

Form **990-PF**

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No. 1545-0052

2008

Department of the Treasury
Internal Revenue Service

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

For calendar year 2008, or tax year beginning , and ending

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation COOK FAMILY FOUNDATION		A Employer identification number 38-2283809
	Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 278	Room/suite	B Telephone number (see page 10 of the instructions) 989-725-1621
	City or town, state, and ZIP code OWOSSO MI 48867		C If exemption application is pending, check here <input type="checkbox"/> u
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			D 1. Foreign organizations, check here <input type="checkbox"/> u 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> u
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) u \$ 7,857,621		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> u F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> u

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) (see pg. 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> u <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	6,243	6,243		
	4 Dividends and interest from securities	373,941	373,941		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-14,829			
	b Gross sales price for all assets on line 6a 1,271,566				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 1	1		1		
12 Total. Add lines 1 through 11	365,356	380,184	1		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	2,768	668		2,100
	c Other professional fees (attach schedule) STMT 3	42,217	7,915		34,302
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	20,865	2,374		
	19 Depreciation (attach schedule) and depletion STMT 5	1,479			
	20 Occupancy	4,737	948		3,789
	21 Travel, conferences, and meetings	8,410			8,410
	22 Printing and publications	8,081			8,081
	23 Other expenses (att. sch.) STMT 6	5,800	560		5,240
	24 Total operating and administrative expenses. Add lines 13 through 23	94,357	12,465		61,922
	25 Contributions, gifts, grants paid	570,274			570,274
26 Total expenses and disbursements. Add lines 24 and 25	664,631	12,465	0	632,196	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses & disbursements	-299,275				
b Net investment income (if negative, enter -0-)		367,719			
c Adjusted net income (if negative, enter -0-)			1		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2008)

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	338,404	140,761	140,761
	3	Accounts receivable u			
		Less: allowance for doubtful accounts u			
	4	Pledges receivable u			
		Less: allowance for doubtful accounts u			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (att. schedule) u			
		Less: allowance for doubtful accounts u			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule) STMT 7	557	520	542
	b	Investments—corporate stock (attach schedule) SEE STMT 8	5,171,525	5,137,661	5,029,209
	c	Investments—corporate bonds (attach schedule) SEE STMT 9	3,174,423	3,067,603	2,687,109
	11	Investments—land, buildings, and equipment: basis u			
	Less: accumulated depreciation (attach sch.) u				
12	Investments—mortgage loans				
13	Investments—other (attach schedule) SEE STATEMENT 10	1	1		
14	Land, buildings, and equipment: basis u 40,568				
	Less: accumulated depreciation (attach sch.) u 1,479		39,089		
15	Other assets (describe u)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	8,684,910	8,385,635	7,857,621	
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 u)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here u <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here u <input checked="" 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	8,684,910	8,385,635	
30	Total net assets or fund balances (see page 17 of the instructions)	8,684,910	8,385,635		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,684,910	8,385,635		

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)	8,684,910
2	Enter amount from Part I, line 27a	-299,275
3	Other increases not included in line 2 (itemize) u	
4	Add lines 1, 2, and 3	8,385,635
5	Decreases not included in line 2 (itemize) u	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	8,385,635

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 WORKSHEET				
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				
b				
c				
d				
e				
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		
a				
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	-14,829
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8]			3	-48,774

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	569,701	11,631,963	0.048977
2006	574,277	10,907,804	0.052648
2005	514,235	10,302,632	0.049913
2004	488,882	9,686,953	0.050468
2003	477,554	8,698,302	0.054902
2 Total of line 1, column (d)			2 0.256908
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 0.051382
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 10,156,969
5 Multiply line 4 by line 3			5 521,885
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,677
7 Add lines 5 and 6			7 525,562
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 664,650

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. Date of ruling letter: (attach copy of ruling letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,677
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	3,677
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,677
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	16,900
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	16,900
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	29
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	13,194
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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? N/A		
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 page 19 of the instructions) <input type="checkbox"/> MI		
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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? 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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address u N/A	13	X	
14	The books are in care of u THOMAS COOK Telephone no. u 989-725-1621 P O BOX 278, 312 W MAIN STREET, #3W Located at u OWOSSO, MI ZIP+4 u 48867			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here u <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year u 15			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here u <input type="checkbox"/>	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 2008? N/A	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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years u 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 page 20 of the 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. u 20 , 20 , 20 , 20			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2008 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 2008.) N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	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 propoganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? Yes No **5b**

Organizations relying on a current notice regarding disaster assistance check here **u**

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 **5c**

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

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? Yes No **6b** X

If you answered "Yes" to 6b, also 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? Yes No **7b** N/A

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 page 22 of the 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 STATEMENT 11				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **u** 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	

Total. Add lines 1 through 3 **▶**

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	9,992,093
b	Average of monthly cash balances	1b	316,350
c	Fair market value of all other assets (see page 24 of the instructions)	1c	3,201
d	Total (add lines 1a, b, and c)	1d	10,311,644
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	10,311,644
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	154,675
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,156,969
6	Minimum investment return. Enter 5% of line 5	6	507,848

Part XI Distributable Amount (see page 25 of the 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	507,848
2a	Tax on investment income for 2008 from Part VI, line 5	2a	3,677
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,677
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	504,171
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	504,171
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	504,171

Part XII Qualifying Distributions (see page 25 of the 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	632,196
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	32,454
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	664,650
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 page 26 of the instructions)	5	3,677
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	660,973

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				504,171
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008:				
a From 2003	50,173			
b From 2004	11,208			
c From 2005	14,747			
d From 2006	46,211			
e From 2007	4,412			
f Total of lines 3a through e	126,751			
4 Qualifying distributions for 2008 from Part XII, line 4: u \$ <u>664,650</u>				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount				504,171
e Remaining amount distributed out of corpus	160,479			
5 Excess distributions carryover applied to 2008 (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	287,230			
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 page 27 of the instructions				
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	50,173			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	237,057			
10 Analysis of line 9:				
a Excess from 2004	11,208			
b Excess from 2005	14,747			
c Excess from 2006	46,211			
d Excess from 2007	4,412			
e Excess from 2008	160,479			

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)				
<p>a Paid during the year SEE STATEMENT 12</p>				570,274
Total				u 3a 570,274
<p>b Approved for future payment N/A</p>				
Total				u 3b

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2008**

For calendar year 2008, or tax year beginning

, and ending

Name

Employer Identification Number

COOK FAMILY FOUNDATION

38-2283809

(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.)
(1) 30,000 CNA FINANCIAL 6.45% 2008	P	3/05/98	1/15/08
(2) 4691.232 BLACKROCK LG CAP VALUE A	P	3/08/05	1/22/08
(3) 112 BLACKROCK LG CAP VALUE A	P	12/16/05	1/22/08
(4) 179 BLACKROCK LG CAP VALUE A	P	12/16/05	1/22/08
(5) 110 BLACKROCK LG CAP VALUE A	P	10/12/06	1/22/08
(6) 1 BLACKROCK LG CAP VALUE A	P	10/13/06	1/22/08
(7) 103 BLACKROCK LG CAP VALUE A	P	12/12/06	1/22/08
(8) 5 BLACKROCK LG CAP VALUE A	P	12/12/06	1/22/08
(9) 1 BLACKROCK LG CAP VALUE A	P	12/13/06	1/22/08
(10) 1 BLACKROCK LG CAP VALUE A	P	12/13/06	1/22/08
(11) 81 BLACKROCK LG CAP VALUE A	P	12/17/07	1/22/08
(12) 294 BLACKROCK LG CAP VALUE A	P	12/17/07	1/22/08
(13) 2 BLACKROCK LG CAP VALUE A	P	12/17/07	1/22/08
(14) 1 BLACKROCK LG CAP VALUE A	P	12/18/07	1/22/08
(15) 1 BLACKROCK LG CAP VALUE A	P	12/18/07	1/22/08

(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) 30,000		29,975	25
(2) 76,514		76,233	281
(3) 1,827		1,910	-83
(4) 2,919		3,052	-133
(5) 1,794		2,001	-207
(6) 16		18	-2
(7) 1,680		1,936	-256
(8) 82		94	-12
(9) 16		19	-3
(10) 16		19	-3
(11) 1,321		1,486	-165
(12) 4,795		5,395	-600
(13) 33		37	-4
(14) 16		18	-2
(15) 16		18	-2

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))
(1)			25
(2)			281
(3)			-83
(4)			-133
(5)			-207
(6)			-2
(7)			-256
(8)			-12
(9)			-3
(10)			-3
(11)			-165
(12)			-600
(13)			-4
(14)			-2
(15)			-2

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2008**

For calendar year 2008, or tax year beginning

, and ending

Name

Employer Identification Number

COOK FAMILY FOUNDATION

38-2283809

(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.)
(1) 6.13 AMERICAN CAP INC BLDR A	P	12/20/07	1/22/08
(2) 50,000 LEHMEN BROTHERS 6.62% 2008	P	3/03/98	2/15/08
(3) 50,000 UNION PACIFIC CORP 6.62% 08	P	8/20/98	2/01/08
(4) 400 FPL GROUP INC	P	5/31/91	2/25/08
(5) 90 PATRIOT COAL CORP	P	7/08/05	2/08/08
(6) 1 UAL CORP COM NEW	P	1/11/08	2/08/08
(7) 9813.437 DELAWARE GLBL VL A	P	2/21/07	2/25/08
(8) 145 DELAWARE GLBL VL A	P	12/27/07	2/25/08
(9) 341 DELAWARE GLBL VL A	P	12/27/07	2/25/08
(10) 124 DELAWARE GLBL VL A	P	12/27/07	2/25/08
(11) 1 DELAWARE GLBL VL A	P	12/28/07	2/25/08
(12) 1 DELAWARE GLBL VL A	P	12/28/07	2/25/08
(13) 6700 WAL-MART DE MEXICO SA DE	P	1/28/98	2/25/08
(14) 2545.736 AIM REAL ESTATE FD CL A	P	3/08/05	2/25/08
(15) 17 AIM REAL ESTATE FD CL A	P	3/21/05	2/25/08

(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) 353		378	-25
(2) 50,000		50,000	
(3) 50,000		50,000	
(4) 25,656		8,675	16,981
(5) 3,985		1,598	2,387
(6) 28			28
(7) 99,919		115,995	-16,076
(8) 1,476		1,578	-102
(9) 3,472		3,710	-238
(10) 1,263		1,349	-86
(11) 10		11	-1
(12) 10		11	-1
(13) 25,453		5,965	19,488
(14) 58,119		65,604	-7,485
(15) 388		416	-28

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))
(1)			-25
(2)			
(3)			
(4)			16,981
(5)			2,387
(6)			28
(7)			-16,076
(8)			-102
(9)			-238
(10)			-86
(11)			-1
(12)			-1
(13)			19,488
(14)			-7,485
(15)			-28

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2008**

For calendar year 2008, or tax year beginning

, and ending

Name

Employer Identification Number

COOK FAMILY FOUNDATION

38-2283809

(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.)
(1) 19 AIM REAL ESTATE FD CL A	P	6/21/05	2/25/08
(2) 20 AIM REAL ESTATE FD CL A	P	9/20/05	2/25/08
(3) 33 AIM REAL ESTATE FD CL A	P	12/16/05	2/25/08
(4) 138 AIM REAL ESTATE FD CL A	P	12/16/05	2/25/08
(5) 21 AIM REAL ESTATE FD CL A	P	12/16/05	2/25/08
(6) 1 AIM REAL ESTATE FD CL A	P	12/19/05	2/25/08
(7) 1 AIM REAL ESTATE FD CL A	P	12/19/05	2/25/08
(8) 13 AIM REAL ESTATE FD CL A	P	3/20/06	2/25/08
(9) 1 AIM REAL ESTATE FD CL A	P	3/21/06	2/25/08
(10) 14 AIM REAL ESTATE FD CL A	P	6/20/06	2/25/08
(11) 10 AIM REAL ESTATE FD CL A	P	9/20/06	2/25/08
(12) 51 AIM REAL ESTATE FD CL A	P	12/15/06	2/25/08
(13) 419 AIM REAL ESTATE FD CL A	P	12/15/06	2/25/08
(14) 27 AIM REAL ESTATE FD CL A	P	12/15/06	2/25/08
(15) 2 AIM REAL ESTATE FD CL A	P	12/18/06	2/25/08

(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) 434		519	-85
(2) 457		560	-103
(3) 753		922	-169
(4) 3,151		3,856	-705
(5) 479		587	-108
(6) 23		28	-5
(7) 23		28	-5
(8) 297		413	-116
(9) 23		31	-8
(10) 320		427	-107
(11) 228		344	-116
(12) 1,164		1,711	-547
(13) 9,566		14,053	-4,487
(14) 616		906	-290
(15) 46		67	-21

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))
(1)			-85
(2)			-103
(3)			-169
(4)			-705
(5)			-108
(6)			-5
(7)			-5
(8)			-116
(9)			-8
(10)			-107
(11)			-116
(12)			-547
(13)			-4,487
(14)			-290
(15)			-21

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2008**

For calendar year 2008, or tax year beginning

, and ending

Name

Employer Identification Number

COOK FAMILY FOUNDATION

38-2283809

(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.)
(1) 13 AIM REAL ESTATE FD CL A	P	3/20/07	2/25/08
(2) 14 AIM REAL ESTATE FD CL A	P	6/20/07	2/25/08
(3) 22 AIM REAL ESTATE FD CL A	P	9/20/07	2/25/08
(4) 123 AIM REAL ESTATE FD CL A	P	12/14/07	2/25/08
(5) 646 AIM REAL ESTATE FD CL A	P	12/14/07	2/25/08
(6) 50,000 ROYAL CARRIBEAN C 6.75% 08	P	6/19/98	3/18/08
(7) 5,000 NM SEARS ROEBCK ACCP BE	P	10/09/02	3/18/08
(8) 70,000 VERIZON COMMUN 6.46% 2008	P	7/07/98	4/15/08
(9) 18 FAIRPOINT COMMUNICATIONS	P	7/10/97	5/07/08
(10) 2656.042 COLUMBIA MARSICO 21ST	P	11/08/06	5/23/08
(11) 3259.354 THORNBURG CORE GRW CL A	P	8/02/06	5/06/08
(12) 2348 THORNBURG CORE GRW CL A	P	2/21/07	5/06/08
(13) 1 THORNBURG CORE GRW CL A	P	2/26/07	5/06/08
(14) 3 THORNBURG CORE GRW CL A	P	11/19/07	5/06/08
(15) 20,000 HOUSEHOLD FIN COR 6.40% 08	P	10/09/02	6/17/08

(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) 297		455	-158
(2) 320		447	-127
(3) 502		702	-200
(4) 2,808		2,824	-16
(5) 14,748		14,832	-84
(6) 50,000		50,000	
(7) 5,000		5,000	
(8) 70,000		70,000	
(9) 127		184	-57
(10) 40,000		36,096	3,904
(11) 55,931		49,998	5,933
(12) 40,292		44,988	-4,696
(13) 17		19	-2
(14) 51		59	-8
(15) 20,000		19,772	228

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))
(1)			-158
(2)			-127
(3)			-200
(4)			-16
(5)			-84
(6)			
(7)			
(8)			
(9)			-57
(10)			3,904
(11)			5,933
(12)			-4,696
(13)			-2
(14)			-8
(15)			228

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2008**

For calendar year 2008, or tax year beginning

, and ending

Name

Employer Identification Number

COOK FAMILY FOUNDATION

38-2283809

(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.)
(1) 2311.248 MUNDER MIDCAP CORE GR A	P	12/08/06	7/18/08
(2) 1902.171 AMERICAN NEW ECON FD A	P	2/21/07	7/18/08
(3) 162 AMERICAN NEW ECON FD A	P	12/27/07	7/18/08
(4) 15 AMERICAN NEW ECON FD A	P	12/27/07	7/18/08
(5) 1 AMERICAN NEW ECON FD A	P	12/28/07	7/18/08
(6) 1 AMERICAN NEW ECON FD A	P	12/28/07	7/18/08
(7) 530.786 JAN ADV INTL GR FD CL A	P	7/26/07	8/04/08
(8) 1314.406 AMER CAP WRLD GRW & INC A	P	3/07/06	8/04/08
(9) 1096.091 THORNBURG INTNL VL FD A	P	3/15/06	8/04/08
(10) 25,000 TIME WARNER ENTER 7.25% 08	P	1/27/98	9/02/08
(11) 25,000 TIME WARNER ENTER 7.25% 08	P	3/03/98	9/02/08
(12) 50,000 CD GE CAPITAL FINCL INC	P	6/16/08	9/25/08
(13) 50,000 CD MONEY BANK	P	6/16/08	9/25/08
(14) 80,000 CD WILMINGTON TRUST CO	P	7/14/08	10/23/08
(15) 1604.234 AMERICAN SM CAP WRLD FD A	P	11/19/07	11/17/08

(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) 60,000		59,676	324
(2) 42,875		52,766	-9,891
(3) 3,651		4,455	-804
(4) 338		413	-75
(5) 23		27	-4
(6) 22		27	-5
(7) 30,000		33,535	-3,535
(8) 50,000		49,514	486
(9) 30,000		27,906	2,094
(10) 25,000		25,000	
(11) 25,000		25,000	
(12) 50,000		50,000	
(13) 50,000		50,000	
(14) 80,000		80,000	
(15) 30,914		72,816	-41,902

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))
(1)			324
(2)			-9,891
(3)			-804
(4)			-75
(5)			-4
(6)			-5
(7)			-3,535
(8)			486
(9)			2,094
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			-41,902

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2008

For calendar year 2008, or tax year beginning _____, and ending _____

Name
COOK FAMILY FOUNDATION

Employer Identification Number
38-2283809

(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.)
(1) 163 AMERICAN SM CAP WRLD FD A	P	12/27/07	11/17/08
(2) 29 AMERICAN SM CAP WRLD FD A	P	12/27/07	11/17/08
(3) 1 AMERICAN SM CAP WRLD FD A	P	12/28/07	11/17/08
(4) 1 AMERICAN SM CAP WRLD FD A	P	12/28/07	11/17/08
(5) MERRILL LYNCH-VAR FRACTIONS			
(6) MERRILL LYNCH			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
3,141		6,663	-3,522
559		1,186	-627
19		41	-22
19		41	-22
32			32
31,123			31,123
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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))
			-3,522
			-627
			-22
			-22
			32
			31,123
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Form **4562**
 Department of the Treasury
 Internal Revenue Service

Depreciation and Amortization
 (Including Information on Listed Property)

OMB No. 1545-0172

2008

Attachment
 Sequence No. **67**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return COOK FAMILY FOUNDATION Identifying number 38-2283809

Business or activity to which this form relates
INDIRECT DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

(a) Description of property		(b) Cost (business use only)	(c) Elected cost
6			
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12	▶ 13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	▶ <input type="checkbox"/>	

Section B—Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property					
b	5-year property	3,367	5.0	MQ	200DB	169
c	7-year property	28,990	7.0	MQ	200DB	1,036
d	10-year property					
e	15-year property	8,211	15.0	HY	S/L	274
f	20-year property					
g	25-year property		25 yrs.		S/L	
h	Residential rental property		27.5 yrs.	MM	S/L	
			27.5 yrs.	MM	S/L	
i	Nonresidential real property		39 yrs.	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs.		S/L	
c	40-year		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instr.	22	1,479
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2008)

Federal Statements**Statement 1 - Form 990-PF, Part I, Line 11 - Other Income**

<u>Description</u>	<u>Revenue per Books</u>	<u>Net Investment Income</u>	<u>Adjusted Net Income</u>
PARTNERSHIPS	\$ <u>1</u>	\$ <u>1</u>	\$ <u>1</u>
TOTAL	\$ <u><u>1</u></u>	\$ <u><u>0</u></u>	\$ <u><u>1</u></u>

Federal Statements**Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees**

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
VOGL & MEDER, CPA'S	\$ 2,550	\$ 510	\$	\$ 2,040
MERRILL LYNCH	158	158		
ROSENCRANS	60			60
TOTAL	\$ 2,768	\$ 668	\$ 0	\$ 2,100

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
THOMAS COOK-CONSULTING FEES	\$ 35,000	\$ 7,000	\$	\$ 28,000
JENNY MARTIN	930			930
HRA GLOBAL SERVICES	1,552			1,552
A-1 SERVICES	160			160
ROCKWOOD DESIGN PC	1,435	287		1,148
VAN EPPS & VAN EPPS	300	60		240
BARB KOEGEL CONSULTANT	2,840	568		2,272
TOTAL	\$ 42,217	\$ 7,915	\$ 0	\$ 34,302

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
IRS-EXCISE	\$ 18,491	\$	\$	\$
MERRILL LYNCH-FOREIGN TAX PAID	2,374	2,374		
TOTAL	\$ 20,865	\$ 2,374	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description								
<u>Date</u> <u>Acquired</u>	<u>Cost</u> <u>Basis</u>	<u>Prior Year</u> <u>Depreciation</u>	<u>Method</u>	<u>Life</u>	<u>Current Year</u> <u>Depreciation</u>	<u>Net Investment</u> <u>Income</u>	<u>Adjusted Net</u> <u>Income</u>	
OFFICE FURNITURE & CABINETS								
12/01/08	\$ 27,821	\$	200DB	7	\$ 994	\$	\$	
APPLE COMPUTERS								
11/21/08	1,994		200DB	5	100			
PHONES								
12/03/08	448		200DB	7	16			
XEROX COPIER								
12/11/08	1,373		200DB	5	69			
LEASEHOLD IMPROVEMENTS								
12/01/08	8,211		S/L	15	274			
OFFICE CHAIRS								
12/24/08	721		200DB	7	26			
TOTAL	\$ 40,568	\$ 0			\$ 1,479	\$ 0	\$ 0	

Federal Statements**Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses**

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
	\$	\$	\$	\$
EXPENSES				
FILING FEE-ST OF MICHIGAN	20			20
DUES	2,460			2,460
POSTAGE	941			941
OTHER	276			276
CERTLF FEES	174	174		
OFFICE SUPPLIES	1,929	386		1,543
TOTAL	<u>\$ 5,800</u>	<u>\$ 560</u>	<u>\$ 0</u>	<u>\$ 5,240</u>

Federal Statements**Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GNM P278027 9.000%-2019	\$ 557	\$ 520	COST	\$ 542
TOTAL	\$ 557	\$ 520		\$ 542

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ABBOTT LABS (1,300)	\$ 23,548	\$ 23,548	COST	\$ 69,381
ABERDEEN INT'L EQUITY A (7,624)		110,198	COST	70,221
AIM REAL ESTATE FUND A (36)	110,513	815	COST	508
ALLIANZ NFJ CL A (7,094)	112,838	119,642	COST	67,827
AMEREN CORP (550)	25,244	25,244	COST	18,293
AMEREN CORP (450)	22,305	22,305	COST	14,967
AMERICAN CAPITAL INC BLDR (6)	369		COST	
AMERICAN CAPITAL WORLD GWTH (2,941)	159,695	114,373	COST	78,157
AMERICAN FUNDAMENTAL INV A (3,551)	134,874	137,825	COST	88,722
AMERICAN GROWTH FD AMER CL A (3,250)	48,751	96,414	COST	66,563
AMERICAN INTL GROUP INC (324)	21,132	21,132	COST	509
AMERICAN INTL GROUP INC (576)	24,962	24,962	COST	904
AMERICAN NEW ECON CL A (2,081)	57,683		COST	
AMERICAN NEW PERSPECTIVE A (2,021)		38,506	COST	38,159
AMERICAN SMALL CAP WORLD A (1,798)	80,736		COST	
ARCH CHEMICELS INC (1,000)	23,600	23,600	COST	26,070
ARCH CHEMICELS INC (500)	16,834	16,834	COST	13,035
ARCH COAL INC (900)	25,793	25,793	COST	14,661
AT&T INC (1,350)	44,072	44,072	COST	38,475
BANK OF AMERICA CORP NEW DEL (600)	7,521	7,521	COST	8,448

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BANK OF AMERICA CORP NEW DEL (1,200)	\$ 35,006	\$ 35,006	COST	\$ 16,896
BAXTER INTERNATL INC (1,300)	32,843	32,843	COST	69,667
BHP BILLITON LTD (1,000)	42,945	42,945	COST	42,900
BLACKROCK EQUITY DIVIDEND A (5,172)		92,811	COST	68,433
BLACKROCK HEALTH SCIENCES A (6,922)	146,585	160,977	COST	150,633
BLACKROCK LARGE CAP VALUE A (5,582)	92,232		COST	
BLACKROCK LATIN AMER CL A (2,526)	38,364	38,364	COST	74,656
BP PLC SPONSRD ADR (3,550)	128,883	128,883	COST	165,927
BURLINGTON N SANTA FE\$0.01 (1,100)	34,261	34,261	COST	83,281
CANADIAN NATL RAILWAY CO (1,200)	28,704	28,704	COST	44,112
CANADIAN NATL RAILWAY CO (200)	4,785	4,785	COST	7,352
CARDINAL HEALTH INC OHIO (1,000)	19,041	19,041	COST	34,470
CHEVRON CORP (1,840)	71,218	71,218	COST	136,105
CIA TELEC CHLE SPDADR NW (4,000)	37,270	37,270	COST	24,760
CISCO SYSTEMS INC (600)	15,048	15,048	COST	9,780
CISCO SYSTEMS INC (500)	12,540	12,540	COST	8,150
CISCO SYSTEMS INC (100)	2,508	2,508	COST	1,630
CITIGROUP INC (1,500)	7,184	7,184	COST	10,065
CITIZENS REPUBLIC BANCORP(3962)	50,755	50,755	COST	11,807
COLUMBIA MARSICO 21ST CEN A (6,339)	129,617	93,521	COST	57,816
CONOCOPHILLIPS (2,800)	81,279	81,279	COST	145,040
CONSOL ENERGY INC (900)	26,888	26,888	COST	25,722
CONSOLIDATED EDISON INC (600)	26,077	26,077	COST	23,358
CONSOLIDATED EDISON INC (400)	17,542	17,542	COST	15,572
DELAWARE GLOBAL CL A (10,425)	122,648		COST	
DUKE RLTY CORP NEW REIT (1,600)	21,905	21,905	COST	17,536

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
DUKE RLTY CORP NEW REIT (600)	\$ 15,209	\$ 15,209	COST	\$ 6,576
DUKE RLTY CORP NEW REIT (100)	3,322	3,322	COST	1,096
DUKE RLTY CORP NEW REIT (1,400)	46,535	46,535	COST	15,344
EDWARDS LIFESCIENCES CRP (166)	1,045	1,045	COST	9,122
EDWARDS LIFESCIENCES CRP (240)	2,743	2,743	COST	13,188
EDWARDS LIFESCIENCES CRP (594)	13,725	13,725	COST	32,640
ENBRIDGE ENERGY PTRS LP (1,000)	36,311	36,311	COST	25,500
EURO PACIFIC GROWTH FD A (2,392)	67,573	67,573	COST	67,010
FIDELITY ADV LEVERAGED STK (3,968)	124,688	126,333	COST	69,171
FIDELITY ADV NEW INSIGHTS A (5,435)	50,174	101,775	COST	72,620
FIRSTENERGY CORP (2,100)	47,119	47,119	COST	102,018
FPL GROUP INC (1,500)	41,205	32,530	COST	75,495
GENERAL ELECTRIC (5,600)	122,792	122,792	COST	90,720
GENERAL MILLS (650)	31,219	31,219	COST	39,488
GLAXOSMITHKLINE PLC (700)	39,046	39,046	COST	26,089
HALLIBURTON CO (2,000)	49,679	49,679	COST	36,360
HALLIBURTON CO (374)	7,690	7,690	COST	6,799
HALLIBURTON CO (1,000)	18,622	18,622	COST	18,180
HARTFORD CAPITAL APPREC A (2,696)		100,828	COST	57,918
HONEYWELL INTL INC DEL (800)	26,967	26,967	COST	26,264
HONEYWELL INTL INC DEL (700)	23,603	23,604	COST	22,981
HONEYWELL INTL INC DEL (700)	29,650	29,650	COST	22,981
HSBC HLDG PLC (410)	11,516	11,516	COST	19,955
J P MORGAN CHASE AND CO (1,050)	33,656	33,656	COST	33,107
J P MORGAN CHASE AND CO (900)	23,524	23,524	COST	28,377
JANUS ADVISER FORTY FD CL A (2,432)		102,860	COST	53,963

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
JANUS ADVISER ORION FD A (4,198)				
	\$	\$		\$
JANUS INTERNATIONAL GROWTH A (2,359)		60,461	COST	34,849
JOHNSON & JOHNSON (3,000)	159,699	137,613	COST	63,506
KELLOGG CO PV 25 CT (1,000)	85,500	85,500	COST	179,490
LOWES COMPANIES INC (3,400)	44,938	44,939	COST	43,850
MASSEY ENERGY CO (550)	29,959	29,959	COST	73,168
MC GRAW HILL COMPANIES (900)	22,258	22,258	COST	7,585
MEDTRONIC INC (1,000)	28,135	28,135	COST	20,871
MERRILL LYNCH & CO INC (1,000)	57,490	57,490	COST	31,420
MUNDER MIDCAP CORE GWTH A (2,304)	62,875	62,875	COST	11,640
NEWS CORP LTD (440)	122,006	62,384	COST	38,814
NEWS CORP LTD (1,960)	6,358	6,358	COST	4,000
NORFOLK SOUTHERN CORP (1,200)	31,588	31,588	COST	17,816
PATROIT COAL CORP (90)	43,452	43,452	COST	56,460
PEABODY ENERGY CORP (900)	1,597		COST	
PEPSICO INC (800)	23,846	23,846	COST	20,475
PROCTOR GAMBLE (200)	38,744	38,744	COST	43,816
PROCTOR GAMBLE (400)	9,251	9,251	COST	12,364
PROCTOR GAMBLE (400)	18,513	18,513	COST	24,728
PROCTOR GAMBLE (400)	21,912	21,912	COST	24,728
PRUDENTIAL FINANCIAL INC (1,000)	74,960	74,960	COST	30,260
QUESTAR CORP (3,600)	35,037	35,037	COST	117,684
RYL DTCH SHAL ADR B (800)	55,532	55,532	COST	41,144
SCHLUMBERGER LTD (2,000)	45,148	45,148	COST	84,660
SELIGMAN COMMUN & INFO CL A (3,621)	89,982	89,982	COST	87,824
SIMON PROPERTY GROUP (600)	16,871	16,871	COST	31,878
SIMON PROPERTY GROUP (800)	26,927	26,927	COST	42,504

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TRAVELERS COS (222)	\$ 1,299	\$ 1,299	COST	\$ 10,035
TRAVELERS COS (211)	7,083	7,083	COST	9,538
TRAVELERS COS (325)	10,722	10,722	COST	14,690
TRAVELERS COS (108)	586	586	COST	4,880
STRYKER CORP (1,000)	43,440	43,440	COST	39,950
TECK COMINCO LTD CL B (200)	7,544	7,544	COST	984
TECK COMINCO LTD CL B (1,000)	37,800	37,800	COST	4,920
TELEFONICA SA SPAIN ADR (1,549)	23,930	23,930	COST	104,387
THERMO FISHER SCIENTIFIC INC (1,600)	51,175	51,175	COST	54,512
THORNBURG CORE GWTH CL A (5,611)	95,058		COST	
THORNBURG INTERN'L VALUE A (3,320)	114,179	87,574	COST	63,223
TOUCHSTONE LARGE CAP GWTH A (3,998)		99,990	COST	63,818
TOTAL SA SP ADR (800)	27,066	27,066	COST	44,240
U S BANCORP NEW (1237)	28,670	28,670	COST	30,938
U S BANCORP NEW (787)	20,558	20,558	COST	19,682
UNITED TECHNOLOGIES CRP (3,200)	62,300	62,300	COST	171,520
VERIZON COMMUNICATIONS COM (400)	18,010	17,936	COST	13,560
VERIZON COMMUNICATIONS COM (600)	21,685	21,574	COST	20,340
WACHOVIA COR4P NEW (1,400)	69,622	69,622	COST	7,369
WACHOVIA COR4P NEW (500)	27,700	27,700	COST	3,157
WALMART DE MEX SR C MXN PAR (31,300)	33,573	27,608	COST	85,136
WALMART DE MEX SR C MXN PAR (4,426)	4,200	4,200	COST	12,038
WELL FARGO & CO NEW DEL (2,400)	30,422	30,422	COST	70,752
WELL FARGO & CO NEW DEL (600)	10,951	10,951	COST	17,688
WILLIAMS COMPANIES DEL (1,500)	50,085	50,085	COST	21,720
WINDSTREAM CORP (827)	9,258	9,258	COST	7,608

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
WINDSTREAM CORP (2,000)	\$ 29,460	\$ 29,460	COST	\$ 18,400
XCEL ENERGY INC (750)	20,144	20,144	COST	13,913
XCEL ENERGY INC (800)	20,358	20,358	COST	14,840
XCEL ENERGY INC (450)	8,075	8,075	COST	8,348
ZIMMER HOLDINGS INC (100)	2,978	2,978	COST	4,042
ZIMMER HOLDINGS INC (280)	5,331	5,331	COST	11,318
ZIMMER HOLDINGS INC (300)	8,936	8,936	COST	12,125
ZIMMER HOLDINGS INC (320)	9,526	9,526	COST	12,934
3M COMPANY (400)	25,484	25,485	COST	23,016
3M COMPANY (200)	15,841	15,841	COST	11,508
3M COMPANY (400)	31,687	31,687	COST	23,016
TOTAL	<u>\$ 5,171,525</u>	<u>\$ 5,137,661</u>		<u>\$ 5,029,209</u>

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
ALCAN INC NOTES GLB-5.00%-060115	\$ 24,349	\$ 24,349	COST	\$ 18,512
AUTOZONE INC SEN NOTES-5.50%-111515	47,967	47,967	COST	40,630
AMERICAN EXPRESS GLB-7.00%-021509		25,187	COST	25,278
BANK OF AMER SUB NOTES-5.15%-081515	4,850	4,850	COST	4,610
BANK OF AMER SUB NOTES-4.85%-021515	4,744	4,744	COST	4,559
BELLSOUTH CAP FUNDING-7.75%-021510	21,309	20,789	COST	20,702
BOEING CAPITAL NOTES-6.50%-021512	50,834	50,768	COST	51,104
BORG-WARNER AUTO NOTES-6.5%-021509	50,093	50,006	COST	50,027
BOSTON SCIENTIFIC-5.125%-011217	23,348	23,348	COST	18,875
BOSTON SCIENTIFIC-5.125%-011217	23,402	23,402	COST	18,875

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BEAR STEARNS CO INC-5.55%-012217	\$ 47,607	\$ 47,607	COST	\$ 47,600
BURLINGTON RESOURCES-6.68%-021511	52,585	51,921	COST	51,519
CATERPILLER FIN SERV-5.00%-071515	19,100	19,100	COST	18,412
CITIGROUP INC NOTES GLB-6.00%-022112	50,386	50,351	COST	49,447
CITIGROUP INC SUB NOTES-7.25%-100110	26,187	25,916	COST	24,810
CNA FINANCIAL NOTES-6.45%-011508	29,975		COST	
COASTAL CORP DEBT-9.625%-051512	10,786	10,793	COST	8,491
COMCAST CORP NOTES-5.3%-011514	24,083	24,083	COST	23,378
COMCAST CORP NOTES-5.875%-021518	50,834	50,773	COST	47,380
COMMONWEALTH ED IST MTG-4.70%-041515	50,583	50,540	COST	44,822
COMPUTER SCIENCES NOTES-5.0%-021513	50,299	50,273	COST	44,032
DAIMLERCHRYSLER GLB-7.3%-011512	50,745	50,697	COST	43,219
DEERE & CO GLOBAL NTS-6.5%-042514	44,443	44,385	COST	42,409
DOMINION REDOURCES INC-5.20%-011516	46,922	46,922	COST	46,114
DONNELLEY(RR)& SONS GLB-4.95%-040114	14,236	14,236	COST	11,370
DONNELLEY(RR)& SONS GLB-6.125%-11517	25,207	25,193	COST	17,787
DOW CHEMICAL CO DEBT-6.85%-081513	52,359	52,307	COST	49,511
D R HORTON INC-6.50%-041516	24,874	24,874	COST	15,750
EASTMAN CHEMICAL-6.30%-111518		25,580	COST	20,976
EASTMAN CHEMICAL-6.30%-111518		25,550	COST	20,976
FIFTH THIRD BK SUB-4.50%-061118		20,570	COST	18,532
FIRST DATA CORP NOTES-4.95%-061515	38,958	38,958	COST	32,387
FIRSTENERGY CORP NOTES-6.45%-111511	26,090	25,923	COST	23,632
FORTUNE BRANDS INC-5.375%-011516	38,668	38,668	COST	33,410
GABELLI ASSET MGMT-5.5%-051513	30,495	30,463	COST	31,738
GOLDMAN SACHS GROUP GLB-6.15%-040118		24,693	COST	24,024

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GTE CALIFORNIA INC-6.70%-090109	\$ 50,352	\$ 50,187	COST	\$ 50,084
HEALTH CARE PPTY INC-5.70%-050117	29,105	29,105	COST	14,554
HERTZ CORP-7.4%-030111	25,876	25,697	COST	16,625
HERTZ CORP-7.4%-030111	25,937	25,742	COST	16,625
HILTON HOTELS CORP-7.20%-121509	50,128	50,076	COST	44,000
HOME DEPOT INC-5.40%-030116	23,940	23,940	COST	22,373
HOUSEHOLD FINANCE NOTES-4.75%-071513	34,332	34,332	COST	31,930
HOUSEHOLD FIN CORP NOTE-6.40%-071708	19,772		COST	
KONINKLIJKE KPN NV SR-8.00%-100110	42,073	41,439	COST	40,368
J P MORGAN & CO-6.00%-011509	50,037	50,000	COST	50,018
J P MORGAN CHASE GLOB-6.625%-031512	50,475	50,439	COST	51,220
KRAFT FOODS INC GLB-6.125%-020118		25,549	COST	24,498
KROGER CO CO GUARNT-4395%-011515	24,543	24,543	COST	23,802
LEHMAN BROS HOLDINGS-6.625%-011812	35,334	35,308	COST	3,325
LEHMAN BROTHERS INC-6.625%-021508	50,004		COST	
MACYS RETAIL HLDGS INC-7.45%-071517	27,300	27,165	COST	14,472
MACYS RETAIL HLDGS INC-7.45%-071517	27,522	27,367	COST	14,472
MARATHON OIL CORP-6.125%-031512	44,750	44,750	COST	45,544
MASCO CORP BDS-4.80%-061515	24,157	24,157	COST	16,900
MAYTAG CORP NOTE-6.45%-081514	36,049	36,001	COST	30,673
MERRILL LYNCH & CO-5.70%-050217	50,404	50,404	COST	46,070
MORGAN STANLEY SUB GLB-4.75%-040114	24,530	24,530	COST	19,047
BANK OF AMERICA SUB-6.6%-051510	50,165	50,127	COST	50,572
BANK OF AMERICA SUB-6.6%-051510	73,290	73,290	COST	75,857
NISOURCE FIN CORP BONDS-5.4%-071514	24,426	24,426	COST	17,107
NM BANK AMERICA CORP-5.50%-081518		14,822	COST	12,624

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
NM COLUMBIA/HCA HLTCARE-8.7%-021010	\$ 25,031	\$ 25,025	COST	\$ 23,829
NM GENL ELEC CAP SER-4.25%-051515	5,527	5,527	COST	5,548
NM HOUSEHOLD FIN CORP-4.70%-011514	25,000	25,000	COST	21,048
NM SEARS ROEBUCK ACCP-5.875%-030509	48,268	48,268	COST	48,470
NM SEARS ROEBUCK ACCP-6.3%-031808	5,010		COST	
NM SEARS ROEBUCK & CO-7.5%-011513	10,775	10,740	COST	3,576
NM WELLS FARGO & CO-4.4%-121613	25,000	25,000	COST	23,751
NORTHERN STATES POWER-6.875%-080109	36,168	35,471	COST	35,252
PENNY JC & CO DEBT-7.65%-081516	55,605	55,282	COST	39,204
PENNY JC & CO DEBT-7.65%-081516	36,513	36,290	COST	25,874
PUGET SOUND ENERGY SEC-6.74%-061518		10,714	COST	10,041
PULTE CORP NOTES-5.25%-011514	24,998	24,998	COST	17,875
RAYTHEON CO-4.85%-011511	49,996	49,996	COST	50,521
ROYAL CARRIBEAN CRUSES-6.75%-031508	50,017		COST	
SAFEWAY INC NOTE-5.625%-081514	35,763	35,717	COST	33,816
SEMPRA ENERGY NOTES-7.95%-030110	26,596	25,959	COST	25,265
SONAT INC SENIOR NOTES-7.625%-071511	51,092	50,997	COST	45,587
SOUTHWEST AIRLINES-5.125%-030117	23,486	23,486	COST	18,076
SPRINT CAPITAL CORP CO-7.625%-013011	50,000	50,000	COST	41,750
SPRINT NEXTEL CORP-6.00%-120116	24,670	24,670	COST	17,625
TIME WARNER COS DEBT-8.05%-011516	13,750	13,690	COST	11,905
TIME WARNER ENTERTAIN-7.25%-090108	25,084		COST	
TIME WARNER ENTERTAIN-7.25%-090108	25,089		COST	
TORCHMARK CORP NOTES-7.375%-080113	20,379	20,364	COST	17,671
TORCHMARK CORP NOTES-7.375%-080113	31,853	31,841	COST	27,901
TRIBUNE CO-5.25%-081515	29,328	29,328	COST	1,350

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TYSON FOODS INC-STEP%-040116	\$ 50,000	\$ 50,000	COST	\$ 37,000
US BANK SUB NOTES-4.80%-041515	24,169	24,169	COST	25,410
UNION CAMP CORP-9.25%-020111	30,828	30,763	COST	29,179
UNION PACIFIC CORP-6.625%-020108	50,002		COST	
UNITED PARCEL SERVICE-5.50%-011518		52,523	COST	53,407
USA WASTE SERVS INC-7.125%-121517	19,325	19,247	COST	16,768
YUM BRANDS INC-6.25%-041516	41,266	41,173	COST	33,931
VERIZON COMMUN INC-6.46%-041508	70,051		COST	
VIACOM INC CO GUARNT-7.70%-073010	41,850	41,231	COST	39,099
WESTINGHOUSE ELECT-8.625%-080112	26,800	26,802	COST	20,444
WEYERHAEUSER CO DEBENT-7.25%-070113	41,856	41,836	COST	38,102
WEYERHAEUSER CO DEBENT-7.5%-030113	21,632	21,543	COST	19,386
WYETH NOTE-5.50%-020114	25,353	25,330	COST	25,395
WYETH NOTE-5.50%-020114	25,474	25,441	COST	25,395
TOTAL	\$ <u>3,174,423</u>	\$ <u>3,067,603</u>		\$ <u>2,687,109</u>

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PARTNERSHIPS-CAPITAL HOUSING	\$ 1	\$ 1	COST	\$
TOTAL	\$ <u>1</u>	\$ <u>1</u>		\$ <u>0</u>

Federal Statements

**Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.**

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
BRUCE L COOK 1015 CHIPMAN LANE OWOSSO MI 48867	PRESIDENT	20	0	0	0
LAURIE C COOK 5840 N CHIPMAN OWOSSO MI 48867	VICE PRES	.25	0	0	0
JACQUELINE P COOK 1015 CHIPMAN LANE OWOSSO MI 48867	TRUSTEE	.25	0	0	0
PAUL C COOK 5840 N CHIPMAN OWOSSO MI 48867	TRUSTEE	.25	0	0	0
THOMAS B COOK 1201 N WASHINGTON OWOSSO MI 48867	SEC TREASURE	20	0	0	0
ANNA E OWENS 1201 N WASHINGTON OWOSSO MI 48867	TRUSTEE	.25	0	0	0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER OR GRANT FORMAT

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

ANNUAL

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

STATE OF MICHIGAN-FOCUSES ON SHIAWASSEE COUNTY

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
ARC OF SHIAWASSEE CNTY OWOSSO MI 48867	1905 W M-21		COMMUNITY	SUPPORT	30,000
BAY AREA COMM FOUNDATION BAY CITY MI 48708	703 WASHINGTON AVE		ENVIRONMENT	SAGINAW BAY WIN	20,000
CAPITAL AREA COMM SERVICE LANSING MI 48915	101 E WILLOW		COMMUNITY	IDA PROGRAM	10,000
CATHOLIC CHARITIES OWOSSO MI 48867	120 W EXCHANGE, STE 204		COMMUNITY	SHIAWASSEE CNTY FOOD & NEEDS	12,190
CHILD ABUSE PREVENTION CO OWOSSO MI 48867	1216 W MAIN STREET		COMMUNITY	SUPPORT	20,000
OWOSSO PUBLIC SCHOOLS OWOSSO MI 48867	765 E NORTH STREET		EDUCATION	PERFORMING ARTS COMMITTEE	4,927
OWOSSO PUBLIC SCHOOLS OWOSSO MI 48867	765 E NORTH STREET		EDUCATION	YOUTH IN GOVT	1,015
OWOSSO PUBLIC SCHOOLS OWOSSO MI 48867	765 E NORTH STREET		EDUCATION	SHIA CONSERVATION DIST GRANT	5,000
OWOSSO PUBLIC SCHOOLS OWOSSO MI 48867	765 E NORTH STREET		EDUCATION	IB PROGRAM	34,635
SHIAWASSEE ARTS COUNCIL OWOSSO MI 48867	206 CURWOOD CASTLE DR		COMMUNITY	SUPPORT	1,000
SHIAWASSEE CHAMBER FOUND OWOSSO MI 48867	215 N WATER STREET		COMMUNITY	ECONOMIC DEVELOPMENT-JOBS	25,000
SHIAWASSEE ECON DEVELOP OWOSSO MI 48867	215 N WATER STREET		COMMUNITY	ECONOMIC DEVELOPMENT-OTHER	6,000
SHIAWASSEE ECON DEVELOP OWOSSO MI 48867	215 N WATER STREET		COMMUNITY	RESIDENT ATTRACTION	5,220
SHIA CNTY HUMANE SOCIETY OWOSSO MI 48867	2752 W BENNINGTON RD		COMMUNITY	BUILDING GRANT	20,400
SHIAWASSEE REGIONAL EDUCA CORUNNA MI 48817	1025 N SHIAWASSEE STREET		OTHER YOUTH	JUNIOR ACHEIVEMENT	5,000
SHIAWASSEE REGIONAL EDUCA CORUNNA MI 48817	1025 N SHIAWASSEE STREET		EDUCATION	GREAT STARTS-EARLY CHILDHOOD	35,000
SHIAWASSEE REGIONAL EDUCA CORUNNA MI 48817	1025 N SHIAWASSEE STREET		EDUCATION	2007 SHIAWASSEE SCHOLARSHIPS	71,725
SHIAWASSEE REGIONAL EDUCA CORUNNA MI 48817	1025 N SHIAWASSEE STREET		EDUCATION	2008 SHIAWASSEE SCHOLARSHIPS	49,842

Federal Statements

**Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

<u>Name</u>	<u>Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
SHIAWASSEE UNITED WAY OWOSSO MI 48867	PO BOX 664		COMMUNITY	NCBP EDUCATION & SUPPORT	22,676
SHIAWASSEE UNITED WAY OWOSSO MI 48867	PO BOX 664		COMMUNITY	SUPPORT	29,085
STATE YMCA OF MICHIGAN CENTRAL LAKE MI 49622	919 N EAST TORCH LAKE DRI		YOUTH	SCHOLARSHIPS TO HAYO-WENT-HA CAMPS	21,000
THE NATURE CONSERVANCY LANSING MI 48906-4348	101 E GRAND RIVER		ENVIRONMENT	KIRTLAND'S WARBLER PROJECT	5,557
THE NATURE CONSERVANCY LANSING MI 48906-4348	101 E GRAND RIVER		ENVIRONMENT	SHIAWASSEE RIVER PROJECT	48,050
UNIVERSITY OF MICHIGAN ANN ARBOR MI 48109-1288	3003 S STATE ST		EDUCATION	SCHOLARSHIPS AND RELATED	74,750
YMCA OWOSSO OWOSSO MI 48867	W MAIN STREET		COMMUNITY	LIGHTING IMPROVEMENTS	2,435
VARIOUS OTHERS OWOSSO MI 48867	PO BOX 278		OTHER	OTHER	2,233
VARIOUS OTHERS OWOSSO MI 48867	PO BOX 278		EDUCATION	OTHER	1,050
VARIOUS OTHERS VARIOUS MI 48867	PO BOX 278		EDUCATION	OTHER SCHOLARSHIPS	6,484
TOTAL					<u>570,274</u>

COOK FAMILY FOUNDATION
P.O. BOX 278
OWOSSO, MI 48867

**Electing out of the 50% Bonus Depreciation Allowance for
All Eligible Depreciable Property**

The taxpayer elects out of the 50% first-year bonus depreciation allowance under IRC Section 168(k) for all eligible asset classes of depreciable property acquired after December 31, 2007. This election applies to all eligible depreciable property placed in service after December 31, 2007.