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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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

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 SUITE 300		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 <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 11,075,044		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)	244,650			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	81,962	81,962		
	4 Dividends and interest from securities.	72,200	72,200		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,489,449			
	b Gross sales price for all assets on line 6a 1,757,376				
	7 Capital gain net income (from Part IV, line 2) . . .		1,489,449		
	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)	22,009	21,092		
	12 Total. Add lines 1 through 11	1,910,270	1,664,703		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	178	178		
	b Accounting fees (attach schedule)	8,307	4,153		
	c Other professional fees (attach schedule)	13,966	12,000		
	17 Interest	867	853		
	18 Taxes (attach schedule) (see instructions) . . .	32,697	1,053		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	99,091	64,259		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	155,106	82,496		0
	25 Contributions, gifts, grants paid	630,040			630,040
	26 Total expenses and disbursements. Add lines 24 and 25	785,146	82,496		630,040
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,125,124			
	b Net investment income (if negative, enter -0-)		1,582,207		
	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	1,688,159	1,222,436	1,222,436
	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		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,563,308	8,070,176	8,070,176
	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)	1,163,536	1,747,432	1,747,432
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,451,630	11,075,044	11,075,044
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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)		22,517	
	23	Total liabilities (add lines 17 through 22)		22,517	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	10,451,630	11,052,527	
	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 instructions)	10,451,630	11,052,527	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	10,451,630	11,075,044	

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	10,451,630
2	Enter amount from Part I, line 27a	2	1,125,124
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	11,576,754
5	Decreases not included in line 2 (itemize) ▶ _____	5	524,227
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	11,052,527

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) 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 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	1,489,449
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	33,455

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 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))
2013	524,662	10,255,709	0 051158
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

2	Total of line 1, column (d).	2	0 282856
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 056571
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	10,987,208
5	Multiply line 4 by line 3.	5	621,557
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	15,822
7	Add lines 5 and 6.	7	637,379
8	Enter qualifying distributions from Part XII, line 4.	8	630,040

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 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	31,644
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)					
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	31,644
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-).			
3		Add lines 1 and 2.			
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	31,644
6		Credits/Payments		7	31,644
a		2014 estimated tax payments and 2013 overpayment credited to 2014			
b		Exempt foreign organizations—tax withheld at source			
c		Tax paid with application for extension of time to file (Form 8868)			
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		7	31,644
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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		No
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	Yes	
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): <input type="checkbox"/> IN, <input type="checkbox"/> 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 2014 or the taxable year beginning in 2014 (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 2014, 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 FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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? 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		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 2014?.	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. 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?. Yes No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.).	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 2014?	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 4945(d)(4)(A)? (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. ▶

Part IX-A

1

2

3

4

Part IX-B

1 N/A

2

All other program-related investments See 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	5,878,134
b	Average of monthly cash balances.	1b	1,825,228
c	Fair market value of all other assets (see instructions).	1c	3,451,164
d	Total (add lines 1a, b, and c).	1d	11,154,526
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	11,154,526
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	167,318
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,987,208
6	Minimum investment return. Enter 5% of line 5.	6	549,360

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	549,360
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	31,644
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	31,644
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	517,716
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	517,716
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	517,716

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	630,040
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	630,040
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	630,040

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 2013	(c) 2013	(d) 2014
1		Distributable amount for 2014 from Part XI, line 7			
2		Undistributed income, if any, as of the end of 2014			
a		Enter amount for 2013 only.			
b		Total for prior years 20____, 20____, 20____			
3		Excess distributions carryover, if any, to 2014			
a		From 2009.			
b		From 2010. 28,552			
c		From 2011.			
d		From 2012. 51,586			
e		From 2013. 17,633			
f		Total of lines 3a through e. 97,771			
4		Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 630,040			
a		Applied to 2013, 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 2014 distributable amount. 517,716			
e		Remaining amount distributed out of corpus 112,324			
5		Excess distributions carryover applied to 2014 (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 5 210,095			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions.			
f		Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. 0			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).			
8		Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a. 210,095			
10		Analysis of line 9			
a		Excess from 2010. 28,552			
b		Excess from 2011.			
c		Excess from 2012. 51,586			
d		Excess from 2013. 17,633			
e		Excess from 2014. 112,324			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

b

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

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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:

a

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

b

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 or email address 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	630,000
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** (2014)

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 27450 (SEE ATTACHED)	P	2013-12-30	2014-12-31
GOLDMAN SACHS 82432 (SEE ATTACHED)	P	2014-01-01	2014-12-31
GOLDMAN SACHS 82432 (SEE ATTACHED)	P	2013-12-30	2014-12-31
GS CAPITAL PTRS VI PARALLEL LP	P	2014-01-01	2014-12-31
GS CAPITAL PTRS VI PARALLEL LP	P	2013-12-30	2014-12-31
POLARIS VENTURE PTRS III LP	P	2013-12-30	2014-12-31
DP V ASSOCIATES LP	P	2013-12-30	2014-12-31
DP VI ASSOCIATES LP	P	2013-12-30	2014-12-31
MGC VENTURE PTRS 2013 LP	P	2013-12-30	2014-12-31

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)
1,367,719		77,668	1,290,051
161,208		127,977	33,231
73,696		58,345	15,351
224			224
120,472			120,472
		1,736	-1,736
		2,201	-2,201
12,877			12,877
6,955			6,955


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	
			1,290,051
			33,231
			15,351
			224
			120,472
			-1,736
			-2,201
			12,877
			6,955


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
STEVEN D SINGLETON	PRESIDENT 3 00	0	0	0
3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215				
JOSEPH C COOK JR	BOARD CHAIR 1 00	0	0	0
3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215				
JOSEPH C COOK III	VP-SEC-TREAS 0 50	0	0	0
3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215				
CHRISTINE COOK SINGLETON	VICE-PRES 0 50	0	0	0
3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215				
JUDITH E COOK	VICE-PRES 0 50	0	0	0
3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215				
ASHLEY B COOK	VICE-PRES 0 50	0	0	0
3835 CLEGHORN AVENUE SUITE 300 NASHVILLE,TN 37215				

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	100,000
MARTHA O'BRYAN CENTER 711 SOUTH SEVENTH STREET NASHVILLE,TN 37206	NONE	PC	MISSION AND OUTREACH	100,000
MERCY MINISTRIES PO BOX 111060 NASHVILLE,TN 37222	COMMON BRD MBR	PC	MISSION AND OUTREACH	100,000
BLACK MOUNTAIN HOME FOR CHILDREN 80 LAKE EDEN ROAD BLACK MOUNTAIN,NC 28711	NONE	PC	MISSION AND OUTREACH	100,000
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	10,000
SILOAM FAMILY HEALTH CTR 820 GALE LANE NASHVILLE,TN 37204	NONE	PC	MISSION AND OUTREACH	25,000
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	50,000
APPALACHIA SERVICE PROJECT 4523 BRISTOL HIGHWAY JOHNSON CITY,TN 37601	NONE	PC	MISSION AND OUTREACH	5,000
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				630,000

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 PO BOX 128137 NASHVILLE,TN 37212	NONE	PC	MISSION AND OUTREACH	2,500
TRINITY FORUM 2011 PENNSYLVANIA AVE NW WASHINGTON,DC 20006	NONE	PC	MISSION AND OUTREACH	10,000
ABWE DONOR SERVICES PO BOX 8585 HARRISBURG,PA 17105	NONE	PC	MISSION AND OUTREACH	2,500
ACTON INSTITUTE 161 OTTAWA AVE NW 301 GRAND RAPIDS,MI 49503	NONE	PC	EDUCATION AND SCHOLARSHIP	15,000
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	15,000
ST PAUL CHRISTIAN ACADEMY 5035 HILLSBORO PIKE NASHVILLE,TN 37215	COMMON BRD MBR	PC	EDUCATION AND SCHOLARSHIP	10,000
MICAH PROJECT 1110 KINGSMARK SPRINGS LN KINGWOOD,TX 77345	COMMON BRD MBR	PC	FAITH-BASED CAPITAL	10,000
Total  3a				630,000

TY 2014 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	8,307	4,153		

TY 2014 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	7,620,160	7,620,160
SILICON RANCH CORP	450,016	450,016

TY 2014 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
HARBERT MEZZANINE PTRS III, LP	FMV	381,801	381,801
DOMAIN IV VENTURE FUND	FMV	29,074	29,074
DP V ASSOCIATES LP	FMV	43,506	43,506
DP VI ASSOCIATES LP	FMV	30,703	30,703
THRIFT MANAGEMENT, LLC	FMV	34,626	34,626
POLARIS II VENTURE FUND	FMV	2,206	2,206
POLARIS III VENTURE FUND	FMV	17,589	17,589
EP REAL ESTATE FUND II, LLC	FMV	86,673	86,673
BEDFORD HOTEL PARTNERS	FMV	113,190	113,190
HATTERAS VENTURE PTRS IV	FMV	63,463	63,463
MIDSOUTH CAPITAL FUND I	FMV	299,687	299,687
MGC VENTURE PTRS 2013 LP	FMV	244,914	244,914
SYNERGY HOTEL PTRS LLC	FMV	400,000	400,000

TY 2014 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	178	178		

TY 2014 Other Decreases Schedule

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

EIN: 35-2006656

Description	Amount
NON-DEDUCTIBLE PARTNERSHIP EXPENSES	140
UNREALIZED LOSS ON INVESTMENTS	524,087

TY 2014 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
CH BEDFORD HOTEL PTRS LLC				
CH BEDFORD HOTEL PTRS LLC (K-	34,582			
EXPENSES				
PORTFOLIO DEDUCTIONS-PSHIP K1	53,918	53,918		
INVESTMENT EXP-GOLDMAN SACHS	10,341	10,341		
ADMIN EXPENSES	250			

TY 2014 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	16,105	16,105	
K-1 POLARIS VENTURE PTRS III	-39	-39	
K-1 MGC VENTURE PTRS 2013	-4,038	-4,038	
K-1 HARBERT MEZZANINE PTR III	9,064	9,064	
GS CAP PTRS VI PARALLEL K-1	17		
EP REAL ESTATE FUND II K-1	-5,660		
THRIFT MANAGEMENT LLC K-1	-264		
MIDSOUTH CAPITAL FUND I	6,510		
SECS LITIGATION SETTLEMENTS	314		

TY 2014 Other Liabilities Schedule

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

EIN: 35-2006656

Description	Beginning of Year - Book Value	End of Year - Book Value
NET FEDERAL TAXES PAYABLE		22,517

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

TY 2014 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 2014 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	1,966			

TY 2014 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	31,644			
FOREIGN TAXES PAID	1,053	1,053		

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.</div>	<div>OMB No 1545-0047</div> <div>2014</div>
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<div>Name of the organization</div> <div>THE JUDITH E & JOSEPH C COOK JR FOUNDATION INC</div>	<div>Employer identification number</div> <div>35-2006656</div>
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

Check 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, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled 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 totaling \$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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE JUDITH E & JOSEPH C COOK JR FOUNDATION INC	Employer identification number 35-2006656
--	---

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
<u>1</u>	JOSEPH C JUDITH COOK JR 3835 CLEGHORN AVENUE SUITE 300 NASHVILLE, TN 37215	\$ 244,650	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization THE JUDITH E & JOSEPH C COOK JR FOUNDATION INC	Employer identification number 35-2006656
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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. See instructions.) ▶ \$ _____

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

TY 2014 GeneralDependencySmall

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

EIN: 35-2006656


Business Name or Person Name:

Taxpayer Identification Number:

**Form, Line or Instruction
Reference:**

Regulations Reference:

Description: WAIVE NOL CARRYBACK

Attachment Information: YEAR ENDING: DECEMBER 31, 2014 35-2006656 THE JUDITH E. &
JOSEPH C. COOK, JR. FOUNDATION, INC. 3835 CLEGHORN AVENUE,
SUITE 300 NASHVILLE, TN 37215 NOL CARRYBACK ELECTION
UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO
RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO
ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED
DURING THE CURRENT TAX YEAR.

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)	0 00	Net Covered Long Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	1,290,051 17		
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)	0 00	Total Long-Term Gains (Losses)	1,290,051.17	Total Ordinary Gains (Losses)	0 00

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)							
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	01/07/2014	2,500 00 ⁹	28,346 50	0 00	50 00	28,296 50
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	01/08/2014	1,500 00 ⁹	17,924 68	0 00	30 00	17,894 68
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	01/08/2014	2,500 00 ⁹	29,943 97	0 00	50 00	29,893 97
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	02/03/2014	3,250 00 ⁹	42,811 50	0 00	65 00	42,746 50
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	02/04/2014	3,250 00 ⁹	42,639 90	0 00	65 00	42,574 90
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	03/05/2014	3,250 00 ⁹	48,013 04	0 00	65 00	47,948 04
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	03/05/2014	5,000 00 ⁹	73,873 71	0 00	100 00	73,773 71
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	03/06/2014	1,000 00 ⁹	14,427 24	0 00	20 00	14,407 24
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	03/06/2014	3,250 00 ⁹	46,976 30	0 00	65 00	46,911 30
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	04/09/2014	2,500 00 ⁹	26,848 90	0 00	50 00	26,798 90
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	04/10/2014	2,500 00 ⁹	26,067 42	0 00	50 00	26,017 42
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/07/2014	4 00	47 80	0 00	4 40	43 40
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/07/2014	8 00	95 87	0 00	8 80	87 07
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/07/2014	64 00	764 80	0 00	70 40	694 40
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	12/23/1998	05/07/2014	79 00	944 05	0 00	86 90	857 15

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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)							
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	12/23/1998	05/07/2014	143 00	1,708 84	0 00	157 30	1,551 54
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	12/23/1998	05/07/2014	143 00	1,708 84	0 00	157 30	1,551 54
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	12/23/1998	05/07/2014	143 00	1,708 84	0 00	157 30	1,551 54
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/07/2014	200 00	2,447 94	0 00	220 00	2,227 94
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	09/06/1998	05/07/2014	1,474 00 ⁹	17,614 20	0 00	29 48	17,584 72
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/07/2014	2,492 00	29,862 71	0 00	2,741 20	27,121 51
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/08/2014	750 00	8,976 33	0 00	825 00	8,151 33
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	05/08/2014	2,500 00	29,405 09	0 00	2,750 00	26,655 09
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	06/03/2014	750 00	10,224 30	0 00	825 00	9,399 30
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	06/03/2014	2,500 00	34,040 24	0 00	2,750 00	31,290 24
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	06/04/2014	750 00	10,371 74	0 00	825 00	9,546 74
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	06/04/2014	2,500 00	34,584 23	0 00	2,750 00	31,834 23
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	06/04/2014	6,000 00	83,739 54	0 00	6,600 00	77,139 54
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/08/2014	100 00	1,486 96	0 00	110 00	1,376 96
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/08/2014	750 00	10,546 79	0 00	825 00	9,721 79
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/08/2014	900 00	12,554 72	0 00	990 00	11,564 72
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/08/2014	2,500 00	34,976 97	0 00	2,750 00	32,226 97
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/09/2014	750 00	10,723 26	0 00	825 00	9,898 26
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/09/2014	1,000 00	14,234 68	0 00	1,100 00	13,134 68
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	07/09/2014	2,500 00	35,789 20	0 00	2,750 00	33,039 20
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	08/06/2014	750 00	10,366 27	0 00	825 00	9,541 27
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	08/06/2014	1,000 00	13,949 69	0 00	1,100 00	12,849 69
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	08/06/2014	2,500 00	34,639 98	0 00	2,750 00	31,889 98
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	08/07/2014	500 00	6,974 84	0 00	550 00	6,424 84

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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)							
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	08/07/2014	750 00	10,000 27	0 00	825 00	9,175 27
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	08/07/2014	2,500 00	33,195 76	0 00	2,750 00	30,445 76
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	09/02/2014	750 00	9,732 76	0 00	825 00	8,907 76
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	09/02/2014	2,500 00	32,419 28	0 00	2,750 00	29,669 28
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	09/03/2014	750 00	9,775 28	0 00	825 00	8,950 28
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	09/03/2014	2,500 00	32,600 27	0 00	2,750 00	29,850 27
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	10/01/2014	750 00	9,655 06	0 00	825 00	8,830 06
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	10/01/2014	2,500 00	32,131 28	0 00	2,750 00	29,381 28
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	10/02/2014	750 00	9,718 51	0 00	825 00	8,893 51
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	10/02/2014	2,500 00	32,417 78	0 00	2,750 00	29,667 78
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	11/05/2014	750 00	9,505 28	0 00	825 00	8,680 28
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	11/05/2014	2,500 00	31,622 04	0 00	2,750 00	28,872 04
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	11/06/2014	750 00	9,648 76	0 00	825 00	8,823 76
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	11/06/2014	2,500 00	32,126 28	0 00	2,750 00	29,376 28
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	12/10/2014	10,750 00	157,866 69	0 00	11,825 00	146,041 69
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	12/11/2014	750 00	11,115 73	0 00	825 00	10,290 73
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	12/11/2014	1,000 00	14,812 67	0 00	1,100 00	13,712 67
IRONWOOD PHARMACEUTICALS, INC CMN (46333X108)	02/25/1999	12/11/2014	2,500 00	37,013 67	0 00	2,750 00	34,263 67
Net NonCovered Long-Term Gains (Losses)				1,367,719.25	0.00	77,668.08	1,290,051.17

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REALIZED GAINS AND LOSSES

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	33,231 27	Net Covered Long Term Gains (Losses)	15,350 90	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	0 00		
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)	33,231 27	Total Long-Term Gains (Losses)	15,350.90	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)							
EXELIS INC CMN (30162A108)	06/18/2013	01/09/2014	100 00	1,898 10	0 00	1,310 59	587 51
WHITEWAVE FOODS COMPANY CMN (966244105)	06/18/2013	01/21/2014	100 00	2,432 97	0 00	1,687 00	745 97
WHITEWAVE FOODS COMPANY CMN (966244105)	06/18/2013	01/22/2014	100 00	2,453 83	0 00	1,687 00	766 83
EXELIS INC CMN (30162A108)	06/18/2013	01/24/2014	100 00	2,013 03	0 00	1,310 59	702 44
PERKINELMER INC CMN (714046109)	06/18/2013	01/30/2014	100 00	4,356 66	0 00	3,423 57	933 09
XYLEM INC CMN (98419M100)	06/18/2013	02/12/2014	100 00	3,731 34	0 00	2,744 00	987 34
WHITEWAVE FOODS COMPANY CMN (966244105)	06/18/2013	02/13/2014	100 00	2,549 96	0 00	1,687 00	862 96
WHITEWAVE FOODS COMPANY CMN (966244105)	06/18/2013	02/18/2014	100 00	2,674 28	0 00	1,687 00	987 28
EXELIS INC CMN (30162A108)	06/18/2013	02/25/2014	100 00	2,042 65	0 00	1,310 59	732 06
XYLEM INC CMN (98419M100)	06/18/2013	02/25/2014	100 00	3,900 50	0 00	2,744 00	1,156 50
LEIDOS HLDGS INC CMN (525327102)	06/20/2013	02/27/2014	25 00	1,121 81	0 00	903 01	218 80
LEIDOS HLDGS INC CMN (525327102)	06/18/2013	02/27/2014	175 00	7,852 65	0 00	6,542 19	1,310 46
WHITEWAVE FOODS COMPANY CMN (966244105)	06/18/2013	03/03/2014	200 00	5,740 16	0 00	3,374 00	2,366 16
LEIDOS HLDGS INC CMN (525327102)	06/20/2013	03/07/2014	50 00	2,219 46	0 00	1,806 02	413 44
LEIDOS HLDGS INC CMN (525327102)	06/21/2013	03/07/2014	50 00	2,219 47	0 00	1,792 10	427 37
XYLEM INC CMN (98419M100)	06/18/2013	03/07/2014	100 00	3,850 04	0 00	2,744 00	1,106 04

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REALIZED GAINS AND LOSSES (Continued)

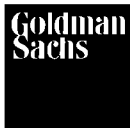
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SHORT-TERM GAINS (LOSSES)

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)							
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/18/2013	03/10/2014	100 00	3,330 68	0 00	3,074 00	256 68
WHITEWAVE FOODS COMPANY CMN (966244105)	06/20/2013	03/11/2014	100 00	2,935 02	0 00	1,614 82	1,320 20
WHITEWAVE FOODS COMPANY CMN (966244105)	06/21/2013	03/13/2014	100 00	2,905 52	0 00	1,593 25	1,312 27
LEIDOS HLDGS INC CMN (525327102)	07/16/2013	03/18/2014	25 00	1,066 90	0 00	967 03	99 87
LEIDOS HLDGS INC CMN (525327102)	07/18/2013	03/18/2014	25 00	1,066 90	0 00	979 13	87 77
LEIDOS HLDGS INC CMN (525327102)	07/22/2013	03/18/2014	50 00	2,133 79	0 00	2,005 38	128 41
CORNING INCORPORATED CMN (219350105)	06/18/2013	03/20/2014	100 00	1,942 33	0 00	1,513 82	428 51
LEIDOS HLDGS INC CMN (525327102)	07/22/2013	03/20/2014	25 00	1,056 62	0 00	1,002 69	53 93
LEIDOS HLDGS INC CMN (525327102)	10/01/2013	03/20/2014	75 00	3,169 86	0 00	3,549 22	(379 36)
LEIDOS HLDGS INC CMN (525327102)	10/01/2013	03/24/2014	25 00	1,060 14	0 00	1,183 07	(122 93)
LEIDOS HLDGS INC CMN (525327102)	10/07/2013	03/24/2014	75 00	3,180 42	0 00	3,421 73	(241 31)
CORNING INCORPORATED CMN (219350105)	06/18/2013	03/25/2014	100 00	2,014 81	0 00	1,513 82	500 99
LEIDOS HLDGS INC CMN (525327102)	10/07/2013	03/27/2014	25 00	936 68	0 00	1,140 58	(203 90)
CORNING INCORPORATED CMN (219350105)	06/18/2013	04/08/2014	200 00	4,237 00	0 00	3,027 64	1,209 36
XYLEM INC CMN (98419M100)	06/18/2013	04/08/2014	100 00	3,612 25	0 00	2,744 00	868 25
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/18/2013	04/09/2014	100 00	3,398 17	0 00	3,074 00	324 17
WHITEWAVE FOODS COMPANY CMN (966244105)	07/11/2013	04/14/2014	100 00	2,691 90	0 00	1,737 99	953 91
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/18/2013	04/15/2014	100 00	3,356 56	0 00	3,074 00	282 56
XYLEM INC CMN (98419M100)	06/20/2013	04/21/2014	100 00	3,547 93	0 00	2,680 00	867 93
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	04/30/2014	200 00	2,202 73	0 00	1,649 62	553 11
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	05/02/2014	100 00	1,093 49	0 00	824 81	268 68
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	05/02/2014	100 00	1,100 42	0 00	824 81	275 61
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/18/2013	05/12/2014	100 00	3,491 83	0 00	3,074 00	417 83
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	05/12/2014	200 00	2,197 77	0 00	1,649 62	548 15
WHITEWAVE FOODS COMPANY CMN (966244105)	07/25/2013	05/12/2014	100 00	2,970 63	0 00	1,910 76	1,059 87

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REALIZED GAINS AND LOSSES (Continued)

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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)							
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/24/2013	05/13/2014	100 00	3,315 81	0 00	2,948 26	367 55
BABCOCK & WILCOX COMPANY (THE) CMN (05615F102)	06/24/2013	05/16/2014	100 00	3,181 97	0 00	2,948 26	233 71
WHITEWAVE FOODS COMPANY CMN (966244105)	07/25/2013	05/21/2014	100 00	3,019 83	0 00	1,910 76	1,109 07
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	06/18/2013	06/16/2014	100 00	7,790 43	0 00	5,526 00	2,264 43
WHITEWAVE FOODS COMPANY CMN (966244105)	08/05/2013	06/16/2014	100 00	3,195 75	0 00	1,913 88	1,281 87
LIVE NATION ENTERTAINMENT INC CMN (538034109)	06/18/2013	06/17/2014	100 00	2,361 51	0 00	1,559 28	802 23
VECTRUS, INC CMN (92242T101)	09/08/2014	10/03/2014	5 00	113 19	0 00	119 92	(6 73)
ZOTIS INC CMN CLASS A (98978V103)	06/02/2014	10/08/2014	100 00	3,697 35	0 00	3,085 03	612 32
ZOTIS INC CMN CLASS A (98978V103)	06/02/2014	10/17/2014	100 00	3,543 16	0 00	3,085 03	458 13
ZOTIS INC CMN CLASS A (98978V103)	06/03/2014	10/20/2014	100 00	3,549 90	0 00	3,122 00	427 90
ZOTIS INC CMN CLASS A (98978V103)	06/05/2014	11/03/2014	100 00	3,758 16	0 00	3,141 42	616 74
ZOTIS INC CMN CLASS A (98978V103)	06/09/2014	11/05/2014	100 00	3,913 96	0 00	3,195 29	718 67
USG CORP (NEW) CMN (903293405)	04/28/2014	12/12/2014	100 00	2,669 90	0 00	2,941 69	(271 79)
USG CORP (NEW) CMN (903293405)	04/25/2014	12/12/2014	200 00	5,339 80	0 00	5,897 44	(557 64)
Net Covered Short-Term Gains (Losses)				161,207.98	0.00	127,976.71	33,231.27

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)							
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	06/18/2013	07/02/2014	50 00	3,683 47	0 00	2,500 88	1,182 59
LIVE NATION ENTERTAINMENT INC CMN (538034109)	06/18/2013	07/10/2014	100 00	2,455 54	0 00	1,559 28	896 26
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	06/18/2013	07/16/2014	50 00	3,874 03	0 00	2,762 00	1,112 03
MICROSOFT CORPORATION CMN (594918104)	06/18/2013	07/22/2014	100 00	4,477 75	0 00	3,507 88	969 87
CORNING INCORPORATED CMN (219350105)	06/18/2013	07/28/2014	200 00	4,410 14	0 00	3,027 64	1,382 50

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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.

REALIZED GAINS AND LOSSES (Continued)

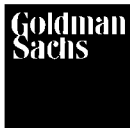
Supplemental Information Consult your Form 1099 for tax reporting purposes

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)							
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	06/18/2013	07/30/2014	100 00	7,746 52	0 00	5,524 00	2,222 52
THE BANK OF NY MELLON CORP CMN (064058100)	06/18/2013	07/31/2014	100 00	3,906 51	0 00	2,976 00	930 51
THE BANK OF NY MELLON CORP CMN (064058100)	06/18/2013	07/31/2014	100 00	3,918 32	0 00	2,976 00	942 32
WPX ENERGY, INC CMN (98212B103)	06/18/2013	08/07/2014	200 00	4,550 01	0 00	4,045 78	504 23
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	08/19/2014	100 00	851 10	0 00	824 81	26 29
WPX ENERGY, INC CMN (98212B103)	06/18/2013	08/21/2014	100 00	2,471 43	0 00	2,022 89	448 54
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	06/18/2013	09/02/2014	100 00	7,311 20	0 00	5,001 75	2,309 45
WPX ENERGY, INC CMN (98212B103)	06/18/2013	09/03/2014	100 00	2,644 69	0 00	2,022 89	621 80
WPX ENERGY, INC CMN (98212B103)	06/18/2013	09/08/2014	100 00	2,589 34	0 00	2,022 89	566 45
MICROSOFT CORPORATION CMN (594918104)	06/18/2013	09/26/2014	100 00	4,610 47	0 00	3,507 88	1,102 59
VECTRUS, INC CMN (92242T101)	06/18/2013	09/29/2014	0 44	9 22	0 00	0 00	9 22
VECTRUS, INC CMN (92242T101)	06/18/2013	10/03/2014	39 00	882 82	0 00	611 91	270 91
WPX ENERGY, INC CMN (98212B103)	06/18/2013	10/03/2014	100 00	2,363 22	0 00	2,022 89	340 33
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	10/07/2014	100 00	392 35	0 00	824 81	(432 46)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	10/07/2014	100 00	414 55	0 00	824 81	(410 26)
MICROSOFT CORPORATION CMN (594918104)	06/18/2013	10/07/2014	100 00	4,563 04	0 00	3,507 88	1,055 16
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	10/08/2014	100 00	356 70	0 00	824 81	(468 11)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	10/08/2014	100 00	365 78	0 00	824 81	(459 03)
GRAFTECH INTERNATIONAL LTD CMN (384313102)	06/18/2013	10/09/2014	200 00	725 62	0 00	1,649 62	(924 00)
THE BANK OF NY MELLON CORP CMN (064058100)	06/18/2013	12/10/2014	100 00	4,121 83	0 00	2,970 64	1,151 19
Net Covered Long-Term Gains (Losses)				73,695.65	0.00	58,344.75	15,350.90

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