

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

2006

Department of the Treasury
Internal Revenue Service

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

For calendar year 2006, or tax year beginning December 1, 2006, and ending November 30, 2007

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

200711 030430000 29 IG
PEACOCK FOUNDATION INC
100 SE 2ND ST STE 2370
MIAMI FL 33131-2127

A Employer identification number
59 ; 0999759

B Telephone number (see page 11 of the instructions)
(305) 373-1386

C If exemption application is pending, check here

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 50,555,936.26**

J Accounting method: Cash Accrual
 Other (specify) _____
(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 page 11 of the instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|------------------------------------|---------------------------|-------------------------|---|
| 1 | Contributions, gifts, grants, etc., received (attach schedule) | 0.00 | | | |
| 2 | Check <input type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| 3 | Interest on savings and temporary cash investments | 245396.32 | 245396.32 | | |
| 4 | Dividends and interest from securities | 1463073.09 | 1463073.09 | | |
| 5a | Gross rents | 56771.60 | 56771.60 | | |
| b | Net rental income or (loss) 32,304.95 | | | | |
| 6a | Net gain or (loss) from sale of assets not on line 10 | 906905.40 | | | |
| b | Gross sales price for all assets on line 6a 14289901.82 | | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | 906905.40 | | |
| 8 | Net short-term capital gain | | | | |
| 9 | Income modifications | | | | |
| 10a | Gross sales less returns and allowances | | | | |
| b | Less: Cost of goods sold | | | | |
| c | Gross profit or (loss) (attach schedule) | 77941.18 | 77941.18 | | |
| 11 | Other income (attach schedule) | 2750087.59 | 2750087.59 | N/A | |
| 12 | Total. Add lines 1 through 11 | | | | |
| 13 | Compensation of officers, directors, trustees, etc. | 109000.08 | 38150.03 | | 70850.05 |
| 14 | Other employee salaries and wages | 129926.64 | 51970.66 | | 77955.98 |
| 15 | Pension plans, employee benefits | 98456.27 | 39382.50 | | 59073.77 |
| 16a | Legal fees (attach schedule) | 1022.88 | 1022.88 | | 0.00 |
| b | Accounting fees (attach schedule) | 12500.00 | 5000.00 | | 7500.00 |
| c | Other professional fees (attach schedule) | 259078.13 | 259078.13 | | 0.00 |
| 17 | Interest | | | | |
| 18 | Net investment income (attach schedule) (see page 14 of the instructions) | 45603.03 | 22435.21 | | 145.02 |
| 19 | Depreciation (attach schedule) and depletion | 3717.59 | 3717.59 | | |
| 20 | Occupancy | 37439.97 | 14975.99 | | 22463.98 |
| 21 | Travel, conferences, and meetings | 608.73 | | | 608.73 |
| 22 | Printing and reproduction | 279.47 | | | 279.47 |
| 23 | Other expenses (attach schedule) | 30476.57 | 12074.58 | | 18401.99 |
| 24 | Total operating and administrative expenses. Add lines 13 through 23 | 728109.36 | 447807.57 | | 257278.99 |
| 25 | Contributions, gifts, grants paid | 2165890.00 | | | 2165890.00 |
| 26 | Total expenses and disbursements. Add lines 24 and 25 | 2893999.36 | 447807.57 | | 2423168.99 |
| 27 | Subtract line 26 from line 12: | | | | |
| a | Excess of revenue over expenses and disbursements | (143911.77) | | | |
| b | Net investment income (if negative, enter -0-) | | 2302280.02 | | |
| c | Adjusted net income (if negative, enter -0-) | | | N/A | |

SCANNED MAR 12 2008 Revenue

Operating and Administrative Expenses

INTERNAL REVENUE SERVICE
WASH DC 20548
MIAMI, FL 33130
FEB 29 2008
RECEIVED
31211

90 NK

| 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 | | 150280.71 | 179220.60 | 179221.00 |
| | 2 | Savings and temporary cash investments | | 5322720.16 | 6618037.88 | 6655183.58 |
| | 3 | Accounts receivable ▶ | 235879.34 | | | |
| | | Less: allowance for doubtful accounts ▶ | 0.00 | 124715.95 | 235879.34 | 235879.00 |
| | 4 | Pledges receivable ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 5 | Grants receivable | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions) | | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 8 | Inventories for sale or use | | | | |
| | 9 | Prepaid expenses and deferred charges | | 9149.06 | 11108.18 | 11108.00 |
| | 10a | Investments—U S and state government obligations (attach schedule) | | 8247729.97 | 6406290.77 | 6562470.83 |
| | b | Investments—corporate stock (attach schedule) | | 24476237.87 | 24072866.69 | 30879337.47 |
| | c | Investments—corporate bonds (attach schedule) | | 3138726.25 | 3786128.25 | 3759793.43 |
| | 11 | Investments—land, buildings, and equipment, basis ▶ | 790000.00 | | | |
| | Less: accumulated depreciation (attach schedule) ▶ | 0.00 | 790000.00 | 790000.00 | 2030000.00 | |
| 12 | Investments—mortgage loans | | | | | |
| 13 | Investments—other (attach schedule) | | 142055.65 | 99951.65 | 223065.00 | |
| 14 | Land, buildings, and equipment: basis ▶ | 113668.84 | | | | |
| | Less: accumulated depreciation (attach schedule) ▶ | 99051.89 | 3837.04 | 14616.95 | 14616.95 | |
| 15 | Other assets (describe ▶ Sundry Deposits) | | 5261.00 | 5261.00 | 5261.00 | |
| 16 | Total assets (to be completed by all filers—see page 17 of the instructions. Also, see page 1, item I) | | 42410713.66 | 42219361.31 | 50555936.26 | |
| Liabilities | 17 | Accounts payable and accrued expenses | | 59534.21 | 73235.81 | |
| | 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 ▶ Non-qualified Retirement Plan) | | 382088.20 | 320946.02 | |
| 23 | Total liabilities (add lines 17 through 22) | | 441622.41 | 394181.83 | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | | | |
| | 24 | Unrestricted | | | | |
| | 25 | Temporarily restricted | | | | |
| | 26 | Permanently restricted | | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31. | | | | | |
| | 27 | Capital stock, trust principal, or current funds | | 45295347.24 | 46202252.64 | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | (3326255.99) | (4377073.16) | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | | | |
| 30 | Total net assets or fund balances (see page 18 of the instructions) | | 41969091.25 | 41825179.48 | | |
| 31 | Total liabilities and net assets/fund balances (see page 18 of the instructions) | | 42410713.66 | 42219361.31 | | |

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 | 41969091.25 |
| 2 | Enter amount from Part I, line 27a | 2 | (143911.77) |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | 0.00 |
| 4 | Add lines 1, 2, and 3 | 4 | 41825179.48 |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | 0.00 |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 | 6 | 41825179.48 |

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 Attached Schedule" | P | | |
| 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)) |
| (j) FMV as of 12/31/69 | (k) Adjusted basis as of 12/31/69 | (l) Excess of col (i) over col (j), if any | | |
| a | | | 906905.40 | |
| 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 | 906905.40 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 18 of the instructions). If (loss), enter -0- in Part I, line 8 | | | 3 | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 19 of the instructions before making any entries.

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|--|--|---|
| 2005 | 2242200.19 | 47838913.00 | 0.046870 |
| 2004 | 2211742.75 | 46396764.00 | 0.047670 |
| 2003 | 2087179.11 | 45148024.00 | 0.046230 |
| 2002 | 2204820.86 | 42160528.00 | 0.052296 |
| 2001 | 1350729.80 | 44119121.00 | 0.030616 |
| 2 Total of line 1, column (d) | | | 0.223682 |
| 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 | | | 0.044736 |
| 4 Enter the net value of noncharitable-use assets for 2006 from Part X, line 5 | | | 49793850.00 |
| 5 Multiply line 4 by line 3 | | | 2227599.37 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 23022.80 |
| 7 Add lines 5 and 6 | | | 2250622.17 |
| 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 19 | | | 2423168.99 |

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 19 of the instructions)

| | | | | |
|----|--|-------|-------|----|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: (attach copy of ruling letter if necessary—see instructions) | | | |
| 1 | | 23022 | 80 | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | | |
| 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-) | 0 | 00 | |
| 3 | Add lines 1 and 2 | 23022 | 80 | |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 0 | 00 | |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 23022 | 80 | |
| 6 | Credits/Payments: | | | |
| a | 2006 estimated tax payments and 2005 overpayment credited to 2006 | 6a | 34552 | 14 |
| 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 | 34552 | 14 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | 0 | 00 |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 0 | 00 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 11529 | 34 |
| 11 | Enter the amount of line 10 to be: Credited to 2007 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | 11529 | 34 |

Part VII-A Statements Regarding Activities

| | Yes | No |
|----|-----|----|
| 1a | | X |
| b | | X |
| c | | X |
| d | | |
| e | | |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| 4b | N/A | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| 8b | X | |
| 9 | | X |
| 10 | | X |

Part VII-A Statements Regarding Activities Continued

| | | | |
|-----|---|----|-----|
| 11a | 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) | X | |
| 11b | If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a? | X | |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract? | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.guidestar.org</u> | X | |
| 14 | The books are in care of ► <u>B. A. Rickard or Felix Vaz</u> Telephone no. ► <u>(305)373-1386</u> Located at ► <u>100 SE 2nd St., Suite 2370, Miami, FL</u> ZIP+4 ► <u>33131-2127</u> | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year | 15 | N/A |

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

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

| | Yes | No |
|---|-----|-----|
| 1a During the year did the foundation (either directly or indirectly): | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | 1b | X |
| Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | | |
| 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 2006? | 1c | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a At the end of tax year 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20 | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions) | 2b | n/a |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20 , 20 | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 2006 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 2006.) | 3b | n/a |
| 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 2006? | 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 page 23 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d). **N/A**

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870. Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 23 of the instructions).

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

2 Compensation of five highest-paid employees (other than those included on line 1—see page 24 of the instructions). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| FELIX M. VAZ 100 SE 2nd St., #2370, Miami, FL | CONTROLLER 40 Hours | 87235.80 | 12222.01 | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000 Yes No

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

3 Five highest-paid independent contractors for professional services (see page 24 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

| | Expenses |
|---------------|----------|
| 1 "N/A" | |
| 2 | |
| 3 | |
| 4 | |

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

| | Amount |
|---|--------|
| 1 "N/A" | |
| 2 | |
| 3 All other program-related investments See page 25 of the instructions | |

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 25 of the instructions.)

| | | | |
|---|--|----|-------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 46253916.00 |
| b | Average of monthly cash balances | 1b | 2096300.00 |
| c | Fair market value of all other assets (see page 25 of the instructions) | 1c | 2201915.00 |
| d | Total (add lines 1a, b, and c) | 1d | 50552132.00 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0.00 |
| 3 | Subtract line 2 from line 1d | 3 | 50552132.00 |
| 4 | Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 26 of the instructions) | 4 | 758282.00 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 49793850.00 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 2489692.00 |

Part XI Distributable Amount (see page 26 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

| | | | |
|----|---|----|------------|
| 1 | Minimum investment return from Part X, line 6 | 1 | 2489692.00 |
| 2a | Tax on investment income for 2006 from Part VI, line 5 | 2a | 23022.80 |
| b | Income tax for 2006. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 23022.80 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 2466669.20 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0.00 |
| 5 | Add lines 3 and 4 | 5 | 2466669.20 |
| 6 | Deduction from distributable amount (see page 26 of the instructions) | 6 | 0.00 |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 2466669.20 |

Part XII Qualifying Distributions (see page 26 of the instructions)

| | | | |
|---|---|----|------------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 | 1a | 2423168.99 |
| 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 | 2423168.99 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 27 of the instructions) | 5 | 23022.80 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 2400146.19 |

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 27 of the instructions)

| | | (a) Corpus | (b) Years prior to 2005 | (c) 2005 | (d) 2006 |
|----|--|---------------|----------------------------|-------------|-------------|
| 1 | Distributable amount for 2006 from Part XI, line 7 | | | | 2466669.20 |
| 2 | Undistributed income, if any, as of the end of 2005: | | | | |
| a | Enter amount for 2005 only | | | 2365844.44 | |
| b | Total for prior years: 20____, 20____, 20____ | | -0- | | |
| 3 | Excess distributions carryover, if any, to 2006: | | | | |
| a | From 2001 | | | | -0- |
| b | From 2002 | | | | -0- |
| c | From 2003 | | | | -0- |
| d | From 2004 | | | | -0- |
| e | From 2005 | | | | -0- |
| f | Total of lines 3a through e | -0- | | | |
| 4 | Qualifying distributions for 2006 from Part XII, line 4: ► \$ <u>2423168.99</u> | | | | |
| a | Applied to 2005, but not more than line 2a | | | 2365844.44 | |
| b | Applied to undistributed income of prior years (Election required—see page 27 of the instructions) | | -0- | | |
| c | Treated as distributions out of corpus (Election required—see page 27 of the instructions) | -0- | | | |
| d | Applied to 2006 distributable amount | | | | 57324.55 |
| e | Remaining amount distributed out of corpus | -0- | | | |
| 5 | Excess distributions carryover applied to 2006. (If an amount appears in column (d), the same amount must be shown in column (a).) | -0- | | | 0.00 |
| 6 | Enter the net total of each column as indicated below: | | | | |
| a | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | -0- | | | |
| b | Prior years' undistributed income. Subtract line 4b from line 2b | | -0- | | |
| c | Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | -0- | | |
| d | Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions | | -0- | | |
| e | Undistributed income for 2005. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions | | | -0- | |
| f | Undistributed income for 2006. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2007 | | | | 2409344.65 |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 28 of the instructions) | -0- | | | |
| 8 | Excess distributions carryover from 2001 not applied on line 5 or line 7 (see page 28 of the instructions) | -0- | | | |
| 9 | Excess distributions carryover to 2007. Subtract lines 7 and 8 from line 6a | -0- | | | |
| 10 | Analysis of line 9: | | | | |
| a | Excess from 2002 | | | | -0- |
| b | Excess from 2003 | | | | -0- |
| c | Excess from 2004 | | | | -0- |
| d | Excess from 2005 | | | | -0- |
| e | Excess from 2006 | | | | -0- |

Part XIV Private Operating Foundations (see page 28 of the instructions and Part VII-A, question 9) **"N/A"**

- 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2006, enter the date of the ruling
 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 | | | | (e) Total |
|---|----------|----------|----------|----------|-----------|
| | (a) 2006 | (b) 2005 | (c) 2004 | (d) 2003 | |
| 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 1/2 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 page 28 of the 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).)
"NONE"

- 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.
"NONE"

- 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number of the person to whom applications should be addressed.
Joelle M. Allen, Executive Director, Peacock Foundation, Inc.
100 SE 2nd St., Suite 2370, Miami, FL 33131-2127, Telephone: (305)373-1386

- b The form in which applications should be submitted and information and materials they should include:
"See Attached Statement"

- c Any submission deadlines:
"NONE"

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
"See Attached Statement"

Part XV Supplementary Information (continued)

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

| Recipient Name and address (home or business) | 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 |
|--|---|--------------------------------|----------------------------------|--------------------------|
| <p><i>a Paid during the year</i></p> <p>"See Attached Schedule"</p> | <p>No Grants Made To Individuals</p> | | | <p>2165890.00</p> |
| <p>Total ▶ 3a</p> | | | | <p>2165890.00</p> |
| <p><i>b Approved for future payment</i></p> | | | | |
| <p>Total ▶ 3b</p> | | | | <p>-0-</p> |

**Corporation Application for Quick Refund of
Overpayment of Estimated Tax**

For calendar year 20 or tax year beginning **Dec. 1, 2006**, and ending **Nov. 30, 2007**

| | | |
|--|--|--|
| Name PEACOCK FOUNDATION, INC. | | Employer identification number 59-0999759 |
| Number, street, and room or suite no. (If a P.O. box, see instructions) 100 SE 2nd ST., SUITE 2370 | | Telephone number (optional) (305) 373-1386 |
| City or town, state, and ZIP code MIAMI, FL 33131-2127 | | |

Check type of return to be filed (see instructions):

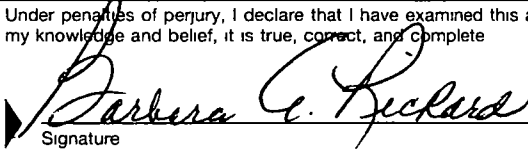
- Form 1120 Form 1120-A Form 1120-C Form 1120-F Form 1120-L Form 1120-PC Other **Form 990-PF**

| | | | | |
|----|--|----|-------|----|
| 1 | Estimated income tax paid during the tax year | 1 | 34552 | 14 |
| 2 | Overpayment of income tax from prior year credited to this year's estimated tax | 2 | 0 | 00 |
| 3 | Total. Add lines 1 and 2. | 3 | 34552 | 14 |
| 4 | Enter total tax from the appropriate line of your tax return (for example, line 10 of the 2006 Schedule J (Form 1120)) | 4 | 23022 | 80 |
| 5a | Personal holding company tax, if any, included on line 4 | 5a | 0 | 00 |
| 5b | Estimated refundable tax credit for Federal tax on fuels | 5b | 0 | 00 |
| 6 | Total. Add lines 5a and 5b. | 6 | 23022 | 80 |
| 7 | Expected income tax liability for the tax year. Subtract line 6 from line 4 | 7 | 23022 | 80 |
| 8 | Overpayment of estimated tax. Subtract line 7 from line 3. If this amount is at least 10% of line 7 and at least \$500, the corporation is eligible for a quick refund. Otherwise, do not file this form (see instructions) | 8 | 11529 | 34 |

Record of Estimated Tax Deposits

| Date of deposit | Amount | Date of deposit | Amount |
|-----------------|----------|-----------------|---------|
| 04/13/07 | 5560.16 | 05/15/07 | 7294.51 |
| 08/15/07 | 12515.43 | 11/15/07 | 9182.04 |

Under penalties of perjury, I declare that I have examined this application, including any accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Sign Here  **Signature** **1/25/08** **Date** **PRESIDENT** **Title**

General Instructions

Section references are to the Internal Revenue Code.

Who May File

Any corporation that overpaid its estimated tax for the tax year may apply for a quick refund if the overpayment is:

- At least 10% of the expected tax liability and
- At least \$500.

The overpayment is the excess of the estimated income tax the corporation paid during the tax year over the final income tax liability expected for the tax year, at the time this application is filed.

If members of an affiliated group paid their estimated income tax on a consolidated basis or expect to file a consolidated return for the tax year, only the common parent corporation may file Form 4466. If members of the group paid estimated income tax separately, the member who claims the overpayment must file Form 4466.

Note. Form 4466 is not considered a claim for credit or refund.

When To File

File Form 4466 before the 16th day of the 3rd month after the end of the tax year, but before the corporation files its income tax return. Do not file Form 4466 before the end

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2007

Part I, Line 11 - Other Income:

| | | |
|--|-----------|------------------|
| HRH Client Litigation Settlement | 52.85 | |
| 2006 Real Property Tax Reduction | 2,888.33 | |
| Management Fee, Corporations | 75,000.00 | |
| Total - Part I, Line 11, Column (a) | | 77,941.18 |

Part I - Operating and Administrative Expense:

| Line # | Description | TOTAL (a) | Time Basis Allocation % | | Net Investment Income (b) | Disbursements for Charitable Purposes (d) |
|--------|--|-------------------|----------------------------|------|------------------------------------|--|
| | | | (b) | (d) | | |
| 13 | Compensation of Officers, Directors | 109,000.08 | 35% | 65% | 38,150.03 | 70,850.05 |
| 14 | Other employee salaries & wages | 129,926.64 | 40% | 60% | 51,970.66 | 77,955.98 |
| 15 | Pension Plans, Employee Benefits | 98,456.27 | 40% | 60% | 39,382.50 | 59,073.77 |
| 16a | Legal Fees (schedule attached) | 1,022.88 | 100% | | 1,022.88 | |
| | b Accounting fee (schedule attached) | 12,500.00 | 40% | 60% | 5,000.00 | 7,500.00 |
| | c Other Professional Fees (schedule attached) | 259,078.13 | | | 259,078.13 | - |
| 17 | Interest | | | | | |
| 18 | Taxes (schedule attached) | 45,603.03 | | | 22,435.21 | 145.02 |
| 19 | Depreciation (schedule attached) | 3,717.59 | 100% | | 3,717.59 | |
| 20 | Occupancy | 37,439.97 | 40% | 60% | 14,975.99 | 22,463.98 |
| 21 | Travel Conferences & Mtgs. | 608.73 | | 100% | | 608.73 |
| 22 | Printing & Publications | 279.47 | | 100% | | 279.47 |
| 23 | Other Expenses (schedule attached) | 30,476.57 | | | 12,074.58 | 18,401.99 |
| | Total Operating & Administrative Expenses | 728,109.36 | | | 447,807.57 | 257,278.99 |

Part I, Line 16

| | | |
|---|------------|-------------------|
| (a) Legal Fees: | | |
| 2007 Prop. Tax Petition Filing Fee for L19B106 | 20.00 | |
| 2006 Prop. Tax Reduction Fee | 1,002.88 | |
| Total - Part I, Line 16a | | 1,022.88 |
| (b) Accounting Fees: | | |
| Audit of Financial Statements for FYE: 11/30/06 | 12,500.00 | |
| Total - Part I, Line 16b | | 12,500.00 |
| (c) Other Professional Fees: | | |
| Investments Portfolio Management Fees | 259,078.13 | |
| Total - Part I, Line 16c | | 259,078.13 |

Part I, Line 18 - Taxes:

| | | |
|--------------------------------------|-----------|------------------|
| Excise Tax on Investment Income | 23,022.80 | |
| Florida Non-Profit Annual Report Tax | 61.25 | |
| Personal Property Tax | 139.61 | |
| Real Property Tax, L19B106 | 22,379.37 | |
| Total - Part I, Line 18 | | 45,603.03 |

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Part I, Line 19 - Depreciation

Fiscal Year Ended: November 30, 2007

| Description Of Property | Date Acquired | Cost | Prior Years' Depreciation | Method | Useful Life | Depreciation for This Year |
|---|---------------|-------------------|---------------------------|--------|-------------|----------------------------|
| EQUIPMENT | | | | | | |
| Flatware/House-wares | Oct-95 | 343.43 | 343.43 | SL | 5 | - |
| Vacuum Cleaner/Refrigerator/Microwave | | | | | | |
| Oven/ColorTV/VCR/Phone/Answering | Oct-95 | 1,647.81 | 1,647.81 | SL | 5 | - |
| Typewriter, calculators, Stool, ect. | Oct-95 | 1,922.77 | 1,922.77 | SL | 5 | - |
| HandVac and Tri-Step Platform Ladder | Oct-95 | 90.39 | 90.39 | SL | 5 | - |
| Fax Machine & Calculator | Apr-00 | 229.94 | 229.94 | SL | 5 | - |
| Ethernet 8 port 10 base | Dec-00 | 289.00 | 289.00 | SL | 5 | - |
| Old Computer Equipment | Apr-02 | 8,931.00 | 8,335.60 | SL | 5 | 595.40 |
| Old Network Software | Apr-02 | 3,336.00 | 3,336.00 | SL | 3 | - |
| Toshiba Laptop & HP Printer | Dec-03 | 2,747.00 | 1,648.28 | SL | 5 | 549.36 |
| 200 GB Western Digital External Backup Drive | Jul-05 | 215.00 | 101.57 | SL | 3 | 71.64 |
| Router-Wireless Cisco Linksys 56g router/controller | Jul-05 | 99.00 | 46.75 | SL | 3 | 33.00 |
| New Computer Network | May-07 | 14,497.50 | - | SL | 5 | 1,691.11 |
| TOTAL EQUIPMENT | | 34,348.84 | 17,991.54 | | | 2,940.51 |
| FURNITURE & FIXTURES | | | | | | |
| Office Designs/Office Furn/Install/Office Accs/ Drape Material | Jul-95 | 48,978.03 | 48,978.03 | SL | 7 | - |
| Partner Plus Phone System | Aug-95 | 3,827.65 | 3,827.65 | SL | 5 | - |
| Hendredon Display Cabinet | Aug-95 | 4,625.00 | 4,625.00 | SL | 7 | - |
| Storage Cabinet | Aug-95 | 99.99 | 99.99 | SL | 5 | - |
| Neoclasis Table, Printer Stand, Mini Lap Desk, Box | Aug-95 | 649.00 | 649.00 | SL | 7 | - |
| Audio System (Equipment/Installation) | Aug-95 | 2,152.80 | 2,152.80 | SL | 5 | - |
| Labor/Hardware Install Office Drapes | Aug-95 | 801.00 | 801.00 | SL | 7 | - |
| Office/Kitchen Furnishings | Aug-95 | 141.43 | 141.43 | SL | 5 | - |
| Material, Table Linen, Easels | Oct-95 | 101.69 | 101.69 | SL | 5 | - |
| Office Furn/Smith Metal | Feb-96 | 459.39 | 459.39 | SL | 7 | - |
| Partner Mail VS (System/Srvc/Install) | Jun-97 | 3,900.57 | 3,900.57 | SL | 5 | - |
| Order 96192, Office Additions/Chair | Jul-97 | 7,360.07 | 7,360.07 | SL | 7 | - |
| PrinterStand for HP5 Laser | Sep-97 | 99.00 | 99.00 | SL | 7 | - |
| Water Heater/Installed | Nov-97 | 239.63 | 239.63 | SL | 7 | - |
| Chairmats, 66x60/48x60/54x60 | May-98 | 502.44 | 502.44 | SL | 5 | - |
| Credenza | Apr-00 | 1,964.85 | 1,871.29 | SL | 7 | 93.56 |
| New Security System & Door Bell | Sep-04 | 3,177.48 | 1,429.80 | SL | 5 | 635.52 |
| Shelving for Storage Room | Oct-04 | 239.98 | 103.98 | SL | 5 | 48.00 |
| TOTAL FURNITURE & FIXTURES | | 79,320.00 | 77,342.76 | | | 777.08 |
| TOTAL | | 113,668.84 | 95,334.30 | | | 3,717.59 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2007

Part I, Line 23 - Other Expenses:

| | TOTAL (a) | Time Basis Allocation % | | Net Investment Income (b) | Disbursements for Charitable Purposes (d) |
|---|------------------|-------------------------------|------|------------------------------------|--|
| | | (b) | (d) | | |
| Board Meetings | 8,062.54 | 40% | 60% | 3,225.02 | 4,837.52 |
| Business Promotions | 150.00 | 40% | 60% | 60.00 | 90.00 |
| Membership Dues: | | | | | |
| <i>Association of Small Foundations</i> | 470.00 | | 100% | | 470.00 |
| <i>Council of Foundations</i> | 500.00 | | 100% | | 500.00 |
| <i>The Donors Forum</i> | 250.00 | | 100% | | 250.00 |
| Insurance, Directors & Officers | 2,350.54 | 40% | 60% | 940.22 | 1,410.32 |
| Insurance, Office | 4,713.74 | 40% | 60% | 1,885.50 | 2,828.24 |
| Insurance, Property - L19B106 | 1,064.40 | 100% | | 1,064.40 | |
| Office Expenses | 1,780.18 | 40% | 60% | 712.07 | 1,068.11 |
| Office Supplies | 549.61 | 40% | 60% | 219.84 | 329.77 |
| Parking Vendors | 780.47 | 40% | 60% | 312.19 | 468.28 |
| Postage | 341.78 | 40% | 60% | 136.71 | 205.07 |
| Rents Paid, Leased Equipment | 1,505.05 | 40% | 60% | 602.02 | 903.03 |
| Repairs and Maintenance, Equipment | 6,086.52 | 40% | 60% | 2,434.61 | 3,651.91 |
| Site Visits | 666.74 | | 100% | | 666.74 |
| Stationary and Printing | 1,205.00 | 40% | 60% | 482.00 | 723.00 |
| Total - Part I, Line 23 | 30,476.57 | | | 12,074.58 | 18,401.99 |

Part II, Line 10 - Investments (schedule attached)

Part II, Line 11

| | Book Value | Acc Deprec | NET |
|---------------------------------|-------------------|------------|-------------------|
| Land & Building | | | |
| L19 Blk 106 No. | 790,000.00 | - | 790,000.00 |
| Total - Part II, Line 11 | 790,000.00 | - | 790,000.00 |

Part II, Line 13 - Investments--Other:

| | Book Value | | Fair Market Value |
|---------------------------------|------------------|----------|-------------------|
| Investments - Other: | | | |
| Debentures | 78,000.00 | | 78,000.00 |
| Ceramics & Paintings | 21,951.65 | | 145,065.00 |
| Total - Part II, Line 13 | 99,951.65 | - | 223,065.00 |

Part II, Line 14 - Land, building & equipment

| | Book Value | Acc Deprec | NET |
|----------------------------------|-------------------|------------------|------------------|
| Equipment & Furniture | | | |
| Office Equipment | 34,348.84 | 20,932.05 | 13,416.79 |
| Office Furniture and Fixtures | 79,320.00 | 78,119.84 | 1,200.16 |
| Total - Part II, Line 14 | 113,668.84 | 99,051.89 | 14,616.95 |

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2007

Part II, Line 10 --- Investments held at end of fiscal year.

| Securities Description | Number of Shares | Book Value | Fair Market Value |
|--|-------------------------|---------------------|--------------------------|
| (a) Investments---U.S. & State Government Obligations | | | |
| Monarch --- U.S. & State Government Obligations | | | |
| Fed Home Loan Mtg Corp 5.320% Due 03/06/09 | 100,000 | 99,902.50 | 100,023.00 |
| Freddie Mac Step Cpn 3.500% 11/15/2009 | 200,000 | 198,502.50 | 202,282.00 |
| Fed Home Loan Mtg Corp MTN 5.300% Due 03/29/10 | 300,000 | 299,807.50 | 300,264.00 |
| Fed Farm Cr Bk Bonds 4 330% Due 08/19/10 | 500,000 | 502,190.00 | 500,235.00 |
| Fed Home Loan Bk Bonds 5.000% Due 12/28/12 | 500,000 | 499,377.50 | 500,175.00 |
| Fed Home Loan Bk Step Cpn Bonds 4 00% Due 07/23/13 | 400,000 | 398,002.50 | 396,488.00 |
| Fed Home Loan Bk Bonds 5 150% Due 08/05/13 | 250,000 | 248,440.00 | 250,125.00 |
| Fed Home Loan Mtg Corp MTN 5.500% Due 05/05/14 | 250,000 | 251,840.00 | 250,285.00 |
| Freddie Mac Step Cpn 4.500% Due 08/15/14 | 300,000 | 296,702.50 | 302,787.00 |
| Fed Farm Cr Bk Bonds 5.50% Due 10/29/14 | 500,000 | 498,909.00 | 500,937.50 |
| FHLMC Stp Cpn Nts 5.250% Due 08/04/15 | 199,000 | 197,211.50 | 198,737.32 |
| Fed Home Loan Bk Stp Cpn Bonds 4.50% 04/30/18 | 400,000 | 396,002.50 | 400,024.00 |
| Fed Hom Ln Bk Stp Cpn BD 5.00% Due 05/25/18 | 150,000 | 149,955.70 | 149,983.50 |
| Fed Home Loan Bk Stp Cpn Bonds 6.150% Due 07/24/18 | 500,000 | 481,152.50 | 500,350.00 |
| FHLMC Stp Cpn MTN Call 4.000% Due 08/01/18 | 141,000 | 137,830.00 | 137,960.04 |
| Fed Natl Mtg Assn Stp Cpn Bonds 4.750% Due 09/27/18 | 200,000 | 198,002.50 | 199,998.00 |
| Fed Home Loan Bk Stp Cpn Bonds 5.50% Due 10/22/18 | 200,000 | 196,315.10 | 199,860.00 |
| Fed Natl Mtg Assn Stp Cpn Nts 5.00% Due 04/29/19 | 500,000 | 495,627.50 | 494,175.00 |
| FHLMC Stp Cpn MTN Call 5.000% Due 07/08/19 | 100,000 | 99,065.00 | 100,102.00 |
| Freddie Mac Step Cpn 6.000% Due 09/15/21 | 300,000 | 298,502.50 | 300,096.00 |
| U S Treasury Bond 8.00% Due 11/15/2021 | 50,000 | 50,000.00 | 69,031.50 |
| FNMA MTN 6 000% 08/14/2023 Call | 250,000 | 249,877.50 | 250,030.00 |
| NJ ECO DEV AU CAV 7.435 97 A Taxable 0.000% Mat 021512 | 200,000 | 71,760.50 | 167,208.00 |
| Municipal Bonds Accrued Interest | | 91,313.97 | 91,313.97 |
| Total Part II, Line 10a --- U.S. & State Government Obligations | | 6,406,290.77 | 6,562,470.83 |
| (b) Investments---Corporate Stock | | | |
| Albany Molecular Research | 6,040 | 81,489.69 | 79,788.40 |
| Analogic Corp new 9/77 | 1,760 | 94,956.83 | 94,723.20 |
| Anderson Inc | 2,970 | 76,303.89 | 125,987.40 |
| Aquila Inc | 36,150 | 151,638.97 | 143,154.00 |
| Avatar Holdings Inc | 2,420 | 122,470.63 | 105,415.20 |
| Bob Evans Farms Inc | 4,490 | 108,496.24 | 138,471.60 |
| Capitol Federal Financial | 2,240 | 85,528.79 | 75,913.60 |
| Carrizo Oil & Gas co | 2,010 | 47,456.10 | 97,384.50 |
| Centerpoint Energy Inc | 9,740 | 128,683.30 | 173,859.00 |
| CF Industries Holdings Inc | 540 | 9,090.25 | 49,129.20 |
| CNX Gas Corp | 4,040 | 94,591.58 | 124,432.00 |
| Comstock Resources Inc New | 4,860 | 148,658.32 | 162,810.00 |
| Deltic Timber Corp | 2,200 | 118,959.46 | 105,930.00 |
| Fairpoint Communications Inc | 8,390 | 144,747.95 | 125,178.80 |
| Fisher Communications, Inc. | 1,860 | 91,159.57 | 75,757.80 |
| Gaylord Entertainment CL A | 2,550 | 136,333.33 | 107,253.00 |
| Healthcare Svcs Group | 7,500 | 91,046.79 | 164,250.00 |
| Investors Bancorp Inc | 11,170 | 151,206.06 | 163,863.90 |
| Leucadia National Corp | 5,110 | 108,364.37 | 239,965.60 |
| Longs Drug Stores Corp | 3,900 | 168,201.15 | 206,388.00 |

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2007

Part II, Line 10 --- Investments held at end of fiscal year.

| Securities Description | Number of Shares | Book Value | Fair Market Value |
|-----------------------------------|-----------------------------|-------------------|------------------------------|
| Marcus Corporation | 6,670 | 135,673.71 | 120,193.40 |
| Midland Company | 2,620 | 120,143.13 | 167,575.20 |
| Morgans Hotel Group Co | 4,030 | 96,750.42 | 74,514.70 |
| One Beacon Insurance Group | 5,510 | 145,109.79 | 116,261.00 |
| Overseas Shipbldg Gr Inc | 2,070 | 157,622.85 | 148,212.00 |
| Piper Jaffray Cos Inc | 2,950 | 157,270.57 | 136,644.00 |
| Plains All Amer Pipeline | 2,500 | 114,944.50 | 130,725.00 |
| Plains Exploration & Prod | 3,040 | 122,254.34 | 153,246.40 |
| Quicksilver Res Inc | 2,720 | 116,404.29 | 137,632.00 |
| Stewart Info Svcs Corp | 2,230 | 88,579.96 | 60,366.10 |
| The Pep Boys Manny, Moe & Jack | 10,300 | 138,113.22 | 112,579.00 |
| Triarc Company | 12,200 | 201,783.46 | 103,090.00 |
| UMB Financial Corp | 4,400 | 141,899.05 | 165,528.00 |
| Vail Resorts Inc | 2,170 | 124,395.21 | 120,456.70 |
| Winn-Dixie Stores Inc | 5,150 | 98,216.77 | 97,386.50 |
| ISHARES MSCI EAFE INDEX FUND | 6,400 | 452,037.42 | 531,072.00 |
| ISHARES TR MSCI EMER MKT IND FUND | 4,000 | 444,485.34 | 617,600.00 |
| Alcoa Inc | 3,700 | 110,009.71 | 134,569.00 |
| Allstate Corp | 1,000 | 44,610.00 | 51,120.00 |
| Altria Group Inc | 1,400 | 61,959.21 | 108,584.00 |
| American Intl Group Inc | 3,200 | 213,305.52 | 186,016.00 |
| Amerisourcebergen Corp | 2,200 | 106,773.03 | 99,814.00 |
| Apache Corp Common | 3,400 | 144,208.96 | 329,086.00 |
| AT & T Inc | 3,312 | 87,337.75 | 126,551.52 |
| Autozone Inc | 800 | 67,540.64 | 89,304.00 |
| Bank of America Corp | 3,986 | 168,992.82 | 183,874.18 |
| Best Buy Co Inc. | 2,000 | 92,230.52 | 102,100.00 |
| Boston Scientific Corp | 6,119 | 104,558.12 | 77,282.97 |
| Burlington Northern Santa Fe Corp | 1,500 | 77,578.65 | 125,280.00 |
| Chevron Corporation | 3,000 | 174,915.33 | 263,310.00 |
| Citigroup Inc | 2,600 | 122,882.86 | 86,580.00 |
| ConocoPhillips | 3,169 | 208,540.41 | 253,646.76 |
| Dean Foods Co | 1,600 | 49,229.20 | 39,904.00 |
| Dell Inc | 4,800 | 146,608.12 | 117,792.00 |
| Dover Corp Common | 2,700 | 114,437.82 | 124,956.00 |
| Emerson Electric Co | 2,000 | 65,056.00 | 114,040.00 |
| Fedex Corporation | 700 | 47,880.00 | 68,929.00 |
| Fortune Brands Inc | 1,500 | 102,950.83 | 114,975.00 |
| FPL Group Inc | 1,100 | 36,949.00 | 76,736.00 |
| Freeport-Morgan Cooper & Gold | 900 | 64,521.63 | 89,037.00 |
| GAP Inc | 3,100 | 63,066.28 | 63,240.00 |
| General Electric Company | 1,700 | 55,811.00 | 65,093.00 |
| General Mills Inc | 1,000 | 47,270.00 | 60,150.00 |
| Hartford Finl Svcs Group | 1,700 | 130,689.93 | 162,044.00 |
| Honeywell International Inc | 2,500 | 87,225.00 | 141,550.00 |
| Ingersol Rand Co Cl A | 1,900 | 63,938.13 | 98,116.00 |
| Intel Corp | 7,400 | 162,660.58 | 192,992.00 |
| Johnson & Johnson | 1,200 | 71,413.44 | 81,288.00 |
| JPMorgan Chase & Co | 3,600 | 138,780.00 | 164,232.00 |

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2007

Part II, Line 10 --- Investments held at end of fiscal year.

| Securities Description | Number of Shares | Book Value | Fair Market Value |
|---|-----------------------------|-------------------|------------------------------|
| Laboratory Corp of Amer Hldgs | 1,200 | 46,836.00 | 87,204.00 |
| Marathon Oil Corp | 3,800 | 67,298.00 | 212,420.00 |
| Masco Corp | 2,000 | 56,916.00 | 44,800.00 |
| McDonalds Corp | 2,600 | 77,558.00 | 152,022.00 |
| Merrill Lynch & Co Inc | 2,400 | 134,135.08 | 143,856.00 |
| Pfizer Incorporated | 2,700 | 80,673.95 | 64,152.00 |
| Pharmerica Corp | 108 | 1,927.20 | 1,590.84 |
| Procter & Gamble Co | 2,800 | 176,727.28 | 207,200.00 |
| Public SVC Enterprise Group Inc | 1,900 | 104,542.37 | 181,906.00 |
| Quest Diagnostics Inc | 1,100 | 54,809.70 | 60,566.00 |
| Suntrust Banks Inc | 1,300 | 98,167.86 | 91,143.00 |
| Unionbanal Corp | 2,300 | 124,647.36 | 124,177.00 |
| United Technologies Corp | 900 | 40,453.65 | 67,293.00 |
| US Bancorp New | 3,300 | 95,799.00 | 109,197.00 |
| Wall-Mart Stores | 3,100 | 144,657.00 | 148,490.00 |
| Washington Mut Inc | 5,800 | 160,973.59 | 113,100.00 |
| Capital One 7.50% TRUPS Due 06/15/66 | 6,000 | 150,000.00 | 134,220.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 200 | 4,333.26 | 4,064.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 1,500 | 32,583.50 | 30,480.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 3,800 | 82,272.50 | 77,216.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 700 | 15,053.20 | 14,224.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 100 | 2,152.55 | 2,032.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 300 | 6,452.66 | 6,096.00 |
| CBTCS-Goldman Sachs 6% Call 2/15/09, Due 02/15/34 | 1,600 | 34,403.35 | 32,512.00 |
| Citigroup Cap XIX 7.25% Due 08/15/67 | 6,000 | 150,000.00 | 147,900.00 |
| Comcast Corp 7.00% NT Due 09/15/2055 | 4,000 | 100,000.00 | 93,400.00 |
| Countrywide Cap V 7% Due 11/01/2036 | 6,000 | 150,000.00 | 86,400.00 |
| Fifth Third Cap VI 7.25% Due 11/15/2067 | 6,000 | 150,000.00 | 138,300.00 |
| John Hancock Income Fund II Auct Rt Pfd SR TH | 6 | 150,000.00 | 150,000.00 |
| Keycorp Cap VIII 7.00% Due 06/15/2066 | 8,000 | 200,000.00 | 178,000.00 |
| Morgan Stanley 6.60% Pfd Cap VII 10/15/2066 | 8,000 | 200,000.00 | 170,960.00 |
| Morgan Stanley 6.45% Pfd Cap VII 4/15/2067 | 8,000 | 200,000.00 | 166,240.00 |
| Nuveen Qual Pfd Inc FD Auct Rate Ser F Firday | 14 | 350,000.87 | 350,000.00 |
| Wachovia 7.85% Pfd Cum Cap TR X 12/1/2067 | 6,000 | 150,000.00 | 152,400.00 |
| American Express Company | 8,975 | 410,464.60 | 529,345.50 |
| Automatic Data Processing | 8,000 | 362,924.55 | 360,480.00 |
| Becton Dickinson & Co | 4,100 | 235,597.68 | 339,193.00 |
| Berkshire Hathaway Inc | 163 | 472,476.90 | 764,470.00 |
| Colgate-Palmolive Co | 6,350 | 321,945.00 | 508,508.00 |
| Emerson Electric Co | 9,025 | 418,857.50 | 514,605.50 |
| General Electric Company | 11,650 | 370,486.75 | 446,078.50 |
| Grainger W W Inc | 6,250 | 450,779.04 | 551,875.00 |
| Hewlett-Packard Company | 9,325 | 459,666.97 | 477,067.00 |
| Illinois Tool Works Inc | 9,375 | 425,385.63 | 520,312.50 |
| Kinetic Concepts Inc | 3,675 | 216,342.14 | 215,502.00 |
| Laboratory Corp of Amer Hldgs | 6,525 | 264,479.65 | 474,171.75 |
| Medtronic Inc | 8,175 | 402,901.71 | 415,698.75 |
| Microsoft Corp | 16,425 | 457,177.40 | 551,880.00 |
| Nike Inc Class B | 7,650 | 324,658.15 | 502,222.50 |

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2007

Part II, Line 10 --- Investments held at end of fiscal year.

| Securities Description | Number of Shares | Book Value | Fair Market Value |
|---|-----------------------------|----------------------|------------------------------|
| Nokia Corp Sponsored | 14,800 | 350,190.85 | 582,084.00 |
| Patterson Companies Inc | 13,025 | 482,195.50 | 419,144.50 |
| Pepsico Incorporated | 8,325 | 465,987.01 | 642,523.50 |
| Procter & Gamble Co. | 4,775 | 214,648.87 | 353,350.00 |
| United Parcel Service-B | 2,725 | 206,194.07 | 200,778.00 |
| Fidelis Corporation | 63.00 | 1,542,863.00 | 2,950,743.00 |
| First of Florida Corporation | 9.00 | 3,374,272.00 | 5,270,814.00 |
| Total Part II, Line 10b, Investments---Corporate Stock | | 24,072,866.69 | 30,879,337.47 |

(c) Investments---Corporate Bonds

| | | | |
|---|-----------|---------------------|---------------------|
| Genl Motors Accp Corp Smart Notes 5.150% Due 2/15/08 | 100,000 | 99,580.50 | 98,743.00 |
| Genl Motors Accept Corp FRN 0.00% Due 6/11/08 | 115,000 | 102,755.00 | 110,480.50 |
| Merrill Lynch & Co CAP=5.2% Cpn 1.830% Due 09/17/08 | 100,000 | 99,502.50 | 99,367.00 |
| Merrill Lynch & Co CAP=5.2% Cpn 1.830% Due 09/17/08 | 75,000 | 74,627.50 | 74,525.25 |
| Merrill Lynch & Co CAP=5.2% Cpn 1.830% Due 09/17/08 | 67,000 | 66,500.00 | 66,575.89 |
| Merrill Lynch & Co CAP=5.2% Cpn 1.830% Due 09/17/08 | 50,000 | 49,147.50 | 49,683.50 |
| Southtrust Bk Birmingham 7.000% Due 11/15/08 | 250,000 | 242,627.50 | 255,555.00 |
| SLM Corp Fltg Rate EDNotes 0.000% Due 12/15/08 | 250,000 | 249,690.00 | 243,532.50 |
| General Motors Accept 7.000% Due 09/15/09 | 150,000 | 148,875.75 | 142,821.00 |
| Boeing Capital Corp Fl Rt Sen Nts 7.9% Due 11/15/09 | 159,000 | 161,387.50 | 159,127.20 |
| Boeing Capital Corp Fl Rt Sen Nts 7.9% Due 11/15/09 | 20,000 | 20,302.50 | 20,016.00 |
| ITT CORP SR DEB 6.500% 05/01/2011 Dtd 050181 | 100,000 | 98,002.50 | 100,410.00 |
| General Foods Corp Deb 7.000% Due 06/15/11 | 100,000 | 100,002.50 | 100,089.00 |
| International Tel & Teleg Corp Deb 7.500% 07/01/11 | 100,000 | 99,502.50 | 100,143.00 |
| International Tel & Teleg Corp Deb 7.500% 07/01/11 | 60,000 | 59,762.50 | 60,085.80 |
| Ford Motor Credit Co MTN 7.00% Due 08/15/12 | 125,000 | 127,502.50 | 109,358.75 |
| CIT Group Inc Internotes 6.250% Due 01/15/13 | 90,000 | 90,227.50 | 89,998.20 |
| CIT Group Inc Internotes 6.250% Due 01/15/13 | 40,000 | 40,222.50 | 39,999.20 |
| CIT Group Inc Internotes 6.150% Due 02/15/13 | 100,000 | 100,352.50 | 99,984.00 |
| CIT Group Inc Internotes 6.000% Due 03/15/13 | 300,000 | 302,102.50 | 298,359.00 |
| CIT Group Inc Internotes 6.250% Due 03/15/13 | 25,000 | 25,065.00 | 25,003.50 |
| American Gen Finance Inc Notes 6.00% Due 10/15/14 | 300,000 | 296,777.50 | 309,507.00 |
| General Elec Cap Corp 6.00% Due 05/15/15 | 333,000 | 333,002.50 | 333,559.44 |
| Genl Motors Accp Corp Smartnotes 7.750% Due 10/15/17 | 97,000 | 96,612.00 | 78,618.50 |
| Genl Motors Accp Corp Smartnotes 7.750% Due 10/15/17 | 25,000 | 24,752.50 | 20,262.50 |
| Marshall & Isley Corp Senior Nts 5.250% Due 09/15/23 | 100,000 | 99,002.50 | 103,846.00 |
| Bankamerica Inst-A Priv Plcmt Ser 144A 8.070% Due 12/31/26 | 100,000 | 107,672.50 | 104,038.00 |
| Bankamerica Inst-A Priv Plcmt Ser 144A 8.070% Due 12/31/26 | 25,000 | 26,602.50 | 26,009.50 |
| Bankamerica Inst-A Priv Plcmt Ser 144A 8.070% Due 12/31/26 | 30,000 | 31,915.00 | 31,211.40 |
| Bankamerica Inst-A Priv Plcmt Ser 144A 8.070% Due 12/31/26 | 60,000 | 62,327.50 | 62,422.80 |
| Merrill Lynch & Co MTN OID Ser-B 0.000% Due 03/20/28 | 500,000 | 115,722.50 | 120,450.00 |
| Bank of Amer Corp MTN Call Cpn 0.00% Due 7/17/28 | 1,000,000 | 234,002.50 | 226,011.00 |
| Total Part II, Line 10c, Investments---Corporate Bonds | | 3,786,128.25 | 3,759,793.43 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|-----------------------------------|---------------|-----------------|------------------|-----------|----------------------|---------------------|
| AVATAR HOLDINGS INC | | | | | | |
| 580 00 | 08/15/05 | 04/17/07 | 29,352 47 | 39,907 90 | | 10,555 43 |
| BANDAG INC CL A | | | | | | |
| 1,480 00 | 03/01/06 | 01/30/07 | 54,375 20 | 74,560 11 | 20,184 91 | |
| BANK MUTUAL CORP | | | | | | |
| 5,320 00 | 08/15/05 | 01/10/07 | 58,987 63 | 63,518.84 | | 4,531 21 |
| 370 00 | 08/15/05 | 03/09/07 | 4,102.53 | 4,166.29 | | 63 76 |
| 2,580 00 | 08/15/05 | 04/16/07 | 28,606 77 | 29,029.97 | | 423 20 |
| BROOKLINE BANKCORP INC | | | | | | |
| 1,090 00 | 08/15/05 | 12/08/06 | 17,584 54 | 14,229 51 | | (3,355 03) |
| 570 00 | 08/15/05 | 03/08/07 | 9,195 58 | 7,190.95 | | (2,004.63) |
| 3,370 00 | 08/15/05 | 05/22/07 | 54,366 85 | 40,706 93 | | (13,659 92) |
| 190 00 | 08/15/05 | 05/22/07 | 2,942 25 | 2,295 06 | | (647 19) |
| 2,010 00 | 08/29/05 | 06/19/07 | 31,125 85 | 23,857 53 | | (7,268 32) |
| CF INDUSTRIES HOLDINGS INC | | | | | | |
| 800 00 | 05/22/06 | 03/08/07 | 13,467 05 | 31,967 01 | 18,499 96 | |
| 570 00 | 05/22/06 | 10/01/07 | 9,595 27 | 43,414 75 | | 33,819 48 |
| 90 00 | 05/22/06 | 10/24/07 | 1,515.05 | 7,464 67 | | 5,949.62 |
| 190.00 | 05/22/06 | 10/25/07 | 3,198 42 | 15,957 32 | | 12,758 90 |
| 180 00 | 05/22/06 | 10/30/07 | 3,030 08 | 16,163 43 | | 13,133 35 |
| 540.00 | 05/22/06 | 11/26/07 | 9,090 24 | 45,078 45 | | 35,988.21 |
| CARRIZO OIL & GAS INC | | | | | | |
| 1,150 00 | 08/23/05 | 10/12/07 | 24,176 22 | 54,455 92 | | 30,279.70 |
| 190 00 | 09/07/05 | 10/12/07 | 4,485.90 | 8,997 06 | | 4,511 16 |
| CNX GAS CORP | | | | | | |
| 510.00 | 01/20/06 | 02/22/07 | 11,404 47 | 12,729 25 | | 1,324 78 |
| DENBURY RES INC NEW | | | | | | |
| 1,650 00 | 08/15/05 | 12/01/06 | 38,459.59 | 47,913 37 | | 9,453 78 |
| EDWARDS A G INC | | | | | | |
| 450 00 | 08/15/05 | 04/16/07 | 20,363 67 | 32,810.48 | | 12,446 81 |
| 790 00 | 08/15/05 | 06/01/07 | 35,749 56 | 69,737 37 | | 33,987 81 |
| 290 00 | 08/15/05 | 06/18/07 | 13,123 25 | 25,319 34 | | 12,196 09 |
| 280.00 | 08/15/05 | 06/21/07 | 12,670 72 | 24,176 05 | | 11,505 33 |
| ENCORE ACQUISITON CO | | | | | | |
| 960 00 | 08/28/06 | 12/14/06 | 26,450.31 | 26,250 29 | (200 02) | |
| 190 00 | 08/28/06 | 12/21/06 | 5,234.96 | 4,767 65 | (467 31) | |
| 1,810.00 | 08/28/06 | 12/22/06 | 49,869 83 | 45,045 35 | (4,824 48) | |
| FINISH LINE CL A | | | | | | |
| 2,520.00 | 12/15/06 | 06/20/07 | 35,603 57 | 25,267 14 | (10,336 43) | |
| 330 00 | 01/05/07 | 06/20/07 | 4,747 15 | 3,308 80 | (1,438 35) | |
| 1,870 00 | 01/05/07 | 06/21/07 | 26,900 52 | 18,885 58 | (8,014 94) | |
| 320 00 | 01/05/07 | 06/26/07 | 4,603 29 | 3,107 88 | (1,495.41) | |
| 2,120 00 | 01/16/07 | 06/26/07 | 27,862 95 | 20,589 76 | (7,273.19) | |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|---------------------------------------|------------------|--------------|---------------------|------------|-------------------------|------------------------|
| FIRSTFIELD FINCL CORP | | | | | | |
| 240 00 | 08/15/05 | 03/12/07 | 14,289 60 | 13,096 51 | | (1,193 09) |
| 600 00 | 08/15/05 | 07/25/07 | 35,724 00 | 31,031 82 | | (4,692 18) |
| 600 00 | 08/15/05 | 07/26/07 | 35,724 00 | 27,916 07 | | (7,807 93) |
| 600 00 | 08/15/05 | 07/30/07 | 35,724 00 | 28,116 64 | | (7,607 36) |
| 220 00 | 08/15/05 | 08/001 | 13,098 80 | 9,534 63 | | (3,564 17) |
| GENESIS HEALTHCARE CORP | | | | | | |
| 1,000 00 | 08/15/05 | 02/14/07 | 40,467 50 | 61,668 10 | | 21,200 60 |
| 310 00 | 08/15/05 | 05/08/07 | 12,544 93 | 20,588 76 | | 8,043 83 |
| 210 00 | 08/15/05 | 05/10/07 | 8,498 18 | 14,220 39 | | 5,722 21 |
| 870 00 | 08/15/05 | 05/31/07 | 35,206 73 | 59,415 31 | | 24,208 58 |
| 2,210 00 | 08/15/05 | 07/16/07 | 89,433 16 | 153,263 50 | | 63,830 34 |
| IDT CORP-B SHARES | | | | | | |
| 1,210 00 | 03/30/07 | 06/14/07 | 13,811 06 | 14,047 88 | 236 82 | |
| 1,020 00 | 04/16/07 | 06/14/07 | 11,689 20 | 11,842 02 | 152 82 | |
| 1,920 00 | 04/16/07 | 07/18/07 | 22,003 20 | 19,387 28 | (2,615 92) | |
| 1,060 00 | 04/16/07 | 08/09/07 | 12,147 60 | 12,400 74 | 253 14 | |
| 260 00 | 04/16/07 | 08/09/07 | 2,895 29 | 3,041 70 | 146 41 | |
| 1,000 00 | 04/27/07 | 09/05/07 | 11,135 69 | 9,206 15 | (1,929 54) | |
| LANDMARK FINANCIAL GROUP | | | | | | |
| 880 00 | 08/15/05 | 01/11/07 | 51,924 84 | 54,334 72 | | 2,409 88 |
| 1,120 00 | 08/15/05 | 01/30/07 | 66,086 16 | 70,179 28 | | 4,093 12 |
| LAIDLAW INTL INC | | | | | | |
| 2,320 00 | 07/07/06 | 03/20/07 | 61,992 72 | 79,091 29 | 17,098 57 | |
| 190 00 | 07/11/06 | 03/20/07 | 5,021 59 | 6,477 31 | 1,455 72 | |
| 1,010 00 | 07/11/06 | 04/02/07 | 26,693 68 | 34,837 90 | 8,144 22 | |
| 1,030 00 | 07/11/06 | 04/11/07 | 27,222 27 | 35,579 77 | 8,357 50 | |
| LEVITT CORP | | | | | | |
| 1,070 00 | 09/11/06 | 08/29/07 | 13,274 31 | 2,145 64 | (11,128 67) | |
| 2,300 00 | 03/03/06 | 08/15/07 | 53,874 51 | 6,764 88 | | (47,109 63) |
| 300 00 | 03/23/06 | 08/15/07 | 6,360 12 | 882 38 | | (5,477 74) |
| 2,550 00 | 03/23/06 | 08/29/07 | 54,061 02 | 5,113 43 | | (48,947 59) |
| LEUCADIA NATIONAL CORP | | | | | | |
| 420 00 | 08/15/05 | 10/25/07 | 8,485 60 | 20,885 65 | | 12,400 05 |
| M A F BANKCORP INC | | | | | | |
| 410 00 | 08/15/05 | 05/01/07 | 17,684 90 | 22,307 75 | | 4,622 85 |
| 710 00 | 08/15/05 | 05/02/07 | 30,625 07 | 38,595 00 | | 7,969 93 |
| 450 00 | 08/15/05 | 05/07/07 | 19,410 26 | 24,436 38 | | 5,026 12 |
| 450 00 | 08/15/05 | 05/08/07 | 19,410 26 | 24,422 61 | | 5,012 35 |
| 650 00 | 08/15/05 | 06/06/07 | 28,037 03 | 34,810 21 | | 6,773 18 |
| 400 00 | 08/15/05 | 06/25/07 | 17,253 55 | 21,660 50 | | 4,406 95 |
| 300 00 | 03/17/06 | 06/25/07 | 12,945 00 | 16,245 38 | | 3,300 38 |
| PLAINS ALL AMERICA PIPELINE LP | | | | | | |
| 1,200 00 | 08/15/05 | 04/16/07 | 55,173 36 | 69,714 97 | | 14,541 61 |
| QUICKSILVER RESTERAUNTS INC | | | | | | |
| 330 00 | 08/15/05 | 10/29/07 | 14,122 59 | 17,526 49 | | 3,403 90 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|--|------------------|--------------|---------------------|-----------|-------------------------|------------------------|
| TECH DATA CORP | | | | | | |
| 880 00 | 08/15/05 | 04/17/07 | 31,450 68 | 31,378 99 | | (71 69) |
| 630 00 | 08/15/05 | 04/24/07 | 22,515.82 | 22,671 21 | | 155 39 |
| 2,020 00 | 08/15/05 | 04/26/07 | 72,193.60 | 72,709 39 | | 515 79 |
| UMB FINANCIAL CORP | | | | | | |
| 200 00 | 08/15/05 | 09/21/07 | 6,266 00 | 8,886 88 | | 2,620 88 |
| 200 00 | 08/15/05 | 09/24/07 | 6,266.00 | 8,799 92 | | 2,533 92 |
| ISHARES MSCI EAFE INDEX FUND | | | | | | |
| 680.00 | 05/09/06 | 01/29/07 | 48,028 98 | 49,992 83 | 1,963 85 | |
| ISHARES TR MSCI EMERGING MKTS INDEX FD | | | | | | |
| 490 00 | 05/09/06 | 01/29/07 | 54,449 46 | 55,003 76 | 554 30 | |
| ALCOA INC | | | | | | |
| 700 00 | 03/05/04 | 10/31/07 | 26,118 40 | 27,586 57 | | 1,468 17 |
| 400 00 | 11/18/04 | 10/31/07 | 13,286 68 | 15,763 76 | | 2,477 08 |
| ALLSTATE CORP | | | | | | |
| 500 00 | 03/05/04 | 01/29/07 | 22,305.00 | 31,684 02 | | 9,379 02 |
| APACHE CORP COMMON | | | | | | |
| 800 00 | 03/05/04 | 01/29/07 | 33,931 52 | 55,776 28 | | 21,844 76 |
| AT & T INC (Cash in Lieu of Fractional Share) | | | | | | |
| | 03/03/06 | | | | 17 87 | |
| AVIS BUDGET GROUP INC | | | | | | |
| 410 00 | 01/03/06 | 07/31/07 | 11,302 89 | 10,653 02 | | (649 87) |
| BURLINGTON NORTH SANTA FE CORP | | | | | | |
| 500 00 | 03/05/04 | 01/29/07 | 15,589 75 | 38,843 80 | | 23,254 05 |
| CAREMARK RX INC | | | | | | |
| 1000 00 | 11/30/06 | 01/17/07 | 47,674 10 | 57,668 22 | 9,994 12 | |
| CITIGROUP INC | | | | | | |
| 1100 00 | 03/22/04 | 01/29/07 | 54,758 00 | 59,403 12 | | 4,645 12 |
| CONOCOPHILLIPS | | | | | | |
| 1100 00 | 12/19/05 | 01/29/07 | 69,800 51 | 71,156.81 | | 1,356 30 |
| DELL INC | | | | | | |
| 1500 00 | 04/13/05 | 01/29/07 | 55,545 00 | 35,878 89 | | (19,666 11) |
| DOVER CORP COMMON | | | | | | |
| 500 00 | 02/24/05 | 01/29/07 | 18,910 90 | 23,849 26 | | 4,938 36 |
| FANNIE MAY ASSN | | | | | | |
| 1300 00 | 12/21/04 | 08/20/07 | 91,319 28 | 87,733 31 | | (3,585 97) |
| FPL GROUP INC | | | | | | |
| 500 00 | 03/05/04 | 01/29/07 | 16,795 00 | 27,999 13 | | 11,204.13 |
| GAP INC | | | | | | |
| 1200 00 | 08/26/04 | 01/29/07 | 23,296.80 | 22,535.30 | | (761 50) |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|---|------------------|--------------|---------------------|------------|-------------------------|------------------------|
| HANNESBRANDS INC | | | | | | |
| 400 00 | 03/05/04 | 08/01/07 | 10,663 82 | 12,301 17 | | 1,637 35 |
| HOME DEPOT INC | | | | | | |
| 600 00 | 03/05/04 | 01/29/07 | 22,506.00 | 23,891 26 | | 1,385 26 |
| 1800 00 | 03/05/04 | 09/10/07 | 67,518 00 | 66,600 00 | | (918 00) |
| 2100.00 | 07/11/07 | 09/10/07 | 85,297 59 | 77,700.00 | (7,597 59) | |
| 900 00 | 07/23/07 | 09/10/07 | 35,226 18 | 33,300 00 | (1,926 18) | |
| 1700 00 | 08/06/07 | 09/10/07 | 61,192 69 | 62,900 00 | 1,707 31 | |
| INTEL CORP | | | | | | |
| 1700 00 | 10/25/04 | 10/31/07 | 36,427 94 | 45,423.30 | | 8,995 36 |
| KRAFT FOODS INC CLASS A (Cash in Lieu of Fractional Share) | | | | | | |
| | 04/02/07 | | | | 26 00 | |
| KRAFT FOODS INC CLASS A | | | | | | |
| 968.00 | 03/05/04 | 07/18/07 | 19,394 79 | 34,441 97 | | 15,047 18 |
| LABORATORY CORP OF AMER HLDGS | | | | | | |
| 600 00 | 03/05/04 | 01/29/07 | 23,418.00 | 43,243 67 | | 19,825 67 |
| 500 00 | 03/05/04 | 11/09/07 | 19,515 00 | 34,605 82 | | 15,090 82 |
| LOWES COMPANIES INC | | | | | | |
| 2000 00 | 03/05/04 | 07/11/07 | 55,819 00 | 59,758.68 | | 3,939 68 |
| MARATHON OIL PARTNERS | | | | | | |
| 900.00 | 03/05/04 | 03/09/07 | 31,878.00 | 85,404 67 | | 53,526 67 |
| MCDONALDS CORP | | | | | | |
| 200.00 | 03/05/04 | 07/31/07 | 5,966 00 | 9,653 91 | | 3,687 91 |
| OFFICE DEPOT INC | | | | | | |
| 1400.00 | 03/05/04 | 10/29/07 | 24,976 00 | 23,942 29 | | (1,033 71) |
| OSI RESTAURANT PARTNERS | | | | | | |
| 3500.00 | 12/17/04 | 02/23/07 | 153,713 00 | 141,770 84 | | (11,942 16) |
| 2600.00 | 03/16/07 | 05/15/07 | 102,508 90 | 104,960 39 | 2,451 49 | |
| PHARMERICAA CORP (Cash in Lieu of Fractional Share) | | | | | | |
| | 06/06/07 | 08/01/07 | 0 00 | 6 44 | 6 44 | |
| PUBLIC SVC ENTERPRISE GROUP INC | | | | | | |
| 500 00 | 05/19/05 | 10/31/07 | 27,511 15 | 47,324 27 | | 19,813 12 |
| SARA LEE CORPORATION | | | | | | |
| 3200 00 | 03/05/04 | 04/27/07 | 60,428 34 | 52,697 43 | | (7,730 91) |
| SUNTRUST BANKS INC | | | | | | |
| 300 00 | 03/05/04 | 01/29/07 | 22,083 00 | 24,547 25 | | 2,464 25 |
| TRIAD HOSPS INC | | | | | | |
| 1600 00 | 07/07/06 | 07/26/07 | 63,638 56 | 86,400 00 | | 22,761 44 |
| T X U CORP | | | | | | |
| 1300 00 | 03/05/04 | 10/11/07 | 18,200 00 | 90,025.00 | | 71,825 00 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|--|------------------|--------------|---------------------|------------|-------------------------|---------------------------|
| UNITED TECHNOLOGIES CORP | | | | | | |
| 300 00 | 03/05/04 | 10/31/07 | 13,484 55 | 22,628 65 | | 9,144 10 |
| WAL-MART STORES | | | | | | |
| 600 00 | 03/21/05 | 01/29/07 | 30,768 00 | 28,547 12 | | (2,220 88) |
| WYNDHAM WORLDWIDE CORP | | | | | | |
| 820 00 | 01/03/06 | 08/01/07 | 29,316 84 | 25,760 97 | | (3,555 87) |
| ZALES CORP NEW | | | | | | |
| 2500.00 | 03/05/04 | 07/11/07 | 73,921 87 | 58,746.35 | | (15,175 52) |
| American Eagle & South African Krugerrand | | | | | | |
| 139 00 | 10/30/94 | 05/01/07 | 42,104 00 | 93,825.53 | | 51,721.53 11/30/07 |
| U S Treasury Bill WI Due 12/21/06 Dtd 06/22/06 | | | | | | |
| 500,000 | 06/21/06 | 12/21/06 | 487,325 69 | 500,000.00 | 12,674 31 | |
| Profinium Finl Inc CD 5 300% Due 12/29/06 | | | | | | |
| 100,000 | 06/22/06 | 12/29/06 | 99,952 50 | 100,000 00 | 47 50 | |
| LaSalle Bank, NA CD Zero Cpn Due 07/19/06 | | | | | | |
| 300,000 | 07/14/06 | 01/19/07 | 73,148 50 | 76,548 54 | 3,400 04 | |
| Gannett Inc 5 50% Due 04/01/07 | | | | | | |
| 400,000 | 10/16/06 | 04/02/07 | 400,002 50 | 400,000 00 | (2.50) | |
| TCI Communications 9 650% Due 03/31/27 | | | | | | |
| 315,000 | 12/13/06 | 04/02/07 | 332,800 00 | 330,198 75 | (2,601 25) | |
| First Bk & Tr Co CD 5 450% Due 08/15/08 | | | | | | |
| 100,000 | 08/02/06 | 05/15/07 | 99,802 50 | 100,000 00 | 197 50 | |
| US Treasury Bill Due 06/21/07 | | | | | | |
| 500,000 | 12/21/06 | 06/21/07 | 487,797 57 | 500,000 00 | 12,202 43 | |
| American Enterprise Bk CD 5 30% Due 08/14/07 | | | | | | |
| 500,000 | 03/21/07 | 08/14/07 | 96,978 25 | 97,000 00 | 21 75 | |
| U S Treasury Bill Due 09/13/17 Dtd 03/15/07 | | | | | | |
| 300,000 | 08/14/07 | 09/13/07 | 298,957.17 | 300,000 00 | 1,042 83 | |
| Business Bk Skagit Cd 5 200% Due 09/28/07 | | | | | | |
| 100,000 | 11/24/06 | 09/28/07 | 99,977 50 | 100,000.00 | 22 50 | |
| Federal Home Loan Bk 5.335 Due 12/08/09 | | | | | | |
| 200,000 | 11/22/06 | 10/08/07 | 199,751 25 | 200,000 00 | 248 75 | |
| Federal Home Loan Bk 5.335 Due 12/08/09 | | | | | | |
| 200,000 | 11/22/06 | 11/06/07 | 199,751 25 | 200,000.00 | 248.75 | |
| Fed Hom Loan Mtg MTN Call 5 50% Due 11/26/10 | | | | | | |
| 300,000 | 05/21/07 | 11/26/07 | 299,852 50 | 300,000 00 | 147 50 | |
| General Motors Accp Smart Nts 7.000% Due 09/15/09 | | | | | | |
| 100,000 | 12/21/01 | 12/04/06 | 99,250 50 | 99,977 50 | | 727.00 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|---|------------------|--------------|---------------------|------------|-------------------------|------------------------|
| Countrywide Bank NA CD 4 850% Due 03/09/07 | | | | | | |
| 100,000 | 03/01/06 | 03/09/07 | 99,802 50 | 100,000 00 | | 197 50 |
| Homestreet Bank CD 4.20% Due 03/09/07 | | | | | | |
| 95,000 | 08/31/05 | 03/09/07 | 94,765 00 | 95,000.00 | | 235 00 |
| Irwin Union Bk & Tr CD 4.250% Due 03/09/07 | | | | | | |
| 95,000 | 08/31/05 | 03/09/07 | 94,836 25 | 95,000.00 | | 163 75 |
| General Motors Accp Smart Nts 7 400% Due 03/15/17 | | | | | | |
| 150,000 | 05/25/04 | 03/15/07 | 152,252 50 | 150,000 00 | | (2,252 50) |
| John Hancock Life Ins Co 3 250% Due 10/15/12 | | | | | | |
| 500,000 | 10/12/04 | 04/16/07 | 494,252 50 | 500,000 00 | | 5,747 50 |
| Lasalle Bk Midwest CD 5 20% Due 04/26/07 | | | | | | |
| 100,000 | 04/21/06 | 04/26/07 | 100,002 50 | 100,000 00 | | (2 50) |
| Bank North Georgia CD 5.250% Due 06/14/07 | | | | | | |
| 95,000 | 05/31/06 | 06/14/07 | 94,955 00 | 95,000 00 | | 45 00 |
| Charter Bank CD 5 250% Due 06/14/07 | | | | | | |
| 100,000 | 06/02/06 | 06/14/07 | 99,952 50 | 100,000 00 | | 47 50 |
| North Miami Spec Oblig 7 200% Due 07/01/12 | | | | | | |
| 200,000 | 09/12/97 | 07/02/07 | 198,502 50 | 204,000 00 | | 5,497 50 |
| St Bk Countryside CD 5 250% Due 09/14/07 | | | | | | |
| 100,000 | 05/31/06 | 09/14/07 | 99,852 50 | 100,000 00 | | 147 50 |
| Doral Bk CD 5 100% Due 09/28/07 | | | | | | |
| 100,000 | 03/27/06 | 09/28/07 | 99,752 50 | 100,000 00 | | 247 50 |
| Fed Nat'l Mrtg Assn Cpn Bonds 7 005 Due 09/30/16 | | | | | | |
| 500,000 | 09/16/04 | 10/02/07 | 497,502 50 | 500,000 00 | | 2,497 50 |
| Fed Farm CR Bk Bonds 5 350% Due 12/06/10 | | | | | | |
| 300,000 | 12/23/05 | 10/02/07 | 299,402 50 | 300,000 00 | | 597 50 |
| Fed Home Ln Bk 6 00% Due 10/15/10 | | | | | | |
| 200,000 | 08/25/06 | 10/15/07 | 198,627 50 | 200,000 00 | | 1,372 50 |
| Fed Hom Ln Mrtc Crop Stp Cpn MTN 6 00% Due 03/30/21 | | | | | | |
| 500,000 | 11/28/06 | 10/31/07 | 499,535 00 | 500,000.00 | | 465 00 |
| Fed Farm Cr Bk Bonds 6 125% Due 12/01/17 | | | | | | |
| 500,000 | 11/22/05 | 11/14/07 | 499,377 50 | 500,000 00 | | 622 50 |
| Fed Home Ln Bk Bonds 5 250% Due 10/16/13 | | | | | | |
| 500,000 | 11/02/04 | 11/14/07 | 449,440 00 | 450,000 00 | | 560 00 |
| AMERICAN EXPRESS COMPANY | | | | | | |
| 100.00 | 02/03/03 | 01/29/07 | 3,991 48 | 5,757.82 | | 1,766 34 |
| 500 00 | 03/18/03 | 01/29/07 | 19,957 43 | 28,789 11 | | 8,831 68 |
| 25.00 | 04/25/03 | 01/29/07 | 997 88 | 1,439 46 | | 441 58 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|---------------------------------------|---------------|-----------|------------------|------------|----------------------|---------------------|
| AMGEN INC | | | | | | |
| 425 00 | 04/30/04 | 01/29/07 | 20,825 85 | 29,820 78 | | 8,994 93 |
| 1300 00 | 04/30/04 | 05/11/07 | 63,702 60 | 72,530.04 | | 8,827 44 |
| 6100.00 | 06/07/04 | 05/11/07 | 264,577 92 | 267,803 27 | | 3,225 35 |
| ANHEUSER BUSCH COS INC | | | | | | |
| 450 00 | 12/16/05 | 01/29/07 | 19,917 32 | 22,845.79 | | 2,928 47 |
| 6675 00 | 12/16/05 | 01/29/07 | 295,440 20 | 335,499 72 | | 40,059 52 |
| BECTON DICKSON & CO | | | | | | |
| 275 00 | 06/01/05 | 01/29/07 | 15,912 90 | 20,522 61 | | 4,609 71 |
| BERKSHIRE HATHAWAY INC | | | | | | |
| 11 00 | 01/03/05 | 01/29/07 | 31,884 95 | 39,246.79 | | 7,361 84 |
| BROADRIDGE FINANCIAL SOLUTIONS | | | | | | |
| 1200.00 | 03/15/07 | 05/16/07 | 22,430 23 | 24,507 04 | 2,076 81 | |
| COLGATE-PALMOLIVE CO | | | | | | |
| 450 00 | 01/03/05 | 01/29/07 | 22,815 00 | 30,162 57 | | 7,347 57 |
| GENERAL ELECTRIC COMPANY | | | | | | |
| 800 00 | 10/03/05 | 01/29/07 | 24,886 40 | 28,959 11 | | 4,072 71 |
| GRAINGER W W INC | | | | | | |
| 425 00 | 02/07/06 | 01/29/07 | 30,555 72 | 32,520 85 | 1,965 13 | |
| HARLEY DAVIDSON INC | | | | | | |
| 425.00 | 12/16/05 | 01/29/07 | 22,567 74 | 29,749 08 | | 7,181 34 |
| 6275 00 | 12/16/05 | 09/07/07 | 333,205 97 | 310,444.97 | | (22,761 00) |
| ILLINOIS TOOL WORKS INC | | | | | | |
| 650 00 | 08/11/06 | 01/29/07 | 28,956 60 | 30,458 06 | 1,501 46 | |
| LABORATORY CORP OF AMER HLDGS | | | | | | |
| 450 00 | 06/07/04 | 01/29/07 | 18,909 59 | 32,471 00 | | 13,561 41 |
| MCGRAW-HILL COMPANIES | | | | | | |
| 200 00 | 06/09/04 | 01/29/07 | 7,799 83 | 13,375 58 | | 5,575 75 |
| 2750 00 | 06/09/04 | 02/27/07 | 107,247 65 | 179,783 71 | | 72,536 06 |
| MEDTRONIC INC | | | | | | |
| 225 00 | 12/02/02 | 01/29/07 | 10,914 75 | 11,850 38 | | 935 63 |
| 325 00 | 01/08/03 | 01/29/07 | 15,281 50 | 17,117 23 | | 1,835 73 |
| MICROSOFT CORP | | | | | | |
| 975.00 | 09/08/03 | 01/29/07 | 27,362 40 | 29,671 06 | | 2,308 66 |
| NIKE INC CLASS B | | | | | | |
| 350.00 | 02/24/06 | 01/29/07 | 30,392 64 | 33,696.40 | 3,303 76 | |
| 1450 00 | 02/24/06 | 03/15/07 | 125,912 36 | 153,732.98 | | 27,820 62 |
| PATTERSON COMPANIES INC | | | | | | |
| 700.00 | 06/10/04 | 01/29/07 | 26,800 03 | 25,509 31 | | (1,290 72) |
| PEPSICO INCORPORATED | | | | | | |
| 575.00 | 04/19/05 | 01/29/07 | 31,388 45 | 37,149 60 | | 5,761 15 |

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2007

Part V - Capital Gains and Losses for Tax on Investment Income

| Shares | Date Acquired | Date Sold | Acquisition Cost | Proceeds | Short Term Gain/Loss | Long Term Gain/Loss |
|--------------------------------|------------------|--------------|----------------------|----------------------|-------------------------|------------------------|
| PROCTOR & GAMBLE CO | | | | | | |
| 325 00 | 11/17/04 | 01/29/07 | 14,609 61 | 21,169.85 | | 6,560 24 |
| THE HERSHEY COMPANY | | | | | | |
| 4750 00 | 06/14/04 | 12/11/06 | 217,896 75 | 237,542 58 | | 19,645 83 |
| 3M CO | | | | | | |
| 325 00 | 05/02/06 | 01/29/07 | 27,426 56 | 25,625 46 | (1,801 10) | |
| UNITED PARCEL SERV - B | | | | | | |
| 175 00 | 01/10/06 | 01/29/07 | 13,272 32 | 12,860 35 | | (411 97) |
| WALL-MART STORES INC | | | | | | |
| 300.00 | 05/04/06 | 01/29/07 | 13,963 94 | 14,279 56 | 315 62 | |
| 4150 00 | 05/04/06 | 08/15/07 | 193,167 76 | 180,409 93 | | (12,757 83) |
| 3M CO | | | | | | |
| 2300 00 | 05/02/06 | 11/26/07 | 194,095 58 | 188,687 93 | | (5,407 65) |
| 1075.00 | 06/20/06 | 11/26/07 | 85,359 50 | 88,191 10 | | 2,831 60 |
| 400 00 | 11/06/06 | 11/26/07 | 31,824 36 | 32,815 29 | | 990 93 |
| 1050 00 | 11/06/06 | 08/15/07 | 83,054 48 | 86,140 16 | | 3,085.68 |
| TOTALS | | | 13,383,040.29 | 14,289,901.82 | 67,015.21 | 839,890.19 |

Part IV Capital Gains and Losses

906,905.40

Part VII-A, Line 11a

Schedule of Information Regarding Transfers From a Controlled Entity

| | (A) Name and address of each controlled entity | (B) Employer Identification Number | (C) Description of Transfer | (D) Amount of Transfer |
|------------------------|--|---------------------------------------|--------------------------------|---------------------------|
| a | FIDELIS CORPORATION 100 SE 2nd St , Suite 2370 Miami, FL 33131 | 59-0241300 | Dividends Payable | 55,450 00 |
| | | | Debenture Interest Payable | 4,800 00 |
| b | FIRST OF FLORIDA CORPORATION 100 SE 2nd St , Suite 2370 Miami, FL 33131 | 59-0242625 | Dividends Payable | 224,350.00 |
| | | | Debenture Interest Payable | 1,600.00 |
| c | | | | |
| | | | | |
| d | | | | |
| | | | | |
| e | | | | |
| | | | | |
| Total | | | | 286,200.00 |

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2007

Part VIII, Line 1

List of all officers, directors, trustees, foundation managers and their compensation

| Names and address | Title & average hours per week devoted to position | Compensation (if not paid, enter -0-) | Contributions to employee benefit plans & deferred compensation | Expense account, other allowances |
|---|--|---|---|---|
| Barbara A. Rickard 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127 | President/Treasurer | 59,512 88 | -0- | -0- |
| Robin Reiter-Faragalli 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127 | Vice President | -0- | -0- | -0- |
| Charles P. Sacher, PA 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127 | Secretary | -0- | -0- | -0- |
| Thomas R. Post, PA 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127 | Member | -0- | -0- | -0- |
| Jan Griffin 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127 | Member | -0- | -0- | -0- |
| Jorge Echenique 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127 | Member | -0- | -0- | -0- |
| Joelle M. Allen 100 SE 2nd St., Suite 2370 Miami, FL 33131-2127 | Executive Director 40 Hours | 109,000 08 | 15,260 00 | -0- |

Peacock Foundation, Inc.

FACT SHEET

Purpose

Established by Henry B. Peacock, Jr. in 1947, the mission of Peacock Foundation, Inc. is to enhance and promote the good health and well being of children, families, and underprivileged persons in Southeast Florida, through contributions, gifts, and grants to eligible nonprofit organizations. Our priorities include:

- Making grants to human services providers that promote youth development, assist abused or neglected children, women, and the elderly, and seek to reduce abuse, prevent homelessness, and end hunger in our community;
- Supporting educational programs in the arts and the environment, as well as special education for disabled persons;
- Contributing to medical research, health care organizations, and hospitals.

The Board is committed to Mr. Peacock's philosophies regarding the importance of strong values and moral character, of achieving self-sufficiency and in turn helping others, and of being fiscally responsible stewards of philanthropic funds.

Eligibility

All applicants must be IRS recognized 501(c)(3) public charities classified as not a private foundation; registered with the Department of Agriculture to solicit funds in Florida, when applicable; and located in and/or of significant benefit to the residents of the Southeast Florida counties of Miami-Dade, Broward, or Monroe.

Peacock Foundation, Inc. **does not fund**: capital campaigns, construction or renovation projects; deficit financing or debt reduction; conferences or festivals; fundraising events or advertising; special events or athletic events; individuals; lobbying to influence legislation; religious organizations, unless engaged in a significant project benefiting the entire community.

Review Process

In order for a proposal to be considered for funding, the applicant first must send (by U.S. Mail only) a brief letter of inquiry, less than two pages, that includes: organization mission; project description with intended outcomes; community served and grant period; and amount requested and use of funds. There is no deadline for inquiries.

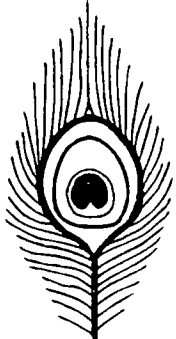
After initial staff review of eligibility and merit, *Guidelines for Grant Application* will be mailed to organizations invited to submit a full proposal. Complete proposals are presented to and reviewed by the Board of Directors four times a year.

It is only through strong partnerships with our grantees that Peacock Foundation, Inc. may accomplish its mission. We welcome your questions or concerns.

For additional information, please contact Joëlle Allen, Executive Director.

Telephone 305-373-1386
100 S.E. Second Street, Suite 2370

Fax Line 305-375-0660
Miami, Florida 33131



PEACOCK FOUNDATION, INC., EIN: 59-0999759
 Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2007

Part XV, Line 3a Supplementary Information:

Grants and Contributions Paid During the Year

TO PUBLIC CHARITIES DESIGNED AS (1) tax exempt under IRC Section 501 (c) (3), and (2) not a private foundation as defined in the IRC Section 509(a):

| PAYEE ORGANIZATION CITY, STATE | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|--|---|------------|
| Actors' Playhouse, Inc. 280 Miracle Mile Coral Gables, Florida 33134 | 2007 Education & Outreach Program | 20,000.00 |
| Alliance for Families with Deaf Children 1350 E Sunrise Blvd. Suite 105 Fort Lauderdale, FL 33304 | Deaf Family Literacy Program | 20,000 00 |
| Arts for Learning/Miami, Inc. 1900 Biscayne Blvd., Suite 201 Miami, FL 33132 | 2006-07 Get smART Program | 10,000 00 |
| Big Brother/Big Sisters of Greater Miami 701 SW 27th Ave., Suite 800 Miami, FL 33135 | Volunteer Recruitment Human Services | 25,000 00 |
| Boggy Creek Gang, Inc. 30500 Brantley Branch Road Eustis, Florida 32736 | 2007 Summer Camp | 50,000 00 |
| Broward Homebound Program, Inc. 201 E Sample Road Dearfield Beach, FL 33064 | Subsidy Program for Elderly and Disabled | 30,000.00 |
| Broward Public Library Foundation 100 S Andrews Ave Ft Lauderdale, FL 33301 | Art Culture & Education Technology | 10,000.00 |
| Citizens for a Better South Florida, Inc. 2025 SW 32nd Ave Miami, FL 33145 | Community Science Workshop | 25,000.00 |
| Coalition to End Homelessnes 1550 N Miami Ave Miami, FL 33136 | Family Specialists | 25,000 00 |
| Communities In Schools of Miami, Inc. 11900 SW 128th St , Miami, Florida 33186 | Bridges to Graduation | 30,000 00 |
| Council on Foundations 1828 L Street, NW Washington, DC 20036-5168 | 2007 Support Contribution | 5,140 00 |
| Crime Stoppers of Miami-Dade County, Inc. 1030 NW 111th Ave Miami, FL 33172 | Community Improvement | 10,000.00 |
| Dade Heritage Trust Inc. 190 S.E. 12th Terrace Miami, Florida 33131 | 2007 Dade Heritage Days | 20,000.00 |
| Daily Bread Food Bank, Inc. 5850 NW 32nd Ave Miami, Florida 33142 | General Operating Support and Backpack Program | 25,000.00 |
| Diabetes Research Institute Foundation 3440 Hollywood Blvd., Suite 100 Hollywood, Florida 33021 | Islet Cell Regeneration Program | 100,000 00 |

PEACOCK FOUNDATION, INC. FEIN: 59-0999759

FORM 990-PF

Grants and Contributions Paid During the Year Ended November 30, 2007

| PAYEE ORGANIZATION CITY, STATE | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|---|--|---------------|
| Dominican American National Foundation 2885 NW 36th St Miami, FL 33142 | Out of School Programming | 10,000.00 |
| Donors Forum of South Florida, Inc. 200 S Biscayne Blvd., Suite 3300 Miami, FL 33131 | 2007 Support Contribution | 2,250 00 |
| Easter Seals of South Florida, Inc 1475 NW 14th Ave Miami, Florida 33125 | Adult Day Services | 24,000 00 |
| The Education Fund 900 NW 125th St., Suite 10 North Miami, Florida 33161 | General Operating Support | 35,000.00 |
| Fairchild Tropical Garden 10901 Old Cutler Road Miami, Florida 33156-4296 | Explorer, Discovery and Challenge Program | 50,000.00 |
| Family Resource Center 155 South Miami Ave., Suite 500 Miami, Florida 33130 | Hurwit Emergency Shelter Program | 10,000.00 |
| Florida Baptist Family Ministries P.O. Box 8190 Lakeland, Florida 33802 | Miami Campus General Support | 5,000 00 |
| Florida Grand Opera, Inc. 1200 Coral Way Miami, Florida 33145 | 2007-2008 In-School Opera Arts Program | 15,000.00 |
| Florida Intro Physical Activity & Nutrition to Youths 1350 East Sunrise Blvd #127 Sunrise, Florida 33304 | Operation Frontline | 5,000.00 |
| GableStage Inc. 1200 Anastasia Avenue Coral Gables, Florida 33134 | 2007 Educational and Outreach Program | 30,000 00 |
| Galata, Inc. 916 North Flagler Homestead, Florida 33030 | 60+ Bringing The Gap | 10,000.00 |
| Girl Scout Council of Tropical Florida, Inc. 11347 S.W. 160th Street Miami, Florida 33157-2799 | Local Scouting Programs | 30,000 00 |
| Goodwill Industries of South Florida, Inc. 2121 N W. 21 Street Miami, Florida 33142-7382 | Job Developer and Sprit of Goodwill Band | 30,000 00 |
| Gospel Missions, Inc. P.O. Box 861029 Wahiawa, Hawaii 96786 | Christianity in China | 3,000.00 |
| Guardianship Program of Dade County, Inc. 7950 NW 53rd St., Suite 301 Miami, FL 33166 | 2007-2008 Case Management Services | 40,000 00 |
| HANDY, Inc. 101 N.E. 3rd Street Fort Lauderdale, Florida 33301 | LIFE Program | 40,000.00 |
| Humane Society of Greater Miami, Inc. 1601 W Dixie Hwy N Miami Beach, Florida 33160 | Free Spay Neuter Program | 10,000.00 |

Grants and Contributions Paid During the Year Ended November 30, 2007

| PAYEE ORGANIZATION CITY, STATE | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|---|---|------------|
| Jewish Community Services of S Florida Inc 735 NE 125th St North Miami, FL 33161 | Weekend Meals | 30,000 00 |
| Kristi House, Inc 1265 NW 12th Ave Miami, FL 33136 | Therapy Expansion Plan | 80,000.00 |
| Mercy Hospital Foundation, Inc 3663 S Miami Ave., #3408 Miami, Florida 33133 | Licensed Practical Nursing School Scholarships | 75,000 00 |
| Miami Art Museum of Dade County 101 West Flagler Street Miami, Florida 33130 | 2007-2008 Education Program | 25,000 00 |
| Miami Children's Hospital Foundation, Inc. 101 West Flagler Street Miami, Florida 33130 | Patient Safety and Quality of Care Improvement | 250,000.00 |
| Miami Children's Museum, Inc. 980 Macarthur Causeway Miami, Florida 33132 | Museum Connections School Outreach Program | 35,000 00 |
| Miami City Ballet 2200 Liberty Ave Miami Beach, FL 33139-1641 | Community Ticket Program | 25,000.00 |
| Miami Dade College Foundation, Inc. 300 NE 2nd Ave , #4102 Miami, FL 33132 | One Picture Book, One Education Community | 10,000 00 |
| Miami Jewish Home & Hospital for the Aged 5200 NE 2nd Ave Miami, FL 33137 | Learning Laboratory | 75,000.00 |
| Miami Lighthouse for the Blind 601 SW 8th Ave Miami, Florida 33130 | Low Vision Services | 47,500 00 |
| National Foundation for Teaching Entrepreneurship 7210 Red Road, Suite 207 Miami, FL 33143 | Youth Entrepreneurship | 25,000 00 |
| Neat Stuff, Inc. 2624 NW 21st Terr Miami, Florida 33142 | General Operating Support | 25,000.00 |
| The Playground Theatre for Young Audiences, Inc. 9806 NE 2nd Ave Miami Shores, FL 33138 | Education & Outreach Program | 25,000.00 |
| Rethink and Reuse Center, Inc. 7987 NW 21st St Miami, FL 33122 | General Operating Support | 10,000 00 |
| Salvation Army - Miami 1907 NW 38th St. Miami, FL 33135-0370 | Operational & Support Services | 75,000 00 |
| Senior Volunteer Services, Inc 4701 NW 33rd Ave Fort Lauderdale, FL 33309 | General Operating Support | 50,000.00 |
| South Florida Council Boys Scouts of America 15255 NW 82nd Ave Miami Lakes, FL 33016 | Scoutreach Program | 36,000.00 |

Grants and Contributions Paid During the Year Ended November 30, 2007

| PAYEE ORGANIZATION CITY, STATE | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|--|--|-----------|
| St Alban's Day Nursery, Inc. 3465 Brooker St Miami, FL 33133 | Head Start Match | 10,000.00 |
| Suited for Success, Inc. 2650 SW 27th Ave, Suite 302 Miami, FL 33133 | Youth Services Program and Human Services | 40,000.00 |
| Susan B. Anthony Center Inc. 1633 Poinciana Drive Pembroke Pines, Florida 33025 | General Operating Support | 40,000.00 |
| Switchboard of Miami, Inc. 701 SW 27th Ave., Suite 1000 Miami, FL 33135 | Mental Health Services | 50,000.00 |
| Take Stock in Children, inc. 50 N Laura St., Suite 1238 Jacksonville, Florida 32202 | Ten College Schlorships | 50,000.00 |
| Teach for America, Inc. 1541 Sunset Dr., Suite 201 Miami, Florida 33143 | 2007-2008 Miami Program | 25,000.00 |
| Voices for Children Foundation, Inc. 1500 NW 12th Ave., Suite 1117 Miami, Florida 33136 | Advocacy Project | 78,000.00 |
| Wellness Community - Greater Miami, Inc. 8609 S Dixie Highway Miami, Florida 33143 | Hispanic Outreach Coordinator | 35,000.00 |
| Women In Distress of Broward County, Inc. P.O. Box 676 Fort lauderdale, FL 33302 | Child Services | 50,000.00 |
| WPBT-2 Public Television P.O. Box 610002 Miami, Florida 33261-0002 | 2007 Great Performances Season | 40,000.00 |
| WPBT-2 Public Television P.O. Box 610002 Miami, Florida 33261-0002 | Membership | 20,000.00 |
| YMCA of Greater Miami 1200 NW 78th Ave., Suite 200 Miami, Florida 33126 | Scholarships for Seniors | 15,000.00 |
| Young at Art of Broward, Inc. 111584 W State Road 84 Davie, Florida 33325 | ArtREACH | 15,000.00 |
| YWCA of Greater Miami-Dade 351 NW 5th St., Miami, Florida 33128 | General Operating Support | 15,000.00 |
| Zoological Society of Florida, Inc. 12400 SW 152nd St. Miami, Florida 33177 | Partners in Adventure Wildlife Studies | 30,000.00 |

Part XV, Line 3a: Total Grants and Contributions 2,165,890.00