda's Club Grand Rapids	1806 Bridge Street NW	Grand Rapids, MI 49504	Public Charity	Student Learning Center	150,000.00
Gilda's Club Quad Cities	1234 East River Drive	Davenport, IA 52803	Public Charity	General Support	25,000.00
Grand Rapids Art Museum	101 Monroe Center	Grand Rapids, MI 49503	Public Charity	Education Program	500.00
Grand Rapids Community Foundation	185 Oakes Street SW	Grand Rapids, MI 49503	Public Charity	Grand Rapids Police Dept Awards	10,000.00
Grand Rapids Community Foundation	185 Oakes Street SW	Grand Rapids, MI 49503	Public Charity	Noothoak Fund 1999 Endowment Pledge	2,000.00
Grand Valley State University	P O Box 2005	Grand Rapids, MI 49501	Public Charity	Scholarship Fund	50,000.00
Grand Rapids University Preparatory Association	PO Box 3127	Grand Rapids, MI 49501-3127	Public Charity	General Support	2,000.00
Grandville Avenue Academy For The Arts	844 Grandville Avenue SW	Grand Rapids, MI 49503	Public Charity	Librarian Support	100,000.00
Grandville Avenue Academy For The Arts	844 Grandville Avenue SW	Grand Rapids, MI 49503	Public Charity	Program Director Support	50,000.00
Grandville Avenue Academy For The Arts	844 Grandville Avenue SW	Grand Rapids, MI 49503	Public Charity	Summer Programs Support	50,000.00
Grandville Avenue Academy For The Arts	844 Grandville Avenue SW	Grand Rapids, MI 49503	Public Charity	Homework House Project	10,000.00
Gundling Light Mission	P O Box 1703	Grand Rapids, MI 49501-1703	Public Charity	Iron House II Support	10,000.00
Habitat for Humanity	425 Pleasant SW	Grand Rapids, MI 49503	Public Charity	Brush with Kindness Initiative	15,000.00
Habitat for Humanity	425 Pleasant SW	Grand Rapids, MI 49503	Public Charity	The House that Andy Built	50,000.00
Heartside Ministry	54 South Division	Grand Rapids, MI 49503	Public Charity	General Support	10,000.00
Holland Home	2121 Raybrook SE	Grand Rapids, MI 49546	Public Charity	General Support	15,000.00
Home Repair Services	1100 Division Avenue S	Grand Rapids, MI 49507	Public Charity	General Support	3,000.00
Hope College	P O Box 9000	Holland, MI 49422	Public Charity	Cook Apartments	5,000.00
Hope College	P O Box 9000	Holland, MI 49422	Public Charity	Scholarship Fund	250,000.00
Hospice of Michigan	989 Spaulding SE	Grand Rapids, MI 49301	Public Charity	Community Outreach Coordinator Support	1,000.00
In Faith	P O Box 370 672 Conestoga Road	Villanova, PA 19085	Public Charity	General Support	75,000.00
In The Image	1823 South Division Avenue	Grand Rapids, MI 49507	Public Charity	General Support	2,500.00
Inner City Christian Federation	920 Cherry Street SE	Grand Rapids, MI 49506	Public Charity	Maintenance Van and Asset Management Software	1,500.00
Jentzen Franklin Ministries	P O Box 315	Gainesville, GA 30503	Public Charity	Halt Market Place	34,100.00

PETER C. AND EWAJEAN COOK FOUNDATION
38-2752251
DECEMBER 31, 2013
CHARITABLE CONTRIBUTIONS

Name	Address	Relationship	Recipient Status	Purpose of Grant	Amount
John Ball Zoo Society	1300 W Fulton St P O Box 2506	Grand Rapids, MI 49501	Public Charity	Rendezoo XXIV	1,500.00
Junior Achievement of Michigan Great Lakes	2650 East Ballline Avenue SE, Ste B	Grand Rapids, MI 49546	Public Charity	General Support	2,500.00
KCSD Traffic Squad	701 Ball Avenue NE	Grand Rapids, MI 49503	Civic Organization	Mounted Unit Project Pledge	150,000.00
KCSD Traffic Squad	701 Ball Avenue NE	Grand Rapids, MI 49503	Civic Organization	Combat Shoot Dinner Sponsor	2,000.00
KCSD Traffic Squad	701 Ball Avenue NE	Grand Rapids, MI 49503	Civic Organization	Training Program Support	2,083.33
Kent County Parks Foundation	P O Box 230165	Grand Rapids, MI 49523-0165	Public Charity	Fallsburg Park Land Acquisition	25,000.00
Kent County Parks Foundation	P O Box 230165	Grand Rapids, MI 49523-0165	Public Charity	General Support	2,000.00
Lee High School	1355 Lee Street SW	Wyoming, MI 49509	Public Charity	Youth Clinic Sponsor	1,000.00
Legal Aid West Michigan	89 Ionia Avenue SW, Suite 400	Grand Rapids, MI 49503	Public Charity	General Support	2,000.00
Mel Trotter Ministries	225 Commerce Avenue SW	Grand Rapids, MI 49503	Public Charity	Capital Campaign - Flooding	8,600.00
Mercy Home for Boys and Girls	1140 West Jackson Boulevard	Chicago, IL 60607	Public Charity	General Support	300.00
Metro Health Hospital Foundation	5900 Byron Center Avenue SW	Wyoming, MI 49515	Public Charity	Diabetes Education Program	10,000.00
Metro Health Hospital Foundation	5900 Byron Center Avenue SW	Wyoming, MI 49515	Public Charity	Community Clinic Campaign	25,000.00
New Kingdom Trailriders	4343 16th Street, PMB 305	Moline, IL 61265	Public Charity	General Support	1,000.00
Next Step of West Michigan	906 Division Avenue S	Grand Rapids, MI 49507-1077	Public Charity	General Support	20,000.00
Noorthoek Academy	P O Box 6241	Grand Rapids, MI 49516	Public Charity	Big Steps Walkathon Sponsor	5,000.00
North Kent Service Center	10075 Northland Drive NE	Rockford, MI 49341	Public Charity	General Support	7,000.00
Other Way Ministries	710 West Fulton	Grand Rapids, MI 49503	Public Charity	General Support	13,000.00
Our Lady Of Consolation Church	4865 11 Mile Road	Rockford, MI 49341	Public Charity	Capital Campaign	800.00
Our Lady Of Consolation School	4865 11 Mile Road	Rockford, MI 49341	Public Charity	Teens on a Mission	500.00
Pine Rest Foundation	P O Box 165	Grand Rapids, MI 49501	Public Charity	General Support	2,500.00
The Potter's House	810 VanRaalte SE	Grand Rapids, MI 49509	Public Charity	Classroom Partnership Program	50,000.00
Pregnancy Resource Center	415 Cherry Street SE	Grand Rapids, MI 49503-4601	Public Charity	General Support	5,000.00
Public Museum of Grand Rapids	272 Pearl Street NW	Grand Rapids, MI 49504	Public Charity	Planetarium Renovation	50,000.00
Reformed Church in America	4500 60th Street SE	Grand Rapids, MI 49512	Public Charity	Mission Presence in Japan	15,000.00
Roosevelt Park Neighborhood Association	1260 Grandville Avenue SW	Grand Rapids, MI 49503	Public Charity	Salary Grant	40,000.00
Salvation Army	1215 Fulton Street E	Grand Rapids, MI 49507	Public Charity	Army of Readers Program	2,000.00
SECOM	1545 Buchanan Avenue SW	Grand Rapids, MI 49507	Public Charity	Capital Campaign	17,000.00
SECOM	2900 Wilson Avenue SW, Suite 500	Grand Rapids, MI 49503	Public Charity	General Support	22,500.00
Senior Meals Program	820 Monroe NW, Suite 480	Grand Rapids, MI 49523	Public Charity	Capital Campaign	100,000.00
Senior Neighbors, Inc	P O Box 230321	Grand Rapids, MI 49503	Public Charity	Capital Campaign	30,000.00
Silent Observer	2025 East Fulton Street E	Grand Rapids, MI 49503	Public Charity	Training Conference Sponsor	3,500.00
Sisters of the Order of St Dominic of Grand Rapids	P O Box 96211	Washington DC 20090-6211	Public Charity	Mus. Room - Capital Campaign	25,000.00
Smile Train	475 Lake Michigan Drive NW	Grand Rapids, MI 49502-6500	Public Charity	General Support	12,000.00
Southeast YMCA	100 Michigan NE	Grand Rapids, MI 49503	Public Charity	General Support	10,000.00
Spectrum Health Foundation	975 Three Mile Road NW, Suite 7	Grand Rapids, MI 49544	Public Charity	General Support	5,000.00
Sportsperson Ministry International	6477 Ada Drive SE	Ada, MI 49301	Public Charity	General Support	1,000.00
St. Robert's Of Newminster Parish	2827 Elmridge Drive	Grand Rapids, MI 49544	Public Charity	Tracts for India Capital Campaign	20,000.00
Tract League	2700 East Fulton	Grand Rapids, MI 49506	Public Charity	Tracts for India -Delivery Van	10,000.00
Trinity Lutheran Church	1311 Chicago Drive SW	Wyoming, MI 49509	Public Charity	General Support	3,500.00
UCOM	1311 Chicago Drive SW	Wyoming, MI 49509	Public Charity	General Support	15,000.00
UCOM	333 Boshwick NE	Grand Rapids, MI 49503	Public Charity	Homework House Project	20,000.00
Van Andel Institute	3300 36th Street SE, P O Box 88007	Grand Rapids, MI 49518-0007	Public Charity	Parkinson's Research	500.00
Wedgwood Christian Services	3300 36th Street SE, P O Box 88007	Grand Rapids, MI 49518-0007	Public Charity	Cook Claus House	160,000.00
Wedgwood Christian Services	1801 Bristol Avenue NW	Grand Rapids, MI 49504	Public Charity	General Support	2,250.00
West Catholic High School	101 East 13th Street	Holland, MI 49423	Public Charity	General Support	500.00
Western Theological Seminary	700 Ball Avenue NE	Grand Rapids, MI 49503	Public Charity	James I Cook Endowment	10,000.00
Words Of Hope	475 Lake Michigan Drive NW	Grand Rapids, MI 49504	Public Charity	Turkey Broadcast	35,000.00
YMCA of Greater Grand Rapids			Public Charity	Swim Program	15,000.00
					2,846,252.33

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	PUBLICLY TRADED SECURITIES - CAP 7116	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES - CAP 7146	P	VARIOUS	VARIOUS
c	PUBLICLY TRADED SECURITIES - FIDELITY 6143	P	VARIOUS	VARIOUS
d	PUBLICLY TRADED SECURITIES - FIDELITY 6143	P	VARIOUS	VARIOUS
e	PUBLICLY TRADED SECURITIES - ML 2713	P	VARIOUS	VARIOUS
f	PUBLICLY TRADED SECURITIES - ML 2714	P	VARIOUS	VARIOUS
g	PUBLICLY TRADED SECURITIES - ML 2785	P	VARIOUS	VARIOUS
h	PUBLICLY TRADED SECURITIES - ML 2786	P	VARIOUS	VARIOUS
i	PUBLICLY TRADED SECURITIES - ML 2787	P	VARIOUS	VARIOUS
j	PUBLICLY TRADED SECURITIES - OPP 02461	P	VARIOUS	VARIOUS
k	PUBLICLY TRADED SECURITIES - OPP 30298	P	VARIOUS	VARIOUS
l	PUBLICLY TRADED SECURITIES - OPP 30306	P	VARIOUS	VARIOUS
m	PUBLICLY TRADED SECURITIES - OPP 30306	P	VARIOUS	VARIOUS
n	PUBLICLY TRADED SECURITIES - OPP 30322	P	VARIOUS	VARIOUS
o	PUBLICLY TRADED SECURITIES - OPP 30322	P	VARIOUS	VARIOUS

(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	224,239.	182,601.	41,638.
b	259,383.	249,824.	9,559.
c	337,597.	320,257.	17,340.
d	57,421.	49,926.	7,495.
e	81,540.	66,336.	15,204.
f	30,459.	28,741.	1,718.
g	14,724.	14,964.	<240.>
h	23,533.	23,931.	<398.>
i	11,007.	11,251.	<244.>
j	458,821.	200,000.	258,821.
k	40,234.	29,695.	10,539.
l	122,180.	117,694.	4,486.
m	351,860.	207,990.	143,870.
n	151,544.	159,380.	<7,836.>
o	171,477.	111,118.	60,359.

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			41,638.
b			9,559.
c			17,340.
d			7,495.
e			15,204.
f			1,718.
g			<240.>
h			<398.>
i			<244.>
j			258,821.
k			10,539.
l			4,486.
m			143,870.
n			<7,836.>
o			60,359.

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

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

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	PUBLICLY TRADED SECURITIES - OPP 43788	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES - OPP 44893	P	VARIOUS	VARIOUS
c	FROM K-1	P		
d	FROM K-1	P		
e	CAPITAL GAINS DIVIDENDS			
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 19,343.		17,134.	2,209.
b 43,332.		42,601.	731.
c <1,321.>			<1,321.>
d 13,289.			13,289.
e 78,792.			78,792.
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			2,209.
b			731.
c			<1,321.>
d			13,289.
e			78,792.
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	656,011.
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