

Form **990-PF**

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

OMB No. 1545-0052

2012

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.

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

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) 312 W MAIN ST		B Telephone number (see instructions) 989-725-1621						
Room/suite 3W								
City or town, state, and ZIP code OWOSSO MI 48867-2906		C If exemption application is pending, check here " <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top; margin-left: 10px;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<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"/>
<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							
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) u \$ 9,992,059	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here " <input type="checkbox"/>						
(Part I, column (d) must be on cash basis.)								

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 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 u <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	234	234		
	4 Dividends and interest from securities	318,980	318,980		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	345,327			
	b Gross sales price for all assets on line 6a 2,176,419				
	7 Capital gain net income (from Part IV, line 2)		344,872		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 1	4,199		4,199		
12 Total. Add lines 1 through 11	668,740	664,086	4,199		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages	88,886	3,981		45,097
	15 Pension plans, employee benefits	7,284	303		6,981
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	3,315	663		2,652
	c Other professional fees (attach schedule) STMT 3	500			500
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	12,858	1,786		
	19 Depreciation (attach schedule) and depletion STMT 5	4,993			
	20 Occupancy	13,864	2,772		11,092
	21 Travel, conferences, and meetings	6,424			6,424
	22 Printing and publications	3,933			1,485
	23 Other expenses (att. sch.) STMT 6	8,920	1,135		7,785
	24 Total operating and administrative expenses. Add lines 13 through 23	150,977	10,640	0	82,016
	25 Contributions, gifts, grants paid	466,993			466,993
26 Total expenses and disbursements. Add lines 24 and 25	617,970	10,640	0	549,009	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	50,770				
b Net investment income (if negative, enter -0-)		653,446			
c Adjusted net income (if negative, enter -0-)			4,199		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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	1,027	2,811	2,811
	2	Savings and temporary cash investments	1,075	107,322	107,322
	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 instructions)			
	7	Other notes and loans receivable (att. schedule) u			
		Less: allowance for doubtful accounts u	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
		b Investments – corporate stock (attach schedule) SEE STMT 7	4,882,636	5,236,606	7,169,912
		c Investments – corporate bonds (attach schedule) SEE STMT 8	2,856,080	2,447,898	2,712,014
	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 9				
14	Land, buildings, and equipment: basis u	42,512			
	Less: accumulated depreciation (attach sch.) u STMT 10	28,386			
		17,175	14,126		
15	Other assets (describe u)				
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	7,757,993	7,808,763	9,992,059	
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 and complete lines 24 through 26 and lines 30 and 31. u <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. u <input checked="" type="checkbox"/>				
	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	7,757,993	7,808,763	
30	Total net assets or fund balances (see instructions)	7,757,993	7,808,763		
31	Total liabilities and net assets/fund balances (see instructions)	7,757,993	7,808,763		

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	7,757,993
2	Enter amount from Part I, line 27a	2	50,770
3	Other increases not included in line 2 (itemize) u	3	
4	Add lines 1, 2, and 3	4	7,808,763
5	Decreases not included in line 2 (itemize) u	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	7,808,763

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				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
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	344,872	
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	-1,099	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	518,220	9,964,631	0.052006
2010	544,939	9,364,333	0.058193
2009	492,773	8,264,193	0.059627
2008	660,973	10,156,969	0.065076
2007	569,701	11,631,963	0.048977
2 Total of line 1, column (d)			0.283879
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			0.056776
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			9,803,324
5 Multiply line 4 by line 3			556,594
6 Enter 1% of net investment income (1% of Part I, line 27b)			6,534
7 Add lines 5 and 6			563,128
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.			549,009

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	13,069
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	13,069
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	13,069
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	9,200
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	9,200
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	32
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,901
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 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		<input checked="" type="checkbox"/>
b		<input checked="" type="checkbox"/>
c		<input checked="" type="checkbox"/>
d		
e		
2		<input checked="" type="checkbox"/>
3		<input checked="" type="checkbox"/>
4a		<input checked="" type="checkbox"/>
b		
5		<input checked="" type="checkbox"/>
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8a		
b	<input checked="" type="checkbox"/>	
9		<input checked="" type="checkbox"/>
10		<input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 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 <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year u 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country u	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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 instructions)? 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 2012? 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <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 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 2012 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 2012.) 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 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **N/A** **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? **N/A** Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes 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? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 STATEMENT 11				

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 **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 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**

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 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 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	9,762,609
b	Average of monthly cash balances	1b	174,354
c	Fair market value of all other assets (see instructions)	1c	15,650
d	Total (add lines 1a, b, and c)	1d	9,952,613
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	9,952,613
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	149,289
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,803,324
6	Minimum investment return. Enter 5% of line 5	6	490,166

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	490,166
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,069
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,069
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	477,097
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	477,097
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	477,097

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	549,009
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	549,009
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	549,009

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				477,097
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				4,412
b From 2008				160,479
c From 2009				85,709
d From 2010				86,844
e From 2011				31,181
f Total of lines 3a through e	368,625			
4 Qualifying distributions for 2012 from Part XII, line 4: u \$ 549,009				
a Applied to 2011, 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 2012 distributable amount				477,097
e Remaining amount distributed out of corpus	71,912			
5 Excess distributions carryover applied to 2012 (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	440,537			
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 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	4,412			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	436,125			
10 Analysis of line 9:				
a Excess from 2008				160,479
b Excess from 2009				85,709
c Excess from 2010				86,844
d Excess from 2011				31,181
e Excess from 2012				71,912

Part XIV Private 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 2012, enter the date of the ruling **u**

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation 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).)
N/A

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.
N/A

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 e-mail of the person to whom applications should be addressed:
TOM COOK, EXECUTIVE DIRECTOR 989-725-1621
P O BOX 278, 312 W MAIN ST #3W OWOSSO MI 48867

b The form in which applications should be submitted and information and materials they should include:
LETTER OR GRANT FORMAT

c Any submission deadlines:
ANNUAL

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
STATE OF MICHIGAN-FOCUSES ON SHIAWASSEE COUNTY

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>				<p>466,993</p>
<p>Total</p>			<p>u 3a</p>	<p>466,993</p>
<p>b Approved for future payment N/A</p>				
<p>Total</p>			<p>u 3b</p>	

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2012**

For calendar year 2012, 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) THORNBURG INTNL VL FD A	P	02/25/11	01/23/12
(2) THORNBURG INTERNATIONAL	P	02/25/11	01/23/12
(3) THORNBURG INTNL VL FD A	P	12/23/11	01/06/12
(4) THORNBURG INTNL VL FD A	P	12/23/11	01/23/12
(5) AMERICAN EURO PAC GROW A	P	02/25/11	01/23/12
(6) AMERICAN EURO PAC GROW A	P	12/28/11	01/23/12
(7) AMERICAN EURO PACIFIC	P	02/25/11	01/23/12
(8) BLACKROCK LATIN AMER A	P	02/25/11	01/06/12
(9) ING VAL CH FD CL A	P	12/19/11	04/10/12
(10) AMN MUTUAL FUND A	P	10/20/11	04/10/12
(11) AMN MUTUAL FUND A	P	12/23/11	04/10/12
(12) AMN MUTUAL FUND A	P	12/23/11	04/10/12
(13) JANUS GLOBAL SELECT FD A	P	02/25/11	01/06/12
(14) JANUS GLOBAL SELECT FD A	P	12/20/11	01/06/12
(15) JANUS GLOBAL SELECT FD A	P	12/20/11	01/06/12

(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) 432		491	-59
(2) 7		8	-1
(3) 4		4	
(4) 8		7	1
(5) 597		676	-79
(6) 1		1	
(7) 10		12	-2
(8) 16		19	-3
(9) 2		2	
(10) 60,967		56,954	4,013
(11) 14		14	
(12) 455		437	18
(13) 17,446		22,001	-4,555
(14) 10		8	2
(15) 1		1	

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)			-59
(2)			-1
(3)			
(4)			1
(5)			-79
(6)			
(7)			-2
(8)			-3
(9)			
(10)			4,013
(11)			
(12)			18
(13)			-4,555
(14)			2
(15)			

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2012**

For calendar year 2012, 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) JANUS GLOBAL SELECT FD A	P	12/20/11	01/06/12
(2) LORD ABBETT VAL OPP FD A	P	11/22/11	05/07/12
(3) LORD ABBETT VAL OPP FD A	P	11/22/11	04/09/04
(4) NUVEEN TRDW GLB ALLCAP A	P	12/30/11	05/11/12
(5) NUVEEN TRDW GLB ALLCAP A	P	12/16/11	07/10/12
(6) NUVEEN TRDW GLB ALLCAP A	P	12/16/11	07/10/12
(7) NUVEEN TRDW GLB ALLCAP A	P	12/16/11	07/10/12
(8) NUVEEN TRDW GLB ALLCAP A	P	12/16/11	07/10/12
(9) NUVEEN TRDW GLB ALLCAP A	P	12/30/11	07/10/12
(10) NUVEEN TRDW GLB ALLCAP A	P	12/30/11	07/10/12
(11) AMERICAN INTL GROWTH	P	11/16/11	07/05/12
(12) AMERICAN INTL GROWTH	P	12/27/11	07/05/12
(13) AMERICAN INTL GROWTH	P	12/27/11	07/05/12
(14) AMERICAN INTL GROWTH	P	12/27/11	07/05/12
(15) LORD ABT FNDMNTL EQ FD A	P	11/22/11	07/10/12

(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) 470		452	18
(2) 9		9	
(3) 495		446	49
(4) 2		2	
(5) 22		28	-6
(6) 2,680		2,989	-309
(7) 22		24	-2
(8) 4,899		5,463	-564
(9) 18		20	-2
(10) 1,340		1,483	-143
(11) 44,779		44,988	-209
(12) 195		192	3
(13) 22		22	
(14) 837		821	16
(15) 271		253	18

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)			18
(2)			
(3)			49
(4)			
(5)			-6
(6)			-309
(7)			-2
(8)			-564
(9)			-2
(10)			-143
(11)			-209
(12)			3
(13)			
(14)			16
(15)			18

Capital Gains and Losses for Tax on Investment Income

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For calendar year 2012, or tax year beginning

, and ending

Name

Employer Identification Number

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(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) LORD ABT FNDMNTL EQ FD A	P	11/22/11	07/10/12
(2) LORD ABT FNDMNTL EQ FD A	P	11/22/11	07/10/12
(3) THORNBURG INTNL VL FD A	P	04/14/09	01/23/12
(4) THORNBURG INTNL VL FD A	P	06/26/09	01/23/12
(5) THORNBURG INTNL VL FD A	P	09/25/09	01/23/12
(6) THORNBURG INTNL VL FD A	P	09/28/09	01/23/12
(7) THORNBURG INTNL VL FD A	P	03/29/10	01/23/12
(8) THORNBURG INTNL VL FD A	P	06/25/10	01/23/12
(9) THORNBURG INTNL VL FD A	P	09/24/10	01/23/12
(10) THORNBURG INTNL VL FD A	P	12/27/10	01/23/12
(11) AMERICAN EURO PAC GROW A	P	01/17/02	01/06/12
(12) AMERICAN EURO PAC GROW A	P	01/17/02	01/23/12
(13) AMERICAN EURO PAC GROW A	P	05/29/09	01/23/12
(14) AMERICAN EURO PAC GROW A	P	10/20/10	01/23/12
(15) AMERICAN EURO PAC GROW A	P	10/20/10	01/23/12

(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) 11		11	
(2) 3,223		3,018	205
(3) 25		18	7
(4) 712		582	130
(5) 178		166	12
(6) 25		24	1
(7) 25		25	
(8) 407		377	30
(9) 229		235	-6
(10) 25		26	-1
(11) 35,190		26,762	8,428
(12) 1,082		776	306
(13) 17,461		15,004	2,457
(14) 37		41	-4
(15) 1,679		1,849	-170

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)			
(2)			205
(3)			7
(4)			130
(5)			12
(6)			1
(7)			
(8)			30
(9)			-6
(10)			-1
(11)			8,428
(12)			306
(13)			2,457
(14)			-4
(15)			-170

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2012**

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, and ending

Name

Employer Identification Number

COOK FAMILY FOUNDATION**38-2283809**

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(1) AMERICAN EURO PAC GROW A	P	10/20/10	01/23/12
(2) AMERICAN EURO PAC GROW A	P	12/28/10	01/23/12
(3) AMERICAN EURO PAC GROW A	P	12/28/10	01/23/12
(4) BLACKROCK LATIN AMER A	P	02/10/00	01/06/12
(5) BLACKROCK LATIN AMER A	P	02/07/01	01/06/12
(6) BOEING CAPITAL 6.5% 2012	P	03/01/02	02/15/12
(7) CITIGROUP INC 6.00% 2-12	P	03/01/02	02/21/12
(8) JP MORGAN CHARSE & 6.62%	P	04/18/02	03/15/12
(9) JC PENNY & CO 7.65% 2016	P	11/07/06	02/29/12
(10) QEP RESOURCES INC SHS	P	12/09/97	03/14/12
(11) LEHMAN BROS HOLING 6.62% 12	P	02/08/02	04/17/12
(12) ING VAL CH FD CL A	P	08/19/53	04/10/12
(13) ING VAL CH FD CL A	P	10/20/10	04/10/12
(14) ING VALUE	P	10/20/10	04/10/12
(15) COASTAL CORP 9.62% MAY 15 12	P	02/01/02	05/15/12

(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) 22,013		24,243	-2,230
(2) 37		40	-3
(3) 1,082		1,188	-106
(4) 8,035		2,327	5,708
(5) 16,700		4,313	12,387
(6) 50,000		50,000	
(7) 50,000		50,000	
(8) 50,000		50,000	
(9) 54,978		53,361	1,617
(10) 54,701		11,580	43,121
(11) 2,121		35,000	-32,879
(12) 48,538		49,993	-1,455
(13) 1,113		1,246	-133
(14) 10		12	-2
(15) 10,000		10,000	

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)			-2,230
(2)			-3
(3)			-106
(4)			5,708
(5)			12,387
(6)			
(7)			
(8)			
(9)			1,617
(10)			43,121
(11)			-32,879
(12)			-1,455
(13)			-133
(14)			-2
(15)			

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, and ending

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(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) DAIMLERCHRYSLER N 7.30% 12	P	02/01/02	01/17/12
(2) JANUS GLOBAL SELECT FD A	P	07/15/09	01/06/12
(3) JANUS GLOBAL SELECT FD A	P	11/17/09	01/06/12
(4) JANUS GLOBAL SELECT FD A	P	11/20/09	01/06/12
(5) JANUS GLOBAL SELECT FD A	P	12/22/10	01/06/12
(6) JANUS GLOBAL SELECT FD A	P	12/22/10	01/06/12
(7) THORNBURG INTNL VL FD A	P	03/15/06	01/06/12
(8) THORNBURG INTNL VL FD A	P	03/15/06	01/06/12
(9) THORNBURG INTNL VL FD A	P	03/15/06	01/06/12
(10) THORNBURG INTNL VL FD A	P	03/15/06	01/23/12
(11) THORNBURG INTNL VL FD A	P	03/15/06	01/23/12
(12) THORNBURG INTNL VL FD A	P	03/15/06	01/23/12
(13) THORNBURG INTNL VL FD A	P	03/20/06	01/23/12
(14) THORNBURG INTNL VL FD A	P	03/30/06	01/23/12
(15) THORNBURG INTNL VL FD A	P	09/27/06	01/23/12

(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) 50,000		50,000	
(2) 23,886		19,130	4,756
(3) 17,143		17,000	143
(4) 10		10	
(5) 10		11	-1
(6) 970		1,169	-199
(7) 24		25	-1
(8) 73		76	-3
(9) 62,899		66,120	-3,221
(10) 2,594		2,597	-3
(11) 25		27	-2
(12) 76		76	
(13) 25		26	-1
(14) 280		284	-4
(15) 763		797	-34

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)			
(2)			4,756
(3)			143
(4)			
(5)			-1
(6)			-199
(7)			-1
(8)			-3
(9)			-3,221
(10)			-3
(11)			-2
(12)			
(13)			-1
(14)			-4
(15)			-34

Capital Gains and Losses for Tax on Investment Income

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, and ending

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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) THORNBURG INTNL VL FD A	P	11/17/06	01/23/12
(2) THORNBURG INTNL VL FD A	P	11/17/06	01/23/12
(3) THORNBURG INTNL VL FD A	P	11/20/06	01/23/12
(4) THORNBURG INTNL VL FD A	P	12/26/06	01/23/12
(5) THORNBURG INTNL VL FD A	P	12/27/06	01/23/12
(6) THORNBURG INTNL VL FD A	P	06/26/07	01/23/12
(7) THORNBURG INTNL VL FD A	P	06/27/07	01/23/12
(8) THORNBURG INTNL VL FD A	P	09/26/07	01/23/12
(9) THORNBURG INTNL VL FD A	P	11/19/07	01/23/12
(10) THORNBURG INTNL VL FD A	P	11/19/07	01/23/12
(11) THORNBURG INTNL VL FD A	P	11/20/07	01/23/12
(12) THORNBURG INTNL VL FD A	P	11/20/07	01/23/12
(13) THORNBURG INTNL VL FD A	P	12/26/07	01/23/12
(14) THORNBURG INTNL VL FD A	P	06/26/08	01/23/12
(15) THORNBURG INTNL VL FD A	P	06/27/08	01/23/12

(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) 280		298	-18
(2) 2,950		3,139	-189
(3) 25		27	-2
(4) 356		392	-36
(5) 25		28	-3
(6) 305		389	-84
(7) 25		32	-7
(8) 305		426	-121
(9) 4,399		5,633	-1,234
(10) 4,577		5,861	-1,284
(11) 25		33	-8
(12) 25		33	-8
(13) 25		33	-8
(14) 687		771	-84
(15) 25		29	-4

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)			-18
(2)			-189
(3)			-2
(4)			-36
(5)			-3
(6)			-84
(7)			-7
(8)			-121
(9)			-1,234
(10)			-1,284
(11)			-8
(12)			-8
(13)			-8
(14)			-84
(15)			-4

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2012**

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(1) THORNBURG INTNL VL FD A	P	09/26/08	01/23/12
(2) THORNBURG INTNL VL FD A	P	09/29/08	01/23/12
(3) THORNBURG INTNL VL FD A	P	12/26/08	01/23/12
(4) THORNBURG INTNL VL FD A	P	12/29/08	01/23/12
(5) THORNBURG INTNL VL FD A	P	04/08/09	01/23/12
(6) LORD ABBETT VAL OPP FD A	P	10/27/10	05/07/12
(7) LORD ABBETT VAL OPP FD A	P	11/23/10	05/07/12
(8) LORD ABBETT VAL OPP FD A	P	01/24/11	05/07/12
(9) LORD ABBETT VAL OPP FD A	P	01/24/11	05/07/12
(10) LORD ABBETT VAL OPP FD A	P	02/25/11	05/07/12
(11) LORD ABBETT VAL OPP FD A	P	02/25/11	05/07/12
(12) NUVEEN TRDW GLB ALLCAP A	P	04/22/10	05/11/12
(13) WAL-MART DE MEXICO SAB	P	01/28/98	05/08/12
(14) NUVEEN TRDW GLB ALLCAP A	P	04/22/10	07/10/12
(15) NUVEEN TRDW GLB ALLCAP A	P	07/22/10	07/10/12

(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) 381		373	8
(2) 25		23	2
(3) 153		111	42
(4) 25		18	7
(5) 21,539		14,992	6,547
(6) 66,362		60,000	6,362
(7) 335		305	30
(8) 16		15	1
(9) 29,749		29,992	-243
(10) 16		16	
(11) 30,851		31,991	-1,140
(12) 62,498		71,625	-9,127
(13) 91,455		15,915	75,540
(14) 24,145		28,376	-4,231
(15) 8,876		9,999	-1,123

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)			8
(2)			2
(3)			42
(4)			7
(5)			6,547
(6)			6,362
(7)			30
(8)			1
(9)			-243
(10)			
(11)			-1,140
(12)			-9,127
(13)			75,540
(14)			-4,231
(15)			-1,123

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2012**

For calendar year 2012, 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) NUVEEN TRDW GLB ALLCAP A	P	12/15/10	07/10/12
(2) NUVEEN TRDW GLB ALLCAP A	P	12/31/10	07/10/12
(3) NUVEEN TRDW GLB ALLCAP A	P	02/25/11	07/10/12
(4) NUVEEN TRDW GLB ALLCAP A	P	02/25/11	07/10/12
(5) LORD ABT FNDMNTL EQ FD A	P	04/08/09	07/10/12
(6) LORD ABT FNDMNTL EQ FD A	P	11/24/09	07/10/12
(7) LORD ABT FNDMNTL EQ FD A	P	11/23/10	07/10/12
(8) LORD ABT FNDMNTL EQ FD A	P	11/23/10	07/10/12
(9) LORD ABT FNDMNTL EQ FD A	P	02/14/11	07/10/12
(10) LORD ABT FNDMNTL EQ FD A	P	02/14/11	07/10/12
(11) LORD ABT FNDMNTL EQ FD A	P	02/25/11	07/10/12
(12) WESTINGHOUSE ELEC 8/62% 12	P	02/01/02	08/01/12
(13) BANK OF AMERICA CORP CLD	P	11/16/05	08/15/12
(14) BANK OF AMERICA CORP CLD	P	11/16/05	08/15/12
(15) NM BANK AMERCIA CORP CLD	P	01/16/08	08/15/12

(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) 176		234	-58
(2) 1,670		2,215	-545
(3) 22		27	-5
(4) 15,994		21,986	-5,992
(5) 110,860		73,005	37,855
(6) 37		32	5
(7) 12		12	
(8) 320		312	8
(9) 12		13	-1
(10) 17,872		19,993	-2,121
(11) 10,799		12,002	-1,203
(12) 25,000		25,000	
(13) 5,000		4,850	150
(14) 5,000		4,744	256
(15) 15,000		14,822	178

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)			-58
(2)			-545
(3)			-5
(4)			-5,992
(5)			37,855
(6)			5
(7)			
(8)			8
(9)			-1
(10)			-2,121
(11)			-1,203
(12)			
(13)			150
(14)			256
(15)			178

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2012**

For calendar year 2012, 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) PRDNTL JEN NAT RES FD A	P	01/14/10	07/31/12
(2) PRDNTL JEN NAT RES FD A	P	10/20/10	07/31/12
(3) PRDNTL JEN NAT RES FD A	P	10/20/10	07/31/12
(4) PRDNTL JEN NAT RES FD A	P	11/30/10	07/31/12
(5) PRDNTL JEN NAT RES FD A	P	11/30/10	07/31/12
(6) PRDNTL JEN NAT RES FD A	P	02/25/11	07/31/12
(7) PRDNTL JEN NAT RES FD A	P	05/25/11	07/31/12
(8) GABELLI ASSET FD CL A	P	01/24/11	07/31/12
(9) GABELLI ASSET	P	01/24/11	07/31/12
(10) GABELLI ASSET FD CL A	P	12/28/11	07/31/12
(11) THORNBURG INTNL VL FD A	P	02/25/11	07/31/12
(12) THORNBURG INTNL VL FD A	P	03/25/11	07/31/12
(13) THORNBURG INTNL VL FD A	P	03/25/11	07/31/12
(14) THORNBURG INTNL VL FD A	P	06/24/11	07/31/12
(15) THORNBURG INTNL VL FD A	P	09/26/11	07/31/12

(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) 44,845		49,974	-5,129
(2) 43		46	-3
(3) 21,418		24,970	-3,552
(4) 43		52	-9
(5) 684		839	-155
(6) 23		32	-9
(7) 15,732		21,981	-6,249
(8) 59,407		58,891	516
(9) 12		11	1
(10) 27		25	2
(11) 18		21	-3
(12) 25		29	-4
(13) 101		115	-14
(14) 707		792	-85
(15) 429		393	36

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)			-5,129
(2)			-3
(3)			-3,552
(4)			-9
(5)			-155
(6)			-9
(7)			-6,249
(8)			516
(9)			1
(10)			2
(11)			-3
(12)			-4
(13)			-14
(14)			-85
(15)			36

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2012**

For calendar year 2012, 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) THORNBURG INTNL VL FD A	P	02/25/11	07/31/12
(2) COL SLGMN COMM & INFO A	P	04/11/02	07/31/12
(3) COLUMBIA SELIGMAN	P	04/11/02	07/31/12
(4) COL SLGMN COMM & INFO A	P	12/20/11	07/31/12
(5) COMPUTER SCIENCES 5.00% 13	P	04/14/03	10/19/12
(6) GABELLI ASSET FD CL A	P	01/24/11	10/22/12
(7) GABELLI ASSET FD CL A	P	01/31/11	10/22/12
(8) GABELLI ASSET FD CL A	P	01/24/11	10/22/12
(9) ING VAL CH FD CL A	P	10/20/10	10/22/12
(10) ING VAL CH FD CL A	P	10/20/10	10/22/12
(11) ING VAL CH FD CL A	P	12/17/10	10/22/12
(12) ING VAL CH FD CL A	P	12/17/10	10/22/12
(13) ING VAL CH FD CL A	P	02/25/11	10/22/12
(14) ING VAL CH FD CL A	P	12/19/11	10/22/12
(15) ING VAL CH FD CL A	P	12/19/11	10/22/12

(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) 18,768		21,465	-2,697
(2) 19,967		10,383	9,584
(3) 11		6	5
(4) 22		21	1
(5) 50,751		50,023	728
(6) 26		24	2
(7) 18,059		16,646	1,413
(8) 11,915		11,045	870
(9) 53,648		58,742	-5,094
(10) 4		5	-1
(11) 15		15	
(12) 1,183		1,359	-176
(13) 26,614		32,004	-5,390
(14) 15		16	-1
(15) 1,183		1,153	30

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)			-2,697
(2)			9,584
(3)			5
(4)			1
(5)			728
(6)			2
(7)			1,413
(8)			870
(9)			-5,094
(10)			-1
(11)			
(12)			-176
(13)			-5,390
(14)			-1
(15)			30

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2012**

For calendar year 2012, 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) ING VAL CH FD CL A	P	12/19/11	10/22/12
(2) ING VAL CH FD CL A	P	12/19/11	10/22/12
(3) ING VAL CH FD CL A	P	12/19/11	10/22/12
(4) COL SLGMN COMM & INFO A	P	04/11/02	10/22/12
(5) COL SLGMN COMM & INFO A	P	04/11/02	10/22/12
(6) COL SLGMN COMM & INFO A	P	08/31/06	10/22/12
(7) COL SLGMN COMM & INFO A	P	02/25/11	10/22/12
(8) COL SLGMN COMM & INFO A	P	12/20/11	10/22/12
(9) COL SLGMN COMM & INFO A	P	12/20/11	10/22/12
(10) ARCH COAL INC	P	07/08/05	10/31/12
(11) CHEVRON CORP	P	09/12/97	10/31/12
(12) CONOCOPHILLIPS	P	09/12/97	10/31/12
(13) HEWLETT PACKARD CO DEL	P	12/13/10	10/31/12
(14) HEWLETT PACKARD CO DEL	P	12/13/10	10/31/12
(15) HEWLETT PACKARD CO DEL	P	12/13/10	10/31/12

(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) 13,352		13,014	338
(2) 15		15	
(3) 853		832	21
(4) 26,959		14,269	12,690
(5) 31		17	14
(6) 48,856		34,983	13,873
(7) 19,492		21,987	-2,495
(8) 42		41	1
(9) 4,852		4,724	128
(10) 7,077		25,794	-18,717
(11) 102,757		36,838	65,919
(12) 60,194		23,497	36,697
(13) 2,745		8,457	-5,712
(14) 5,490		16,915	-11,425
(15) 5,490		16,916	-11,426

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)			338
(2)			
(3)			21
(4)			12,690
(5)			14
(6)			13,873
(7)			-2,495
(8)			1
(9)			128
(10)			-18,717
(11)			65,919
(12)			36,697
(13)			-5,712
(14)			-11,425
(15)			-11,426

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2012**

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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) PEABODY ENERGY CORP COM	P	07/08/05	10/31/12
(2) SIMON PROPERTY GROUP DEL	P	05/24/94	10/31/12
(3) TOTAL S.A. SP ADR	P	11/06/02	10/31/12
(4) TELEFONICA SA SPAIN ADR	P	09/12/97	10/31/12
(5) TELEFONICA SA SPAIN ADR	P	06/15/12	10/31/12
(6) UNITED TECHS CORP COM	P	09/12/97	10/31/12
(7) WPX ENERGY INC	P	09/17/07	10/31/12
(8) MERRILL LYNCH			
(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)
(1) 24,960		23,845	1,115
(2) 30,124		6,257	23,867
(3) 40,065		27,066	12,999
(4) 60,293		23,930	36,363
(5) 1,583		1,647	-64
(6) 50,511		12,655	37,856
(7) 8,394		9,256	-862
(8) 33,909			33,909
(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))
(1)			1,115
(2)			23,867
(3)			12,999
(4)			36,363
(5)			-64
(6)			37,856
(7)			-862
(8)			33,909
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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>
EXPENSE REIMBURSEMENTS	\$ 4,470	\$	\$ 4,470
ENBRIDGE ENERGY PARTNERS LP	-271		-271
TOTAL	<u>\$ 4,199</u>	<u>\$ 0</u>	<u>\$ 4,199</u>

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	\$ 3,315	\$ 663	\$	\$ 2,652
TOTAL	<u>\$ 3,315</u>	<u>\$ 663</u>	<u>\$ 0</u>	<u>\$ 2,652</u>

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>
AMBER FULLER-DESIGN	\$ 500	\$	\$	\$ 500
TOTAL	<u>\$ 500</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 500</u>

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	\$ 11,072	\$	\$	\$
MERRILL LYNCH-FOREIGN TAX PAID	1,786	1,786		
TOTAL	<u>\$ 12,858</u>	<u>\$ 1,786</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements

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

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
OFFICE FURNITURE & CABINETS									
	12/01/08	\$ 27,821	\$ 18,044	200DB		7	\$ 2,794	\$	\$
APPLE COMPUTERS									
	11/21/08	1,994	1,585	200DB		5	218		
PHONES									
	12/03/08	448	290	200DB		7	45		
XEROX COPIER									
	12/11/08	1,373	1,091	200DB		5	150		
LEASEHOLD IMPROVEMENTS									
	12/01/08	8,211	1,916	S/L		15	547		
OFFICE CHAIRS									
	12/24/08	721	467	200DB		7	73		
APPLE COMPUTER									
	3/23/12	1,944		200DB		5	1,166		
	TOTAL	\$ 42,512	\$ 23,393				\$ 4,993	\$ 0	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
FILING FEE-ST OF MICHIGAN	20			20
DUES	4,059			4,059
POSTAGE	387			387
OTHER FEES	216	216		
OFFICE SUPPLIES	2,494	498		1,996
INSURANCE	1,594	271		1,323
EMA FEE-M/L	150	150		
TOTAL	\$ 8,920	\$ 1,135	\$ 0	\$ 7,785

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3M COMPANY (200)	\$ 15,841	\$ 15,841	COST	\$ 18,570
3M COMPANY (400)	25,485	25,485	COST	37,140
3M COMPANY (400)	31,687	31,687	COST	37,140
ABBOTT LABS (1,300)	23,548	23,548	COST	85,150
ABERDEEN INT'L EQUITY A (.708)	9		COST	
ABERDEEN INT'L EQUITY A (9,541)	129,726	129,779	COST	136,245
ABERDEEN INT'L EQUITY A (0.5150)		7	COST	7
AMERICAN AMCAP FD A (.322)	6		COST	
AMERICAN AMCAP FD A (5,662)	43,006	104,914	COST	122,809
AMERICAN FUNDAMENTAL INV A (.126)	4	4	COST	5
AMERICAN FUNDAMENTAL INV A (1,665)	65,320	65,320	COST	67,899
AMERICAN INTL GROWTH & INC A (.793)	22		COST	
AMERICAN INTL GROWTH & INC A (1,642)	46,001		COST	
AMERICAN MUTUAL FD A (.542)	14		COST	
AMERICAN MUTUAL FD A (2,297)	57,391		COST	
AMERICAN NEW ECON SBI CL A (.203)	5		COST	
AMERICAN NEW ECON SBI CL A (6,140)	38,291	153,505	COST	174,560
AMERICAN NEW PERSPECTIVE A (.233)	6		COST	
AMERICAN NEW PERSPECTIVE A (6,748)	87,908	167,908	COST	210,942
ARCH COAL INC (900)	25,793		COST	
AT&T INC (1,350)	44,072	44,073	COST	45,509
AT&T INC (700)		24,483	COST	23,597
BAXTER INTERNATL INC (1,300)	32,843	32,843	COST	86,658
BHP BILLION LTD (1,000)	42,945	42,945	COST	78,420
BLACKROCK EQTY DIV FD A (2,721)		49,768	COST	54,121
BLACKROCK EQTY DIV FD A (0.119)		2	COST	2
BLACKROCK HEALTH SCIENCES A (.691)	19		COST	
BLACKROCK HEALTH SCIENCES A (5,656)	113,077	142,268	COST	178,012
BLACKROCK HEALTH SCIENCES A (610)	17,425		COST	
BLACKROCK HEALTH SCIENCES A (0.117)		4	COST	4
BLACKROCK LATIN AMER CL A (.271)	19		COST	
BLACKROCK LATIN AMER CL A (1,709)	49,322	42,683	COST	103,617
CANADIAN NATL RAILWAY CO (1,200)	28,704	28,704	COST	109,211
CANADIAN NATL RAILWAY CO (200)	4,785	4,785	COST	18,203
CARDINAL HEALTH INC OHIO (1,000)	13,637	13,637	COST	41,180
CARDINAL HEALTH INC OHIO (350)		14,540	COST	14,413
CATERPILLAR INC DEL (600)		51,413	COST	53,765

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CHEVRON CORP (900)	\$ 71,218	\$ 34,835	COST	\$ 97,326
CISCO SYSTEMS INC (100)	2,508	2,508	COST	1,965
CISCO SYSTEMS INC (1750)		30,265	COST	34,386
CISCO SYSTEMS INC (500)	12,540	12,540	COST	9,825
CISCO SYSTEMS INC (600)	15,048	15,048	COST	11,789
CONOCOPHILLIPS (1050)	60,959	23,497	COST	60,890
CONSOLIDATED EDISON INC (400)	17,542	17,448	COST	22,216
CONSOLIDATED EDISON INC (600)	26,077	26,172	COST	33,324
DEERE CO (850)		73,419	COST	73,457
ENBRIDGE ENERGY PTRS LP (2,000)	36,311	36,311	COST	55,800
EURO PACIFIC GROWTH FD A (2,729)	93,493		COST	
EXXON MOBIL CORP (625)		54,546	COST	54,094
FIDELITY ADV NEW INSIGHTS A (.484)	10		COST	
FIDELITY ADV NEW INSIGHTS A (9468)	125,212	186,103	COST	215,397
FIDELITY ADV NEW INSIGHTS A (0.3010)		7	COST	7
FRANKLIN MUTUAL GLOBAL A (3,283)		92,249	COST	92,810
FRANKLIN MUTUAL GLOBAL A (0.5070)		14	COST	14
GABELLI ASSET FD CL A (.538)	25		COST	
GABELLI ASSET FD CL A (1,293)	148,302	65,100	COST	66,615
GABELLI ASSET FD CL A (0.5900)		30	COST	30
GENERAL ELECTRIC (3500)		74,804	COST	73,465
GENERAL MILLS (1,300)	31,219	31,219	COST	52,546
GLAXOSMITHKLINE PLC (450)		20,411	COST	19,562
GLAXOSMITHKLINE PLC (700)	39,046	39,046	COST	30,429
HALLIBURTON CO (1,000)	18,622	22,523	COST	34,690
HALLIBURTON CO (2,000)	49,679	45,045	COST	69,380
HALLIBURTON CO (374)	7,690	8,423	COST	12,974
HEWLETT PACKARD CO DEL (200)	8,457		COST	
HEWLETT PACKARD CO DEL (400)	16,916		COST	
HEWLETT PACKARD CO DEL (400)	16,915		COST	
HONEYWELL INTL INC DEL (700)	23,604	23,604	COST	44,429
HONEYWELL INTL INC DEL (700)	29,650	29,651	COST	44,429
HONEYWELL INTL INC DEL (800)	26,968	26,968	COST	50,776
ING VALUE CHOICE FD A (.129)	2		COST	
ING VALUE CHOICE FD A (9,862)	158,404		COST	
INTEL CORP (4,000)	55,580	55,580	COST	82,480
IVY SCIENCE AND TECH FD CL A (5770)		191,080	COST	203,393

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
IVY SCIENCE AND TECH FD CL A (0.431)	\$	\$ 15	COST	\$ 15
J P MORGAN CHASE AND CO (1,050)	33,656	30,789	COST	46,168
J P MORGAN CHASE AND CO (900)	23,524	26,391	COST	39,572
JANUS GLOBAL SELECT A (.076)	1		COST	
JANUS GLOBAL SELECT A (6.116)	59,782		COST	
JANUS TRITON FD CL A (.876)	14		COST	
JANUS TRITON FD CL A (7473)	84,845	120,915	COST	134,290
JANUS TRITON FD CL A (0.125)		2	COST	2
JOHNSON & JOHNSON (2,000)	57,000	57,000	COST	140,200
KELLOGG CO PV 25 CT (1,000)	44,939	44,939	COST	55,850
LORD ABBETT FUND EQUITY A (11,659)	108,641		COST	
LORD ABBETT FUND EQUITY CL A (.925)	11		COST	
LORD ABBETT VALUE OPSS CL A (.533)	9		COST	
LORD ABBETT VALUE OPSS CL A (8,009)	122,765		COST	
MC GRAW HILL COMPANIES (900)	28,135	28,135	COST	49,203
MEDTRONIC INC (1,000)	57,490	57,490	COST	41,020
MFS TECHNOLOGY FUND CL A (.936)	14		COST	
MFS TECHNOLOGY FUND CL A (1,400)	21,994		COST	
MFS TECHNOLOGY FUND CL A (11,383)	100,009	132,010	COST	192,487
MFS TECHNOLOGY FUND CL A (0.763)		13	COST	13
MICROSOFT CORP (2600)		74,984	COST	69,445
NEWS CORP LTD (1,960)	31,588	30,988	COST	50,000
NEWS CORP LTD (440)	6,358	6,957	COST	11,224
NEXTERA ENERGY INC (1,500)	32,530	32,529	COST	103,785
NUVEEN REAL ESTATE SEC CL A (.816)	14		COST	
NUVEEN REAL ESTATE SEC CL A (7,516)	126,709	132,329	COST	157,986
NUVEEN REAL ESTATE SEC CL A (0.4250)		9	COST	9
NUVEEN TRDWDS GLOBAL CAP A (.199)	5		COST	
NUVEEN TRDWDS GLOBAL CAP A (5,437)	142,967		COST	
ONEOK INC OK (3200)	74,747	74,747	COST	136,800
OPPENHEIMER DEVELOPING MKT (.337)	10	10	COST	12
OPPENHEIMER DEVELOPING MKT (3,844)	119,274	119,274	COST	135,355
PEABODY ENERGY CORP	23,846		COST	
PEPSICO INC (800)	38,744	38,744	COST	54,744
PHILLIPS 66 (1,050)		13,966	COST	55,755
PROCTOR GAMBLE (200)	9,251	9,935	COST	13,578
PROCTOR GAMBLE (400)	18,513	19,870	COST	27,156

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PROCTOR GAMBLE (400)	\$ 21,912	\$ 19,870	COST	\$ 27,156
PROCTOR GAMBLE (500)	32,033	32,033	COST	33,945
PRUDENTIAL FINANCIAL INC (1,000)	74,960	74,960	COST	53,330
PRUDENTIAL JENNISON NAT RES (.545)	32		COST	
PRUDENTIAL JENNISON NAT RES (1,568)	75,881		COST	
QEP RESOURCES INC (1,800)	11,580		COST	
QUESTAR CORP (1,800)	5,939	5,939	COST	35,568
QUESTAR CORP (7500)		15,258	COST	14,820
RYL DTCH SHAL ADR B (800)	55,532	55,532	COST	56,712
SCHLUMBERGER LTD (2,000)	45,148	45,148	COST	138,597
SELIGMAN COMMUN & INFO CL A (.511)	21		COST	
SELIGMAN COMMUN & INFO CL A (2,841)	86,410		COST	
SIMON PROPERTY GROUP (600)	16,871	18,770	COST	94,854
SIMON PROPERTY GROUP (600)	26,927	18,770	COST	94,854
PRUDENTIAL JENNISON NAT RES (368)	21,981		COST	
SIMON PROPERTY GROUP DEL (10)	665	665	COST	1,581
SIMON PROPERTY GROUP DEL (13)	687	687	COST	2,055
SIMON PROPERTY GROUP DEL (33)	1,120	1,120	COST	5,217
SIMON PROPERTY GROUP DEL (9)	679	679	COST	1,423
STRYKER CORP (1,300)	58,216	58,216	COST	71,266
SUNAMERICA FOCUSED DIV STRAT (.731)	8		COST	
SUNAMERICA FOCUSED DIV STRAT(15,000)	127,292	154,790	COST	194,700
TECK COMINCO LTD CL B (1,000)	37,800	37,800	COST	36,350
TECK COMINCO LTD CL B (200)	7,544	7,544	COST	7,270
TELEFONICA SA SPAIN ADR (4,647)	23,930		COST	
THERMO FISHER SCIENTIFIC INC (1,600)	51,175	51,176	COST	102,048
THORNBURG INTERN'L VALUE A (.468)	11		COST	
THORNBURG INTERN'L VALUE A (5,046)	127,431		COST	
TOTAL SA SP ADR (800)	27,066		COST	
TRAVELERS COS (108)	586	586	COST	7,757
TRAVELERS COS (211)	7,083	7,083	COST	15,154
TRAVELERS COS (222)	1,299	1,299	COST	15,944
TRAVELERS COS (325)	10,722	10,722	COST	23,341
UNITED TECHNOLOGIES CRP (2,150)	54,512	41,858	COST	176,322
VERIZON COMMUNICATIONS COM (400)	14,824	14,824	COST	17,308
VERIZON COMMUNICATIONS COM (600)	22,237	22,237	COST	25,962
VERIZON COMMUNICATIONS COM (600)		27,109	COST	25,962

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
WAL-MART DE MEXICO SAB DE CV (5,700)	\$	\$ 15,892	COST	\$ 116,368
WALMART DE MEX SR C MXN PAR (62,600)	27,608		COST	
WALMART DE MEX SR C MXN PAR (8,852)	4,200		COST	
WELL FARGO & CO NEW DEL (2,400)	30,422	33,098	COST	82,032
WELL FARGO & CO NEW DEL (600)	10,951	8,274	COST	20,508
WELL FARGO PRE LG CO GWTH A (20,892)	128,345	198,348	COST	225,007
WELL FARGO PRE LG CO GWTH A (0.8210)		8	COST	9
WELLS FARGO & CO DEL (378)	97,322	97,322	COST	12,920
WELLS FARGO ADV DISC FND CL A (8,126)		211,160	COST	206,319
WELLS FARGO ADV DISC FND CLA (0.664)		17	COST	17
WILLIAMS COMPANIES DEL (1,500)	50,085	40,829	COST	49,110
WINDSTREAM CORP (2,000)	29,460	29,460	COST	16,560
WINDSTREAM CORP (827)	9,259	9,259	COST	6,848
XCEL ENERGY INC (450)	8,075	10,930	COST	12,020
XCEL ENERGY INC (750)	20,144	18,216	COST	20,033
XCEL ENERGY INC (800)	20,358	19,431	COST	21,367
SUNAMERICA FOCUSED DIV STRAT (0.2310)		3	COST	3
AMERICAN NEW ECON SBI CL A (0.6620)		18	COST	19
AMERICAN AMCAP FD A (0.3940)		8	COST	9
AMERICAN EURO PAC GWTH CL A (2,625)		100,562	COST	108,203
AMERICAN EURO PAC GWTH CL A (0.5200)		19	COST	21
AMERICAN SM CAP WRLD FD CL A (0.8620)		34	COST	34
AMERICAN SM CAP WRLD FD CL A (4,463)		168,198	COST	178,118
AMERICAN NEW PERSPECTIVE A (0.552)		17	COST	17
AMER WASHNGTN MUT INV INC A (0.141)		4	COST	4
AMER WASHNGTN MUT INV INC A (1,747)		50,191	COST	54,524
TOTAL	\$ 4,882,636	\$ 5,236,606		\$ 7,169,912

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ALCAN INC NOTES GLB-5.00%-060115	\$ 24,349	\$ 24,349	COST	\$ 27,325
AMERICAN EXPRESS GLB-7.00%-021518	25,138	25,120	COST	31,586
AMERICAN FINANCIAL GP 9.875%-061519	31,091	30,416	COST	32,456
ASPEN INSURANCE HLDG LTD 6.0%-121520	42,099	41,910	COST	43,927
AUTOZONE INC SEN NOTES-5.50%-111515	47,967	47,967	COST	56,205
AXIS SPEC FIN CO GUAR-5.875%-06012	24,649	24,649	COST	28,381
AXIS SPEC FIN CO ORIG-5.875%-06012	25,780	25,704	COST	28,381
BANK OF AMER SUB NOTES-4.85%-021515	4,744		COST	
BANK OF AMER SUB NOTES-5.15%-081515	4,850		COST	
BEAR STEARNS CO INC-5.55%-012217	47,607	47,608	COST	56,386
BOEING CAPITAL NOTES-6.50%-021512	50,033		COST	
BOSTON SCIENTIFIC-5.125%-011217	23,348	23,348	COST	27,633
BOSTON SCIENTIFIC-5.125%-011217	23,402	23,402	COST	27,633
CATERPILLAR SE SER MTN-7.15%-021519	16,517	16,337	COST	19,531
CITIGROUP INC NOTES GLB-6.00%-022112	50,017		COST	
COASTAL CORP DEBT-9.625%-051512	10,096		COST	
COMCAST CORP NOTES-5.3%-011514	24,083	24,083	COST	26,230
COMCAST CORP NOTES-5.875%-021518	50,561	50,482	COST	60,253
COMMONWEALTH ED IST MTG-4.70%-041515	50,302	50,214	COST	54,342
COMPASS BANK ORIGINAL-5.50%-040120	25,221	25,199	COST	24,783
COMPASS BANK SUBORDINAT-5.50%-040120	24,352	24,353	COST	24,783
COMPUTER SCIENCES NOTES-5.0%-021513	50,080		COST	
CREDIT SUISSE SUBORD GLB-5.4%-011420	25,649	25,582	COST	28,110
D R HORTON INC-6.50%-041516	24,874	24,875	COST	27,750
DAIMLERCHRYSLER GLB-7.3%-011512	50,010		COST	
DEERE & CO GLOBAL NTS-6.5%-042514	42,042	41,186	COST	43,350
DOMINION REDOURCES INC-5.20%-011516	46,922	46,922	COST	55,756
DONNELLEY(RR)& SONS GLB-4.95%-040114	14,236	14,236	COST	15,338
DONNELLEY(RR)& SONS GLB-6.125%-11517	25,132	25,109	COST	24,188
DOW CHEMICAL CO DEBT-6.85%-081513	50,878	50,346	COST	51,822
EASTMAN CHEMICAL-6.30%-111518	25,438	25,385	COST	29,933
EASTMAN CHEMICAL-6.30%-111518	25,416	25,365	COST	29,933
EATON CORP -6.95%-032019	54,579	54,045	COST	63,269
ENTERGY MISSISSIPPI ORG UNIT-38,000	40,491	40,215	COST	45,868
ENTERGY MISSISSIPPI ORG UNIT-7,000	7,426	7,378	COST	8,449
ENTERGY MISSISSPPI 1ST-6.64%-70119	5,304	5,270	COST	6,035
FIFTH THIRD BK SUB-4.50%-061118	20,570	20,570	COST	27,762

Federal Statements

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FIRST DATA CORP NOTES-4.95%-061515	\$ 38,958	\$ 38,958	COST	\$ 32,540
FORTUNE BRANDS INC-5.375%-011516	38,668	38,668	COST	44,686
GABELLI ASSET MGMT-5.5%-051513	30,157	30,043	COST	30,356
GENERAL ELEC CAP CORP-5.1%-101519	11,791	11,792	COST	14,999
GENERAL ELEC CAP CORP-5.625%-050118	25,189	25,163	COST	29,688
GENERAL ELEC CAP CORP-5.50%-010820	35,232	35,208	COST	41,430
GOLDMAN SACHS GROUP GLB-6.15%-040118	24,693	24,693	COST	29,369
GOLDMAN SACH GROUP GLB-5.375%-031520	25,372	25,335	COST	28,651
HEALTH CARE PPTY INC-5.625%-050117	29,105	29,105	COST	34,264
HOME DEPOT INC-5.40%-030116	23,940	23,940	COST	28,561
HSBC FINANCE CORP NOTES-4.75%-071513	34,332	34,331	COST	35,730
INDIANA MICHIGAN POWER-7.000%-031519	25,061	25,054	COST	31,594
J P MORGAN & CO SUBORD-5.15%-100115	24,886	24,662	COST	26,380
J P MORGAN CHASE GLOB-6.625%-031512	50,031		COST	
KINDER MORGAN ENER PART-9.00%-020119	27,376	27,108	COST	33,696
KRAFT FOODS GLB 6.125% 020118	25,398	25,342	COST	30,419
KROGER CO CO GUARNT-4.950%-011515	24,543	24,543	COST	26,956
LEHMAN BROS HOLDINGS-6.625%-011812	35,005		COST	
LEHMAN BROS HOLDINGS ZERO% 073113				8,181
LLOYDS TSB BANK PLC 6.375%-012121	27,144	26,953	COST	30,801
MACYS RETAIL HLDGS INC-7.45%-071517	26,528	26,288	COST	30,821
MACYS RETAIL HLDGS INC-7.45%-071517	26,669	26,407	COST	30,821
MASCO CORP BDS-4.80%-061515	24,157	24,157	COST	26,187
MAYTAG CORP NOTE-6.40%-081514	35,508	35,323	COST	37,727
MERRILL LYNCH & CO-5.70%-050217	50,404	50,405	COST	57,070
MORGAN STANLEY 5.75%-012521	26,395	26,270	COST	28,551
MORGAN STANLEY SUB GLB-4.75%-040114	24,530	24,530	COST	25,887
NISOURCE FIN CORP BONDS-5.4%-071514	24,426	24,426	COST	26,642
NM BANK AMERICA CORP-5.50%-081518	14,822		COST	
NM GENL ELEC CAP SER-4.25%-051515	5,527	5,528	COST	5,999
NM HOUSEHOLD FIN CORP-4.70%-011514	25,000	25,000	COST	25,390
NM SEARS ROEBUCK & CO-7.5%-011513	10,206	10,008	COST	9,986
NM WELLS FARGO & CO-4.4%-121613	25,000	25,000	COST	25,138
PENNY JC & CO DEBT-7.65%-081516	53,478		COST	
PENNY JC & CO DEBT-7.65%-081516	35,168	34,748	COST	31,845
PRUDENTIAL FIN SER MTND-7.375%-61519	52,294	52,047	COST	63,494
PUGET SOUND ENERGY SEC-6.74%-061518	10,527	10,458	COST	12,282

Federal Statements

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PULTE CORP NOTES-5.25%-011514	\$ 24,998	\$ 24,998	COST	\$ 25,813
QUESTAR MKT RESOURCES-6.80%-030120	26,314	26,185	COST	27,938
REINSURANCE GRP OF AMER-6.45%-111519	46,252	46,123	COST	52,467
RENRE N AMER HLDG GUART-5.75%-031520	25,679	25,611	COST	28,135
ROYAL BK SCOTLAND PLC 3.95%-092115	20,171	20,127	COST	21,237
ROYAL BK SCOTLAND PLC 6.125%-011121	26,898	26,728	COST	30,205
SAFEWAY INC NOTE-5.625%-081514	35,361	35,229	COST	37,238
SOUTHWEST AIRLINES-5.125%-030117	23,486	23,487	COST	27,665
SPRINT NEXTEL CORP-6.00%-120116	24,670	24,671	COST	27,188
SUNTRUST BANK SUBORD-5.40%-040120	24,477	24,477	COST	27,161
TIME WARNER COS DEBT-8.05%-011516	13,049	12,811	COST	14,031
TORCHMARK CORP NOTES-7.375%-080113	19,511	19,193	COST	19,691
TORCHMARK CORP NOTES-7.375%-080113	30,692	30,262	COST	31,091
TRIBUNE CO-5.25%-081515	29,328	29,328	COST	12,600
TYSON FOODS INC-STEP%-040116	50,000	50,000	COST	57,297
UNITED PARCEL SERVICE-5.50%-011518	51,803	51,539	COST	60,075
US BANK SUB NOTES-4.80%-041515	24,169	24,169	COST	27,109
USA WASTE SERVS INC-7.125%-121517	18,901	18,772	COST	21,885
WESTINGHOUSE ELECT-8.625%-080112	25,321		COST	
WEYERHAEUSER CO DEBENT-7.25%-070113	40,669	40,230	COST	41,167
WEYERHAEUSER CO DEBENT-7.5%-030113	20,468	20,068	COST	20,184
WYETH NOTE-5.50%-020114	25,146	25,104	COST	26,356
WYETH NOTE-5.50%-020114	25,195	25,078	COST	26,356
YUM BRANDS INC-6.25%-041516	40,749	40,590	COST	45,586
TOTAL	\$ 2,856,080	\$ 2,447,898		\$ 2,712,014

Statement 9 - 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	\$	\$	COST	\$
TOTAL	\$ 0	\$ 0		\$ 0

Federal Statements**Statement 10 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment**

<u>Description</u>	<u>Beginning Net Book</u>	<u>End Cost / Basis</u>	<u>End Accumulated Depreciation</u>	<u>Net FMV</u>
TOTAL	\$ <u>17,175</u>	\$ <u>42,512</u>	\$ <u>28,386</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	20.00	0	0	0
LAURIE C COOK 5840 N CHIPMAN OWOSSO MI 48867	VICE PRES	0.25	0	0	0
JACQUELINE P COOK 1015 CHIPMAN LANE OWOSSO MI 48867	TRUSTEE	0.25	0	0	0
PAUL C COOK 5840 N CHIPMAN OWOSSO MI 48867	TRUSTEE	0.25	0	0	0
ANNA E OWENS 1201 N WASHINGTON OWOSSO MI 48867	TRUSTEE	0.25	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		CAPACITY	STAFF & TECH	12,521
ARC OF SHIAWASSEE CNTY OWOSSO MI 48867	1905 W M-21		CAPACITY	TRAINING SCHOLARSHIPS	7,719
BAY AREA COMM FOUNDATION BAY CITY MI 48708	703 WASHINGTON AVE		ENVIRONMENT	SAGINAW BAY WIN	20,000
CHILD ABUSE PREV COUNCIL OWOSSO MI 48867	1216 W MAIN ST		COMMUNITY	CAPACITY BUILDING	5,000
DURAND UNION STATION INC DURAND MI 48429	200 S RAILROAD ST		CAPACITY	STAFFING GRANT	14,800
DURAND UNION STATION INC DURAND MI 48429	200 S RAILROAD ST		CAPACITY	OTHER OPERATIONS	2,497
FRIENDS OF FRED MEIJER CIS TRAIL ST JOHNS MI 48879	P O BOX 274		ENVIRONMENTA	TRAIL CONSTRUCTION	14,175
FRIENDS OF THE SHIAWASSEE RIVER OWOSSO MI 48867	308 W MAIN ST SUITE 7		ENVIRONMENTA	CAPACITY BUILDING	1,000
GIRLS ON THE RUN MID MICHIGAN OWOSSO MI 48867	2564 VANDEKARR RD		CAPACITY	OPERATIONS AND STAFF	6,000
OWOSSO COMMUNITY PLAYERS OWOSSO MI 48867	122 E MAIN STREET		ARTS	CONSTRUCTION GRANT	75,000
OWOSSO COMMUNITY PLAYERS OWOSSO MI 48867	122 E MAIN STREET		ENVIRONMENT	STUDY	2,500
OWOSSO PUBLIC SCHOOLS OWOSSO MI 48867	1405 W NORTH STREET		EDUCATION	OTHER	3,500
OWOSSO PUBLIC SCHOOLS OWOSSO MI 48867	1405 W NORTH STREET		EDUCATION	IB PROGRAM	98,036
RAVE OWOSSO MI 48867	120 W EXCHANGE ST		COMMUNITY	CAPACITY BUILDING	6,094
RESPIRE VOLUNTEERS OF SHIAWASSEE OWOSSO MI 48867	710 W KING ST		COMMUNITY	CAPACITY BUILDING/STAFF GRANT	10,000
SHIAWASSEE ARTS CENTER OWOSSO MI 48867	206 CURWOOD CASTLE DR		CAPACITY	WOODARD SPONSORSHIP	1,000
SHIAWASSEE ECON DEVELOP OWOSSO MI 48867	215 N WATER STREET		COMMUNITY	ECONOMIC DEVELOPMENT-OTHER	25,000

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 REGIONAL EDUCA CORUNNA MI 48817	1025 N SHIAWASSEE STREET		EDUCATION	2012 SHIAWASSEE SCHOLARSHIPS	47,575
STATE YMCA OF MICHIGAN CENTRAL LAKE MI 49622	919 N EAST TORCH LAKE DRI		YOUTH	SCHOLARSHIPS TO HAYO-WENT-HA CAMPS	25,000
UNIVERSITY OF MICHIGAN ANN ARBOR MI 48109	3003 S STATE ST		EDUCATION	SCHOLARSHIPS AND RELATED	80,619
VARIOUS OTHERS OWOSSO MI 48867	PO BOX 278		OTHER	OTHER	7,818
VARIOUS OTHERS OWOSSO MI 48867	PO BOX 278		EDUCATION	OTHER EDUCATION & YOUTH	1,139
TOTAL					<u>466,993</u>

Form **2220**

Underpayment of Estimated Tax by Corporations

OMB No. 1545-0142

Department of the Treasury
Internal Revenue Service

u Attach to the corporation's tax return.

2012

u Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name **COOK FAMILY FOUNDATION** Employer identification number **38-2283809**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)	1	13,069
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c Credit for federal tax paid on fuels (see instructions)	2c	
d Total. Add lines 2a through 2c	2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	13,069
4 Enter the tax shown on the corporation's 2011 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	11,193
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	11,193

Part II Reasons for Filing—Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

- 6** The corporation is using the adjusted seasonal installment method.
- 7** The corporation is using the annualized income installment method.
- 8** The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in column (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 05/15/12	06/15/12	09/15/12	12/15/12
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10 2,798	2,798	2,798	2,799
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	6,100	3,100	
12 Enter amount, if any, from line 18 of the preceding column	12		504	806
13 Add lines 11 and 12	13	6,100	3,604	806
14 Add amounts on lines 16 and 17 of the preceding column	14	2,798		
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 0	3,302	3,604	806
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16	0	0	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17 2,798	0	0	1,993
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	504	806	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17—no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Form **2220** (2012)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)				
19 SEE WORKSHEET				
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/2012 and before 7/1/2012				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{366}$ x 3%	\$	\$	\$	\$
23 Number of days on line 20 after 6/30/2012 & before 10/1/2012				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{366}$ x 3%	\$	\$	\$	\$
25 Number of days on line 20 after 9/30/2012 and before 1/1/2013				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{366}$ x 3%	\$	\$	\$	\$
27 Number of days on line 20 after 12/31/2012 & before 4/1/2013				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365}$ x 3%	\$	\$	\$	\$
29 Number of days on line 20 after 3/31/2013 and before 7/1/2013				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365}$ x %	\$	\$	\$	\$
31 Number of days on line 20 after 6/30/2013 and before 10/1/2013				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365}$ x %	\$	\$	\$	\$
33 Number of days on line 20 after 9/30/2013 and before 1/1/2014				
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365}$ x %	\$	\$	\$	\$
35 Number of days on line 20 after 12/31/2013 & before 2/16/2014				
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365}$ x %	\$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	\$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns			38 \$	32

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Form 2220	Form 2220 Worksheet	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name COOK FAMILY FOUNDATION	Employer Identification Number 38-2283809
---------------------------------------	---

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Due date of estimated payment	<u>05/15/12</u>	<u>06/15/12</u>	<u>09/15/12</u>	<u>12/15/12</u>
Amount of underpayment	<u>2,798</u>	_____	_____	<u>1,993</u>
Prior year overpayment applied	_____			

	1st Payment	2nd Payment	3rd Payment	4th Payment	5th Payment
Date of payment	_____	<u>06/15/12</u>	<u>09/15/12</u>	_____	_____
Amount of payment	_____	<u>6,100</u>	<u>3,100</u>	_____	_____

QTR	FROM	TO	UNDERPAYMENT	#DAYS	RATE	PENALTY
1	5/15/12	6/15/12	2,798	31	3.00	7
4	12/15/12	5/15/13	1,993	151	3.00	25
TOTAL PENALTY						32
						=====

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

OMB No. 1545-0172

2012

Attachment
Sequence No. **179**

u See separate instructions. u 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 instructions)	1	500,000
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	2,000,000
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	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
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 2011 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 2013. 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	972
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 2012	17	3,827
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 checked="" type="checkbox"/> u		

Section B—Assets Placed in Service During 2012 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		972	5.0	HY	200DB	194
c 7-year property						
d 10-year property						
e 15-year property						
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 2012 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 instructions	22	4,993
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** (2012)

Federal Asset Report**Form 990, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
5-year GDS Property:									
7	APPLE COMPUTER	3/23/12	1,944		X	972	5 HY 200DB	0	1,166
			<u>1,944</u>			<u>972</u>		<u>0</u>	<u>1,166</u>
Prior MACRS:									
1	OFFICE FURNITURE & CABINETS	12/01/08	27,821			27,821	7 MQ200DB	18,044	2,794
2	APPLE COMPUTERS	11/21/08	1,994			1,994	5 MQ200DB	1,585	218
3	PHONES	12/03/08	448			448	7 MQ200DB	290	45
4	XEROX COPIER	12/11/08	1,373			1,373	5 MQ200DB	1,091	150
5	LEASEHOLD IMPROVEMENTS	12/01/08	8,211			8,211	15 HY S/L	1,916	547
6	OFFICE CHAIRS	12/24/08	721			721	7 MQ200DB	467	73
			<u>40,568</u>			<u>40,568</u>		<u>23,393</u>	<u>3,827</u>
Grand Totals			42,512			41,540		23,393	4,993
Less: Dispositions and Transfers			0			0		0	0
Less: Start-up/Org Expense			<u>0</u>			<u>0</u>		<u>0</u>	<u>0</u>
Net Grand Totals			<u>42,512</u>			<u>41,540</u>		<u>23,393</u>	<u>4,993</u>

MI Asset Report**Form 990, Page 1**

Asset	Description	Date In Service	Cost	Basis for Depr	MI Prior	MI Current	Federal Current	Difference Fed - MI
5-year GDS Property:								
7	APPLE COMPUTER	3/23/12	1,944	1,944	0	389	1,166	777
			<u>1,944</u>	<u>1,944</u>	<u>0</u>	<u>389</u>	<u>1,166</u>	<u>777</u>
Prior MACRS:								
1	OFFICE FURNITURE & CABINETS	12/01/08	27,821	27,821	18,044	2,794	2,794	0
2	APPLE COMPUTERS	11/21/08	1,994	1,994	1,585	218	218	0
3	PHONES	12/03/08	448	448	290	45	45	0
4	XEROX COPIER	12/11/08	1,373	1,373	1,091	150	150	0
5	LEASEHOLD IMPROVEMENTS	12/01/08	8,211	8,211	1,916	547	547	0
6	OFFICE CHAIRS	12/24/08	721	721	467	73	73	0
			<u>40,568</u>	<u>40,568</u>	<u>23,393</u>	<u>3,827</u>	<u>3,827</u>	<u>0</u>
Grand Totals			42,512	42,512	23,393	4,216	4,993	777
Less: Dispositions			0	0	0	0	0	0
Less: Start-up/Org Expense			0	0	0	0	0	0
Net Grand Totals			<u>42,512</u>	<u>42,512</u>	<u>23,393</u>	<u>4,216</u>	<u>4,993</u>	<u>777</u>

AMT Asset Report**Form 990, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
5-year GDS Property:									
7	APPLE COMPUTER	3/23/12	1,944		X	972	5 HY 200DB	0	1,166
			<u>1,944</u>			<u>972</u>		<u>0</u>	<u>1,166</u>
Prior MACRS:									
1	OFFICE FURNITURE & CABINETS	12/01/08	27,821			27,821	7 MQ150DB	14,688	3,389
2	APPLE COMPUTERS	11/21/08	1,994			1,994	5 MQ150DB	1,381	327
3	PHONES	12/03/08	448			448	7 MQ150DB	236	55
4	XEROX COPIER	12/11/08	1,373			1,373	5 MQ150DB	950	226
5	LEASEHOLD IMPROVEMENTS	12/01/08	8,211			8,211	15 HY S/L	1,916	547
6	OFFICE CHAIRS	12/24/08	721			721	7 MQ150DB	380	88
			<u>40,568</u>			<u>40,568</u>		<u>19,551</u>	<u>4,632</u>
Grand Totals			42,512			41,540		19,551	5,798
Less: Dispositions and Transfers			<u>0</u>			<u>0</u>		<u>0</u>	<u>0</u>
Net Grand Totals			<u>42,512</u>			<u>41,540</u>		<u>19,551</u>	<u>5,798</u>

Bonus Depreciation Report

Asset	Property Description	Date In Service	Tax Cost	Bus Pct	Tax Sec 179 Exp	Current Bonus	Prior Bonus	Tax - Basis for Depr
Activity: Form 990, Page 1								
7	APPLE COMPUTER	3/23/12	1,944		0	972	0	972
		Form 990, Page 1	<u>1,944</u>		<u>0</u>	<u>972</u>	<u>0</u>	<u>972</u>
		Grand Total	<u>1,944</u>		<u>0</u>	<u>972</u>	<u>0</u>	<u>972</u>

Depreciation Adjustment Report**All Business Activities**

<u>Form</u>	<u>Unit</u>	<u>Asset</u>	<u>Description</u>	<u>Tax</u>	<u>AMT</u>	<u>AMT Adjustments/ Preferences</u>
<u>MACRS Adjustments:</u>						
Page 1	1	1	OFFICE FURNITURE & CABINETS	2,794	3,389	-595
Page 1	1	2	APPLE COMPUTERS	218	327	-109
Page 1	1	3	PHONES	45	55	-10
Page 1	1	4	XEROX COPIER	150	226	-76
Page 1	1	5	LEASEHOLD IMPROVEMENTS	547	547	0
Page 1	1	6	OFFICE CHAIRS	73	88	-15
Page 1	1	7	APPLE COMPUTER	1,166	1,166	0
				<u>4,993</u>	<u>5,798</u>	<u>-805</u>

<u>Asset</u>	<u>Description</u>	<u>Date In Service</u>	<u>Cost</u>	<u>Tax</u>	<u>AMT</u>
Prior MACRS:					
1	OFFICE FURNITURE & CABINETS	12/01/08	27,821	2,429	3,389
2	APPLE COMPUTERS	11/21/08	1,994	191	286
3	PHONES	12/03/08	448	39	54
4	XEROX COPIER	12/11/08	1,373	132	197
5	LEASEHOLD IMPROVEMENTS	12/01/08	8,211	548	548
6	OFFICE CHAIRS	12/24/08	721	63	88
7	APPLE COMPUTER	3/23/12	1,944	311	311
			<u>42,512</u>	<u>3,713</u>	<u>4,873</u>
	Grand Totals		<u>42,512</u>	<u>3,713</u>	<u>4,873</u>

<u>Asset</u>	<u>Description</u>	<u>Date In Service</u>	<u>Cost</u>	<u>MI</u>
Prior MACRS:				
1	OFFICE FURNITURE & CABINETS	12/01/08	27,821	2,429
2	APPLE COMPUTERS	11/21/08	1,994	191
3	PHONES	12/03/08	448	39
4	XEROX COPIER	12/11/08	1,373	132
5	LEASEHOLD IMPROVEMENTS	12/01/08	8,211	548
6	OFFICE CHAIRS	12/24/08	721	63
7	APPLE COMPUTER	3/23/12	1,944	622
			<u>42,512</u>	<u>4,024</u>
	Grand Totals		<u>42,512</u>	<u>4,024</u>

COOK FAMILY FOUNDATION

Form **990-W**

**Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

OMB No. 1545-0976

(Worksheet)

Department of the Treasury
Internal Revenue Service

(and on Investment Income for Private Foundations)

(Keep for your records. Do not send to the Internal Revenue Service.)

2012

1	Unrelated business taxable income expected in the tax year	1	
2	Tax on the amount on line 1. See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8. Note. If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions LIABILITY ADJUSTMENT 200	10a	13,269
b	Enter the tax shown on the 2011 return (see instructions). Caution. If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	
c	2012 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	13,269

		(a)	(b)	(c)	(d)	
11	Installment due dates (see instructions)	11	05/15/13	06/17/13	09/16/13	12/16/13
12	Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12	3,400	3,400	3,400	3,400
13	2011 Overpayment (see instructions)	13				
14	Payment due. (Subtract line 13 from line 12.)	14	3,400	3,400	3,400	3,400

For Paperwork Reduction Act Notice, see instructions.

Form **990-W** (2012)

Federal Statements**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
MERRILL LYNCH	\$ 234				
TOTAL	\$ 234				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
MERRILL LYNCH-VAR DIVIDENDS	\$ 159,160				
MERRILL LYNCH-VAR INTEREST	159,820				
TOTAL	\$ 318,980				