

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

2011

Department of the Treasury
Internal Revenue Service

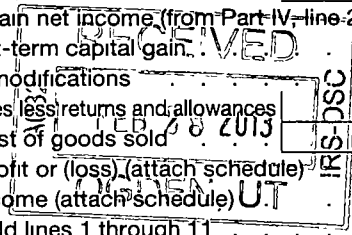
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year **2011** or tax year beginning **December 1st**, **2011**, and ending **November 30th**, **20** **12**

Name of foundation PEACOCK FOUNDATION, INC.		A Employer identification number 59-0999759
Number and street (or P O box number if mail is not delivered to street address) 100 SE 2nd Street	Room/suite 2370	B Telephone number (see instructions) 305-373-1386
City or town, state, and ZIP code MIAMI, FL 33131-2127		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 43,597,645.00	J Accounting method. <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	126,379.48	126,379.48		
	4 Dividends and interest from securities	941,320.63	922,278.96		
	5a Gross rents	49,170.83	49,170.83		
	b Net rental income or (loss) 33,414.00				
	6a Net gain or (loss) from sale of assets not on line 10	2,077,264.97			
	b Gross sales price for all assets on line 6a 17,506,615.54				
	7 Capital gain net income (from Part IV-line 2)		2,077,264.97		
	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)					
11 Other income (attach schedule)	75,533.68	75,533.68			
12 Total. Add lines 1 through 11	3,269,669.59	3,250,627.92			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	136,133.36	54,453.34		81,680.02
	14 Other employee salaries and wages	156,920.00	62,768.00		94,152.00
	15 Pension plans, employee benefits	127,878.73	51,151.48		76,727.25
	16a Legal fees (attach schedule)	3,373.94	1,821.70		1,552.24
	b Accounting fees (attach schedule)	12,000.00	4,800.00		7,200.00
	c Other professional fees (attach schedule)	197,848.86	179,848.86		18,000.00
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	77,117.44	14,064.83		107.16
	19 Depreciation (attach schedule) and depletion	5,148.43	5,148.43		
	20 Occupancy	43,556.39	17,422.56		26,133.83
	21 Travel, conferences, and meetings	1,243.21			1,243.21
	22 Printing and publications	126.14			126.14
	23 Other expenses (attach schedule)	29,841.13	11,876.33		17,964.80
	24 Total operating and administrative expenses. Add lines 13 through 23	785,187.63	403,355.53		324,866.65
	25 Contributions, gifts, grants paid	1,701,880.00			1,701,880.00
26 Total expenses and disbursements. Add lines 24 and 25	2,487,067.63	403,355.53		2,026,766.65	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	782,601.96				
b Net investment income (if negative, enter -0-)		2,847,272.39			
c Adjusted net income (if negative, enter -0-)					

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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		20,727.20	38,579.80	38,580.00
	2	Savings and temporary cash investments		3,528,499.02	1,331,342.29	1,375,281.00
	3	Accounts receivable ▶ 140,400.00				
		Less: allowance for doubtful accounts ▶		144,450.00	140,400.00	140,400.00
	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 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		7,342.70	10,759.19	10,759.00
	10a	Investments—U.S. and state government obligations (attach schedule)		4,397,425.42	3,767,069.69	4,331,483.00
	b	Investments—corporate stock (attach schedule)		27,134,819.91	30,299,612.11	34,555,114.00
	c	Investments—corporate bonds (attach schedule)		1,247,438.19	1,626,523.60	1,670,447.00
	11	Investments—land, buildings, and equipment: basis ▶ 790,000.00				
	Less: accumulated depreciation (attach schedule) ▶		790,000.00	790,000.00	1,313,000.00	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		21,951.65	21,951.65	145,065.00	
14	Land, buildings, and equipment: basis ▶ 119,451.79					
	Less: accumulated depreciation (attach schedule) ▶ 107,196.42		6,667.80	12,255.37	12,255.00	
15	Other assets (describe ▶ Sundry Deposits)		5,261.00	5,261.00	5,261.00	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		37,304,582.89	38,043,754.70	43,597,645.00	
Liabilities	17	Accounts payable and accrued expenses		52,274.51	70,770.21	
	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)		61,925.85		
	23	Total liabilities (add lines 17 through 22)		114,200.36	70,770.21	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24	Unrestricted		37,190,382.53	37,972,984.49	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)		37,190,382.53	37,972,984.49		
31	Total liabilities and net assets/fund balances (see instructions)		37,304,582.89	38,043,754.70		

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	37,190,382.53
2	Enter amount from Part I, line 27a	2	782,601.96
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	37,972,984.49
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	37,972,984.49

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				
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	2,077,264.97
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ }	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	2,066,407.74	41,747,381.00	0.049498
2009	1,980,453.15	41,294,791.00	0.047959
2008	2,258,275.93	39,045,348.00	0.057837
2007	2,429,346.81	45,844,811.00	0.052991
2006	2,400,146.19	49,793,850.00	0.048202
2	Total of line 1, column (d)		2 0.256487
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.051297
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4 42,838,277.00
5	Multiply line 4 by line 3		5 2,197,495.57
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 28,472.72
7	Add lines 5 and 6		7 2,225,968.29
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		8 2,026,766.65

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	56,945	45
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3	56,945	45
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	56,945	45
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	48,101	09
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	48,101	09
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	8,844	36
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input checked="" type="checkbox"/>	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.guidestar.org</u>	<input checked="" type="checkbox"/>	
14	The books are in care of ▶ <u>Joelle Allen & 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>33131-2927</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		<input checked="" type="checkbox"/>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	<input checked="" 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 2011?	1c	<input checked="" type="checkbox"/>
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <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 instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 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 2011.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
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 2011?	4b	<input checked="" type="checkbox"/>

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b

6b

7b

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Felix M. Vaz 100 SE 2nd St., Suite 2370, Miami, FL 33131	Controller 40 Hours	100,325 00	13,418.00	
Barbara Quesada 100 SE 2nd St., Suite 2370, Miami, FL 33131	Administrat Assistant 40 Hours	54,100 00	7,235.56	

Total number of other employees paid over \$50,000 2

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 "N/A"	
2	
3 All other program-related investments. See instructions	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	39,988,524.00
b	Average of monthly cash balances	1b	2,044,048.00
c	Fair market value of all other assets (see instructions)	1c	1,458,065.00
d	Total (add lines 1a, b, and c)	1d	43,490,637.00
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	
3	Subtract line 2 from line 1d	3	43,490,637.00
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	652,360.00
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	42,838,277.00
6	Minimum investment return. Enter 5% of line 5	6	2,141,914.00

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

1	Minimum investment return from Part X, line 6	1	2,141,914.00
2a	Tax on investment income for 2011 from Part VI, line 5	2a	56,945.45
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	56,945.45
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,084,968.55
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,084,968.55
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,084,968.55

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	2,026,766.65
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	2,026,766.65
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,026,766.65

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,084,968.55
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			2,015,120.86	
b Total for prior years: 20__ , 20__ , 20__				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ <u>2,026,766.65</u>				
a Applied to 2010, but not more than line 2a			2,015,120.86	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				11,645.79
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				2,073,322.76
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))
"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 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,
Peacock Foundation, Inc 100 SE 2nd St., Suite 2370, Miami, FL 33131-2127, Phone: (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>a <i>Paid during the year</i></p> <p>"See Schedule Attached"</p>	<p>"No Grants made to Individuals"</p>			<p>1,701,880 00</p>
<p>Total ▶ 3a</p>				<p>1,701,880 00</p>
<p>b <i>Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2012

Part I, Line 11 - Other Income:

2010 Real Property Tax Reduction	533 68	
Management Fee, Corporations	75,000 00	
Total - Part I, Line 11, Column (a)		75,533.68

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	136,133 36	40%	60%	54,453.34	81,680 02
14	Other employee salaries & wages	156,920.00	40%	60%	62,768.00	94,152.00
15	Pension Plans, Employee Benefits	127,878.73	40%	60%	51,151.48	76,727 25
16a	Legal Fees (schedule attached)	3,373.94	100%		1,821 70	1,552 24
	b Accounting fee (schedule attached)	12,000.00	40%	60%	4,800 00	7,200 00
	c Other Professional Fees (schedule attached)	197,848.86	100%		179,848 86	18,000 00
18	Taxes (schedule attached)	71,117 44			14,064 83	107 16
19	Depreciation (schedule attached)	5,148 43	100%		5,148 43	
20	Occupancy	43,556 39	40%	60%	17,422.56	26,133 83
21	Travel Conferences & Mtgs	1,243 21		100%		1,243 21
22	Printing & Publications	126.14		100%		126 14
23	Other Expenses (schedule attached)	29,841.13			11,876.33	17,964 80
	Total Operating & Administrative Expenses	785,187.63			403,355.53	324,886.65

Part I, Line 16

(a) Legal Fees:		
Employee 401(k) Pension Plan	2,587.06	
2010 Property Tax Reduction Fee	185 12	
2012 Prop Tax Adjustment Filing Fee	20.00	
2011 Property Tax Reduction Fee	581 76	
Total - Part I, Line 16a		3,373.94
(b) Accounting Fees:		
Audit of Financial Statements for FYE 11/30/11	12,000 00	
Total - Part I, Line 16b		12,000.00
(c) Other Professional Fees:		
Bank Charges	50.00	
Investments Portfolio Management Fees	179,798 86	
Total - Part I, Line 16c		197,848.86

Part I, Line 18 - Taxes:

Excise Tax on Investment Income	56,945 45	
Florida Non-Profit Annual Report Tax	61.25	
Personal Property Tax	76 52	
Real Property Tax, L19B106	14,034.22	
Total - Part I, Line 18		71,117.44

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Part I, Line 19 - Depreciation

Part II, Line 14 - Land, Bldg. & Equip. Basis

Fiscal Year Ended: November 30, 2012

Description Of Property	Date Acquired	Cost	Prior Years' Depreciation	Method	Useful Life	Depreciation FYE 11/30/12	Acc Deprec FYE 11/30/12
EQUIPMENT							
Flatware/House-wares	Oct-95	343 43	343 43	SL	5		343 43
Vacuum Cleaner/Refrigerator/Microwave Oven/ColorTV/VCR/Phone/Answering	Oct-95	1,222 90	1,222 90	SL	5		1,222 90
Typewriter, calculators, Stool, ect	Oct-95	1,356 94	1,356 94	SL	5		1,356 94
HandVac and Tri-Step Platform Ladder	Oct-95	90 39	90 39	SL	5		90 39
Fax Machine & Calculator	Apr-00	89 99	89 99	SL	5		89 99
Toshiba Laptop & HP Printer	Dec-03	2,747 00	2,747 00	SL	5		2,747 00
Computer Network	May-07	14,497 50	13,289 35	SL	5	1,208 15	14,497 50
New Computer Equipment	Jul-12	10,736 00	-	SL	5	1,490 87	1,490 87
Depreciation - Equipment						2,699.02	
Retired - Misc Computer Equipment		(2,747 00)				(2,747 00)	(2,747 00)
TOTAL EQUIPMENT		28,337.15	19,140.00			(47.98)	19,092.02
FURNITURE & FIXTURES							
Office Furniture, Installation & Accessories	Jul-95	48,978 03	48,978 03	SL	7		48,978 03
Partner Plus Phone System	Aug-95	3,827 65	3,827 65	SL	5		3,827 65
Hendredon Display Cabinet	Aug-95	4,625 00	4,625 00	SL	7		4,625 00
Storage Cabinet	Aug-95	99 99	99 99	SL	5		99 99
Neoclasis Table, Printer Stand, Mini Lap Desk, Box	Aug-95	649 00	649 00	SL	7		649 00
Audio System (Equipment/Installation)	Aug-95	2,152 80	2,152 80	SL	5		2,152 80
Labor/Hardware Install Office Drapes	Aug-95	801 00	801 00	SL	7		801 00
Office/Kitchen Furnishings	Aug-95	141 43	141 43	SL	5		141 43
Material, Table Linen, Easels	Oct-95	101 69	101 69	SL	5		101 69
Office Furn/Smith Metal	Feb-96	459 39	459 39	SL	7		459 39
Partner Mail VS (System/Srvc/Install)	Jun-97	3,900 57	3,900 57	SL	5		3,900 57
Order 96192, Office Additions/Chair	Jul-97	7,360 07	7,360 07	SL	7		7,360 07
PrinterStand for HP5 Laser	Sep-97	99 00	99 00	SL	7		99 00
Chairmats, 66x60/48x60/54x60	May-98	502 44	502 44	SL	5		502 44
Credenza	Apr-00	1,964 85	1,964 85	SL	7		1,964 85
New Security System & Door Bell	Sep-04	3,177 48	3,177 48	SL	5		3,177 48
Board Room Renovation	Apr-09	11,288 25	6,020 33	SL	5	2,257 68	8,278 01
Replace Kitchen Carpet	Jul-09	986 00	794 27	SL	3	191 73	986 00
TOTAL FURNITURE & FIXTURES		91,114.64	85,654.99			2,449.41	88,104.40

Part I, Line 19 - Depreciation

5,148.43

Part II, Line 14 - Land, buildings & Equipment Basis

119,451.79

Less: Accumulated Depreciation

107,196.42

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2012

Part I, Line 23 - Other Expenses:

	TOTAL (a)	Time Basis Allocation %		Net Investment Income (b)	Disbursements for Charitable Purposes (d)
		(b)	(d)		
Board Meetings	7,460.76	40%	60%	2,984.30	4,476.46
Membership Dues:					
<i>Association of Small Foundations</i>	695.00		100%		695.00
<i>Council of Foundations</i>	500.00		100%		500.00
Insurance, Directors & Officers	2,364.99	40%	60%	946.00	1,418.99
Insurance, Office	3,779.95	40%	60%	1,511.98	2,267.97
Insurance, Property - L19B106	935.73	100%		935.73	-
Office Expenses	1,077.47	40%	60%	430.99	646.48
Office Supplies	667.67	40%	60%	267.07	400.60
Parking Vendors	740.00	40%	60%	296.00	444.00
Postage	248.90	40%	60%	99.56	149.34
Rents Paid, Leased Equipment	1,427.44	40%	60%	570.98	856.46
Repairs and Maintenance, Equipment	8,869.33	40%	60%	3,547.73	5,321.60
Site Visits	333.79		100%		333.79
Stationary and Printing	715.00	40%	60%	286.00	429.00
Sundry Expense	25.10			-	25.10
Total - Part I, Line 23	29,841.13			11,876.33	17,964.80

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:			
Ceramics & Paintings	21,951.65		145,065.00
Total - Part II, Line 13	21,951.65	-	145,065.00

Part II, Line 14 - Land, building & equipment

	Book Value	Acc Deprec	NET
Equipment & Furniture			
Office Equipment	28,337.15	19,092.02	9,245.13
Office Furniture and Fixtures	91,114.64	88,104.40	3,010.24
Total - Part II, Line 14	119,451.79	107,196.42	12,255.37

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2012

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			
U S Treasury Bond 8.00% Due 11/15/21	50,000	50,000.00	78,152.50
Missouri St Enviro Impt Energy Res Auth 4.625% Due 11/01/17	100,000	94,327.50	103,928.00
Missouri St Enviro Impt Energy Res Auth 4.750% Due 11/01/18	100,000	93,307.50	103,856.00
Massachusetts Edl Fing Auth Ser J Cpn 5.00% Due 07/01/23	200,000	198,600.00	220,490.00
Klickitat Cnty WA Pub Util Dist 4 4.165% Due 12/01/15	150,000	151,058.50	160,233.00
Jea Fl W&S Sys Rev Ser B 5.200% Due 10/01/19	500,000	500,002.50	583,950.00
Baltimore MD Taxbl 4.189% Due 10/15/19	200,000	200,002.50	230,918.00
Baltimore MD Taxbl 4.189% Due 10/15/19	100,000	100,002.50	115,459.00
Kentucky St Ppty & Bldgs Comm Ser B/E 3.509% Due 11/01/19	250,000	251,382.50	266,145.00
Independence KS Indl Dev 8.110% Due 06/15/20	200,000	207,902.00	205,254.00
Ohio St Bldg Auth St Facs Admin Bldg B 5.130% Due 10/01/22	400,000	400,002.50	457,764.00
New York NY Ser D 1 Build Amer Bds 5.199% Due 12/01/22	250,000	244,377.50	304,372.50
Orange Cnty CA Sales Tax Meas 6.063% Due 02/15/23	265,000	265,041.69	314,443.70
Milwaukee Cnty WI Txbl Corp Purp Ser A 5.00% Due 10/01/24	500,000	499,377.50	570,900.00
Hampton Cnty Sc Sch Dist Txbl 6.250% Due 06/01/28	250,000	253,435.00	314,617.50
Jersey City NJ Taxable Gen Impt B Agm 7.125% Due 11/01/36	250,000	258,250.00	301,000.00
Total Part II, Line 10a --- U.S. & State Government Obligations		3,767,069.69	4,331,483.20

(b) Investments---Corporate Stock

Alexander & Baldwin Inc (ALEX)	3,100	86,817.18	92,566.00
Allegheny Technologies Inc (ATI)	2,710	75,311.17	70,947.80
Amerco Inc (UHAL)	650	75,367.11	78,006.50
Atlas Air Worldwide Hldngs (AAWW)	2,570	116,110.43	111,229.60
Avnet Inc (AVT)	3,410	58,379.65	99,878.90
WR Berkley Corp (WRB)	1,930	74,430.64	76,717.50
CIT Group Inc (CIT)	3,170	119,836.14	117,448.50
Cabot Corp (CBT)	2,510	92,399.88	94,702.30
Caseys Genl Stores Inc (CASY)	2,320	86,031.54	114,608.00
Comerica Incorporated (CMA)	4,120	123,277.91	121,910.80
Discover Financial Service (DFS)	2,710	109,341.45	112,763.10
Encore Wire Corp (WIRE)	2,380	43,476.01	74,589.20
Foot Locker (FL)	3,380	66,509.74	121,139.20
Hyatt Hotels Corp (H)	3,050	108,355.83	111,325.00
Intrepid Potash Inc (IPI)	4,260	96,081.41	90,652.80
Investors Bancorp Inc (ISBC)	4,250	58,686.43	72,760.00
Kaiser Aluminum Corp (KALU)	2,110	86,843.35	128,435.70
Key Corp New (KEY)	8,850	75,055.08	71,508.00
Leucadia National Corp (LUK)	4,330	93,601.28	95,909.50
MDC Holdings Inc (MDC)	3,120	94,530.63	109,948.80
Men's Wearhouse (MW)	2,450	54,828.30	79,478.00
Molex Inc CL A (MOLXA)	3,970	59,307.52	86,188.70
Owens Corning Inc (OC)	2,710	93,350.35	93,711.80
Plains All American Pipeline (PAA)	1,630	74,231.34	75,925.40
Pioneer Natural Resources Co (PXND)	870	93,731.54	93,090.00
Plexus Corp (PLXS)	2,015	58,466.78	46,647.25
Plum Creek Timber (PCL)	3,000	129,469.50	128,550.00

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2012

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

Securities Description	Number of Shares	Book Value	Fair Market Value
Range Resources Corp (RRC)	850	56,615.53	54,417.00
Raymond James Financial (RJF)	2,410	56,589.10	90,977.50
Schnitzer Steel Industries (SCHN)	1,740	54,756.13	49,050.60
Seacor Smit Inc. Common (CKH)	870	74,894.56	78,822.00
Spirit Aerosystems Hld CL A (SLG)	3,052	53,581.89	48,069.00
Tech Data Corp (TECD)	1,220	56,711.94	53,887.40
Trinity Industries Inc (TRN)	4,200	87,203.08	133,434.00
Universal American Corp (UAM)	3,850	35,140.88	31,916.50
Vail Resorts Inc (MTN)	1,990	93,512.48	112,076.80
Visteon Corp New (VC)	2,380	118,070.93	119,238.00
White Mountains Ins Group (WTM)	250	128,214.83	128,815.00
AT & T Inc (T)	3,612	96,079.55	123,277.56
Agilent Technologies (A)	1,400	54,022.22	53,606.00
Allstate Corp (ALL)	1,600	30,497.92	64,768.00
American Express Company (AXP)	1,500	64,393.49	83,850.00
Amerisourcebergen Corp (ABC)	2,400	57,136.09	101,328.00
Apache Corp Common (APA)	1,000	101,232.50	77,090.00
Bank New York Mellon Corp (BK)	2,600	82,128.68	62,244.00
Baxter International Inc (BAX)	1,600	72,762.40	106,032.00
Beam Inc (BEAM)	900	48,331.22	50,499.00
Borg Warner Inc (BWA)	800	49,786.40	53,040.00
CBS Corp Class B Common (CBS)	1,500	49,092.45	53,970.00
Chevron Corporation (CVX)	1,300	75,932.33	137,397.00
ConocoPhillips (COP)	1,269	66,632.27	72,256.86
Deere & Co (DE)	1,000	75,101.80	84,050.00
Dover Corp Common (DOV)	1,500	69,051.66	95,385.00
EMC Corporation (EMC)	2,700	56,799.36	67,014.00
Ebay Inc (EBAY)	1,800	42,147.00	95,076.00
Express ScriptsHldg Co (ESRX)	1,300	66,726.53	70,005.00
Freeport-McMoran Cooper (FCX)	2,800	91,101.84	109,228.00
General Electric Company (GE)	7,400	86,020.29	156,362.00
Goldman Sachs Group Inc (GS)	500	66,531.60	58,895.00
Halliburton Company (HAL)	1,900	69,640.93	63,365.00
Hess Corporation (HES)	1,600	80,480.32	79,376.00
Honeywell International Inc (HON)	1,300	45,357.00	79,729.00
Intel Corp (INTC)	2,900	64,107.69	56,738.50
JPMorgan Chase & Co (JPM)	2,400	98,506.42	98,592.00
Kohls Corp (KSS)	1,000	54,909.70	44,650.00
Laboratory Corp of Amer Hldgs (LH)	600	44,713.50	50,754.00
Microsoft Corp (MSFT)	2,300	52,123.86	61,214.50
The Mosaic Company (MOS)	900	52,111.44	48,654.00
Nextera Energy Inc (NEE)	1,200	52,767.73	82,452.00
Occidental Pete Corp (DE) (OXY)	700	61,687.01	52,647.00
Oracle Corporation (ORCL)	2,000	65,714.19	64,350.00
Philip Morris International Inc (PM)	800	40,328.00	71,904.00
Procter & Gamble Co (PG)	1,000	65,274.20	69,830.00
Public SVC Enterprise Group (PEG)	2,300	63,275.64	69,207.00

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2012

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

Securities Description	Number of Shares	Book Value	Fair Market Value
Quest Diagnostics Inc (DGX)	600	29,896.20	34,668.00
Sandisk Corporation (SNDK)	1,400	69,872.42	54,740.00
Time Warner Cable (TWC)	800	41,805.44	75,912.00
US Bancorp New (USB)	1,900	55,157.00	61,294.00
United Technologies Corp (UTX)	1,000	61,414.34	80,110.00
Wal-Mart Stores (WMT)	1,700	88,846.61	122,434.00
Watson Pharmaceuticals Inc (WPI)	900	24,349.14	79,209.00
Wells Fargo Company (WFC)	4,100	120,097.61	135,341.00
Davidson Kemper Institutional Partners		3,093,687.00	3,312,035.34
Pimco Total Return Fund Inst CL (PTTRX)	223,285.103	2,435,529.65	2,594,572.89
First Eagle Overseas I	31,121.281	679,999.99	709,876.41
Harding Loevner Int'l Equity Portfolio	89,857.046	1,320,000.01	1,401,769.91
Vanguard 500 Index Fund Signal	29,042.066	3,088,469.54	3,145,546.16
Arbitrage Fund I (ARBFX)	34,351.145	450,000.00	443,473.28
FPA New Income Inc (FPINX)	28,381.010	302,253.52	301,406.32
FPA Crescent Fund (FPACX)	26,852.846	749,999.99	772,824.90
IVY Asset Strategy Fund I (IVAEX)	24,429.967	599,999.99	638,110.73
Legg Mason BW Global Opportunities Bond I (GOBIX)	153,877.842	1,763,575.75	1,801,909.52
Pimco All Asset All Authority Inst (PAUX)	75,792.299	829,311.90	860,242.59
RS Global Natural Resources Y (RSNYX)	4,209.935	150,000.00	154,967.70
American Int'l Grp Inc Jr Sub Deb Ser A5 7.70% Due 12/18/62 (AVF)	6,000	150,000.00	153,600.00
Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)	300	5,628.40	7,503.00
Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)	300	5,630.58	7,503.00
Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)	1,400	26,266.85	35,014.00
Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)	1,000	10,893.50	25,010.00
Bank of Amer 8.20% Non-Cum Per Pfd Ser H (BAC'H)	4,000	100,000.00	101,800.00
Capital One 7.50% TRUPS Due 06/15/2066 (COF'B)	3,000	75,000.00	76,590.00
Dominion Res Inc 8.375% \$25 par Jr Sub Note Ser A (DRU)	4,000	100,000.00	111,280.00
Tortoise Energy Cap Corp Man Red Pfd 6.25% Due 12/31/19 (TYG'A)	3,950	41,672.50	40,092.50
Tortoise Energy Cap Corp Man Red Pfd 6.25% Due 12/31/19 (TYG'A)	500	5,285.00	5,075.00
Tortoise Energy Cap Corp Man Red Pfd 6.25% Due 12/31/19 (TYG'A)	2,300	24,357.00	23,345.00
US Bancorp Dep Dep Shr Repstg 1/1000th Pfd Ser G Perp (USB'N)	10,000	254,600.00	275,800.00
Wells Fargo Cap 7.875% Cap XII Due 3/15/2068 (BWF)	6,000	150,000.00	155,040.00
American Express Company (AXP)	2,525	125,251.86	141,147.50
Apple Inc (APPL)	611	210,751.52	357,606.08
Berkshire Hathaway Inc (BRK'B)	3,335	250,946.59	293,746.80
Coach Inc (COH)	2,820	150,064.83	163,108.80
Cognizant Technology Corp CL A (CTSH)	2,785	160,695.69	187,235.55
Cummins Inc (CMI)	2,155	194,688.16	211,534.80
E M C Corp Mass (EMC)	4,745	134,640.19	117,770.90
Expeditors Int'l Wash Inc (EXPD)	3,940	157,747.75	147,434.80
Express Scripts Inc (ESRX)	3,375	130,738.85	181,743.75
Gilead Science Inc (GILD)	2,015	81,336.99	151,125.00
Google Inc CL A (GOOG)	299	169,570.80	208,812.63
Monster Beverage Corp (MNST)	1,990	91,016.23	103,579.50
National Oilwell Varco Inc (NOV)	1,355	70,375.16	92,546.50
Perrigo Company (PRGO)	925	78,382.86	95,737.50
Priceline.com Inc (PCLN)	187	110,677.75	124,016.53
Qualcomm Inc (QCOM)	3,900	225,022.14	248,118.00

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2012

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

Securities Description	Number of Shares	Book Value	Fair Market Value
Schlumberger Ltd (SLB)	1,715	103,641.67	122,828.30
Schwab Charles Corp New (SCHW)	12,490	156,678.74	163,619.00
Stericycle Inc (SRCL)	1,130	103,579.37	105,621.10
Varian Medical Systems (VAR)	2,915	187,753.97	201,601.40
Verisk Analytics Inc CL A (VRSK)	2,480	79,433.80	123,603.20
Visa Inc Class A (V)	940	74,257.45	140,727.40
Fidelis Corporation		1,542,863.00	1,976,862.13
First of Florida Corporation		3,374,272.00	4,856,712.20
Total Part II, Line 10b, Investments---Corporate Stock		30,299,612.11	34,555,114.00

(c) Investments---Corporate Bonds

Genl Elec Cap Corp Pfd Ser A Fxd to Var 7.125% Dtd 06/12/12		207,250.00	225,270.00
Ingersoll Rand GL Hld Co GTD Senior Note 6.00% Due 08/15/13		110,431.50	114,148.10
Safeway Inc Note 4.75% Fur 12/01/21		149,041.50	155,485.50
Hewlett Packard Global Note 4.650% Due 12/09/21		199,996.00	193,476.00
PPL Capital Fund Inc GTD Sr Note 4.20% Due 6/15/22		253,115.00	266,242.50
Genl Elec Cap Corp Internotes 4.00% Due 12/30/26		149,214.60	152,188.50
Dominion Resource Cap Tr 1 Cap Sec 7.830% Due 12/01/27		102,350.00	101,091.00
Dominion Resource Cap Tr 1 Cap Sec 7.830% Due 12/01/27		51,125.00	50,545.50
U S West Communications Inc 7.125% Due 11/15/93		404,000.00	412,000.00
Total Part II, Line 10c, Investments---Corporate Bonds		1,626,523.60	1,670,447.00

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
American Railcar Industries Ltd						
900.00	02/12/08	05/01/12	19,048.59	24,634.96		5,586.37
410	02/12/08	08/16/12	8,677.68	12,322.48		3,644.80
80	02/12/08	09/24/12	1,693.21	2,444.55		751.34
170	02/26/08	09/24/12	4,321.40	5,194.67		873.27
640	07/13/08	11/06/12	14,105.34	18,456.03		4,350.69
840	08/04/08	11/06/12	18,235.48	24,223.54		5,988.06
1,350	09/04/08	11/06/12	20,470.32	38,930.70		18,460.38
560	09/16/10	11/06/12	8,080.30	16,149.03		8,068.73
270	02/26/08	11/06/12	6,863.40	7,786.14		922.74
Analogic Corp New 9/11						
50.00	08/21/06	05/01/12	2,591.98	3,417.32		825.34
330.00	11/01/06	05/01/12	15,800.68	19,137.04		3,336.36
530	11/01/06	11/05/12	29,908.43	38,700.79		8,792.36
230	02/12/09	11/05/12	6,791.51	16,794.68		10,003.17
300	02/17/09	11/05/12	9,094.71	21,906.11		12,811.40
Anderson Inc						
500	09/19/12	11/05/12	19,010.85	19,906.25	895.40	
11	09/25/12	11/05/12	408.26	437.94	29.68	
30	09/25/12	11/05/12	1,113.90	1,194.38	80.48	
37	09/26/12	11/05/12	1,375.66	1,473.06	97.40	
35	09/28/12	11/05/12	1,299.20	1,393.44	94.24	
33	09/26/12	11/05/12	1,225.18	1,313.81	88.63	
18	09/28/12	11/05/12	679.28	716.63	37.35	
35	10/03/12	11/05/12	1,322.30	1,393.44	71.14	
321	10/03/12	11/05/12	12,153.22	12,779.81	626.59	
210	10/31/12	11/05/12	8,249.89	8,360.62	110.73	
Avnet Inc						
1,280	10/22/08	04/27/12	21,727.11	46,884.19		25,157.08
280	10/22/08	05/01/12	4,752.80	10,176.96		5,424.16
BankUnited Inc						
611	05/01/12	11/05/12	15,106.49	14,300.56	(805.93)	
209	04/30/12	11/05/12	5,143.87	4,891.68	(252.19)	
620	05/10/12	11/05/12	15,053.91	14,511.21	(542.70)	
730	05/30/12	11/05/12	17,349.91	17,085.78	(264.13)	
170	06/14/12	11/05/12	3,898.10	3,978.88	80.78	
30	06/15/12	11/05/12	700.47	702.16	1.69	
149	06/19/12	11/05/12	3,564.08	3,487.37	(76.71)	
100	06/19/12	11/05/12	2,385.37	2,340.52	(44.85)	
221	06/22/12	11/05/12	5,222.14	5,172.54	(49.60)	
Cabot Oil & Gas						
55	10/21/09	01/19/12	2,259.99	3,546.73		1,286.74
175	10/22/09	01/19/12	6,909.44	11,285.06		4,375.62
145	10/22/09	01/20/12	5,724.96	8,877.81		3,152.85
170	12/21/09	01/20/12	7,546.54	10,408.47		2,861.93
130	12/28/09	01/20/12	5,925.05	7,959.42		2,034.37
95	01/04/10	01/20/12	4,382.05	5,816.51		1,434.46
185	01/04/10	01/23/12	8,533.45	12,079.78		3,546.33
115	05/10/10	01/23/12	3,848.62	7,509.06		3,660.44

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
15	05/10/10	01/24/12	501.99	959.69		457.70
155	06/16/10	01/24/12	5,938.83	9,916.80		3,977.97
145	06/16/10	01/27/12	5,555.67	9,487.60		3,931.93
Capitalsource Inc						
822	09/02/11	08/13/12	5,101.50	5,805.16	703.66	
570	09/06/11	08/13/12	3,548.25	4,025.47	477.22	
175	09/07/11	08/13/12	1,131.99	1,235.89	103.90	
11	09/15/11	08/13/12	73.88	77.68	3.80	
631	09/01/11	08/13/12	4,016.63	4,456.27	439.64	
911	09/01/11	08/14/12	5,798.97	6,485.71	686.74	
81	09/15/11	08/20/12	539.87	554.16	14.29	
656	09/19/11	08/20/12	4,483.37	4,487.99	4.62	
328	09/16/11	08/20/12	2,226.33	2,243.99	17.66	
416	09/20/11	08/20/12	2,868.36	2,846.04	(22.32)	
171	01/13/12	08/20/12	1,162.17	1,169.89	7.72	
948	09/15/11	08/20/12	6,367.24	6,485.69	118.45	
1,749	01/13/12	09/28/12	11,886.73	12,138.84	252.11	
810	01/31/12	09/28/12	5,619.70	5,621.76	2.06	
Carrizo Oil & Gas Inc						
210	03/19/10	01/23/12	5,081.36	5,146.17		64.81
470	03/25/10	01/23/12	10,848.54	11,517.65		669.11
290	03/25/10	05/25/12	6,693.78	6,993.24		299.46
170	04/15/10	05/25/12	4,026.30	4,099.50		73.20
210	04/15/10	11/05/12	4,973.66	5,445.64		471.98
500	05/20/10	11/05/12	8,600.40	12,965.81		4,365.41
140	06/04/10	11/05/12	2,726.99	3,630.43		903.44
1,010	06/08/10	11/05/12	17,935.78	26,190.93		8,255.15
460	09/30/11	11/05/12	10,028.60	11,928.54		1,899.94
860	08/30/12	11/05/12	21,221.79	22,301.19	1,079.40	
250	09/12/12	11/05/12	6,816.05	6,482.90	(333.15)	
120	09/12/12	11/05/12	3,271.20	3,111.79	(159.41)	
470	06/04/10	11/05/12	9,154.90	12,187.86		3,032.96
Caseys Genl Stores Inc						
310	03/30/09	05/01/12	8,310.55	17,746.91		9,436.36
Chicos Fas Inc						
1,500	04/13/09	05/01/12	10,466.25	23,513.02		13,046.77
620	04/13/09	11/05/12	4,326.05	12,015.33		7,689.28
790	05/29/09	11/05/12	7,649.41	15,309.86		7,660.45
990	11/01/10	11/05/12	9,615.57	19,185.77		9,570.20
1,650	11/04/10	11/05/12	16,811.03	31,976.28		15,165.25
1,550	11/09/10	11/05/12	16,666.38	30,038.33		13,371.95
1,260	02/01/12	11/05/12	14,790.64	24,418.24	9,627.60	
Commonwelth Reit						
570	02/15/12	09/10/12	11,795.29	8,422.36	(3,372.93)	
200	02/15/12	09/12/12	4,138.70	3,054.07	(1,084.63)	
201	05/16/12	09/14/12	3,707.99	3,130.12	(577.87)	
122	02/15/12	09/14/12	2,524.60	1,899.49	(625.11)	
68	02/15/12	09/14/12	1,407.16	1,058.94	(348.22)	
130	05/16/12	09/18/12	2,397.85	1,978.85	(419.00)	

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
529	05/16/12	09/18/12	9,758.83	8,052.42	(1,706.41)	
Core-Mark Holding Co Inc						
82	09/29/10	05/13/12	2,541.67	3,578.54		1,036.87
468	09/29/10	11/06/12	14,506.08	22,298.06		7,791.98
290	10/02/10	11/06/12	9,619.30	13,817.17		4,197.87
240	12/22/10	11/06/12	8,804.76	11,434.90		2,630.14
320	01/19/11	11/06/12	10,956.42	15,246.54		4,290.12
440	03/04/11	11/06/12	14,845.60	20,963.99		6,118.39
564	03/15/11	11/06/12	19,023.72	26,872.02		7,848.30
66	03/15/11	11/06/12	2,219.03	3,144.60		925.57
Deltic Timber Corp						
210	03/06/06	05/01/12	10,802.93	13,049.21		2,246.28
1,140	03/29/06	11/05/12	64,430.41	76,762.92		12,332.51
350	03/03/06	11/05/12	18,004.87	23,567.56		5,562.69
290	07/28/08	11/05/12	17,067.05	19,527.41		2,460.36
Denbury Resources Inc						
203	12/04/08	05/16/12	1,783.32	3,281.42		1,498.10
1,370	11/28/08	05/16/12	12,843.47	21,762.64		8,919.17
177	12/04/08	05/16/12	1,554.91	2,811.67		1,256.76
350	12/04/08	05/17/12	3,074.67	5,434.81		2,360.14
720	12/09/08	05/17/12	6,576.06	11,180.20		4,604.14
570	12/09/08	05/21/12	5,206.03	8,871.22		3,665.19
460	12/08/09	05/21/12	6,204.62	7,159.24		954.62
100	12/08/09	05/24/12	1,348.83	1,518.64		169.81
640	07/30/10	05/24/12	10,156.10	9,719.33		(436.77)
360	09/29/11	05/24/12	4,309.70	5,467.13	1,157.43	
Encore Wire Protection						
650	07/18/08	11/06/12	14,125.59	20,793.16		6,667.57
360	07/28/08	11/06/12	6,583.50	11,516.21		4,932.71
Endeavor Int'l Corp						
114	07/18/11	11/30/11	1,689.07	781.53	(907.54)	
100	07/18/11	11/30/11	1,481.64	681.33	(800.31)	
345	07/18/11	12/01/11	5,111.62	2,396.76	(2,714.86)	
21	07/19/11	12/01/11	292.22	145.90	(146.32)	
133	07/19/11	12/02/11	1,850.70	939.47	(911.23)	
161	07/19/11	12/01/11	2,240.32	1,116.50	(1,123.82)	
76	07/19/11	12/05/11	1,057.54	534.24	(523.30)	
47	07/19/11	12/05/11	654.01	336.98	(317.03)	
34	07/19/11	12/06/11	473.11	233.91	(239.20)	
56	07/19/11	12/06/11	779.24	386.65	(392.59)	
37	07/19/11	12/07/11	514.84	246.49	(268.35)	
37	07/20/11	12/07/11	514.01	247.60	(266.41)	
68	07/20/11	12/08/11	944.67	456.27	(488.40)	
68	07/20/11	12/08/11	944.67	455.74	(488.93)	
43	07/20/11	12/09/11	597.36	295.18	(302.18)	
93	07/20/11	12/09/11	1,291.97	640.83	(651.14)	
57	07/20/11	12/09/11	791.85	390.44	(401.41)	
33	07/20/11	12/12/11	458.44	214.61	(243.83)	
32	07/20/11	12/13/11	444.55	198.48	(246.07)	

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
146	07/20/11	12/14/11	2,028.24	922.41	(1,105.83)	
62	07/20/11	12/14/11	861.31	384.04	(477.27)	
48	08/05/11	12/14/11	467.96	291.83	(176.13)	
61	07/20/11	12/15/11	847.40	392.21	(455.19)	
51	08/05/11	12/15/11	497.21	327.93	(169.28)	
96	08/05/11	12/16/11	935.92	621.48	(314.44)	
260	08/05/11	12/16/11	1,453.56	1,061.72	(391.84)	
Enstar Group Ltd						
170	03/17/10	05/01/12	11,730.91	16,048.00		4,317.09
90	03/17/10	10/25/12	6,210.47	8,996.76		2,786.29
28	05/04/10	10/25/12	1,836.82	2,798.99		962.17
100	05/04/10	10/31/12	6,560.06	9,798.01		3,237.95
570	06/09/12	11/05/12	37,064.14	56,587.87		19,523.73
172	05/04/10	11/05/12	11,283.30	17,075.64		5,792.34
EV Energy Partner						
400	03/29/11	05/29/12	20,431.08	21,147.92		716.84
20	03/29/11	06/08/12	1,021.55	1,009.16		(12.39)
117	03/30/11	06/08/12	6,150.54	5,903.62		(246.92)
51	03/30/11	06/08/12	2,681.01	2,640.98		(40.03)
72	03/30/11	06/11/12	3,784.95	3,689.73		(95.22)
180	03/30/11	11/06/12	9,462.35	11,772.24		2,309.89
380	04/01/11	11/06/12	20,542.91	24,852.50		4,309.59
230	04/07/12	11/06/12	12,636.29	15,042.31		2,406.02
180	04/13/11	11/06/12	9,707.63	11,772.24		2,064.61
Foot Locker Inc						
450	02/22/11	04/12/12	8,617.37	13,709.17		5,091.80
640	02/22/11	05/01/12	12,255.81	19,827.26		7,571.45
63	02/22/11	06/18/12	1,206.44	1,858.86		652.42
127	02/22/11	06/19/12	2,432.01	3,774.92		1,342.91
Gatx Corp						
120	06/26/09	02/01/12	3,007.25	5,234.04		2,226.79
130	06/26/09	02/06/12	3,257.86	5,584.07		2,326.21
570	06/26/09	05/01/12	14,284.41	24,746.04		10,461.63
360	07/07/09	05/01/12	8,925.74	15,629.09		6,703.35
56	07/07/09	06/19/12	1,388.45	2,172.77		784.32
34	07/07/09	06/19/12	842.98	1,306.41		463.43
17	08/04/09	06/19/12	439.54	653.22		213.68
143	08/04/09	06/25/12	3,697.24	5,139.06		1,441.82
246	10/29/09	06/25/12	6,847.58	8,840.63		1,993.08
200	10/29/09	11/05/12	5,567.14	8,353.63		2,786.49
400	07/06/09	11/05/12	10,503.72	16,707.26		6,203.54
360	07/13/10	11/05/12	10,219.43	15,036.54		4,817.11
664	08/03/10	11/05/12	18,917.23	27,734.06		8,816.83
P H Glatfelter Company						
1,130	05/17/12	11/05/12	16,748.86	19,286.97	2,538.11	
980	06/08/12	11/05/12	15,535.06	16,726.75	1,191.69	
1,000	06/14/12	11/05/12	16,072.20	17,068.11	995.91	
1,170	07/12/12	11/05/12	19,299.15	19,969.69	670.54	
198	09/13/12	11/05/12	3,553.55	3,379.49	(174.06)	

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
169	09/13/12	11/05/12	2,988.80	2,884.51	(104.29)	
120	10/19/12	11/05/12	2,099.72	2,048.17	(51.55)	
1,710	10/23/12	11/05/12	31,094.47	29,186.48	(1,907.99)	
Healthcare Svcs Group Inc						
1,860	08/15/05	05/01/12	14,359.20	39,938.14		25,578.94
2,925	03/20/06	11/05/12	26,777.79	70,287.92		43,510.13
2,220	08/15/05	11/05/12	17,138.40	53,346.74		36,208.34
International Speedway Corp CL A						
740	12/17/10	04/19/12	18,823.98	19,610.74		786.76
30	12/17/10	05/01/12	763.13	805.36		42.23
110	01/19/11	05/01/12	3,171.32	2,953.00		(218.32)
96	01/19/11	08/02/12	2,767.69	2,493.06		(274.63)
6	01/19/11	08/02/12	172.98	155.69		(17.29)
67	01/19/11	08/03/12	1,931.61	1,725.47		(206.14)
51	01/19/11	08/16/12	1,470.33	1,293.31		(177.02)
590	02/07/11	08/16/12	17,164.75	14,961.83		(2,202.92)
560	03/01/11	08/16/12	15,414.00	14,201.05		(1,212.95)
670	03/31/11	08/27/12	20,051.36	17,366.01		(2,685.35)
Intrepid Potash						
760	04/12/12	11/05/12	17,770.09	16,534.11	(1,235.98)	
360	04/25/12	11/05/12	8,698.90	7,831.95	(866.95)	
Investors Bancorp Inc						
2,100	04/10/06	05/01/12	28,427.28	32,488.58		4,061.30
2,650	04/10/06	11/06/12	35,872.51	45,967.98		10,095.47
Kaiser Aluminium Corp New						
50	10/27/08	02/10/12	1,246.92	2,473.97		1,227.05
120	10/27/08	05/01/12	2,992.59	6,407.13		3,414.54
190	10/30/08	05/01/12	5,861.04	10,144.63		4,283.59
190	11/10/08	05/01/12	5,970.24	10,144.64		4,174.40
130	11/10/08	06/08/12	4,084.90	6,149.24		2,064.34
220	12/09/08	06/08/12	4,843.72	10,406.43		5,562.71
20	10/19/09	06/08/12	842.23	946.04		103.81
Leucadia National Corp						
420	08/15/05	10/24/12	8,485.59	9,579.22		1,093.63
450	08/15/05	10/31/12	9,091.70	10,191.60		1,099.90
Marcus Corp						
1,530	03/23/06	11/05/12	26,859.15	16,786.78		(10,072.37)
1,590	07/14/10	11/05/12	16,109.72	17,445.09		1,335.37
1,010	08/23/10	11/05/12	11,299.27	11,081.47		(217.80)
Materion Corp						
720	02/07/12	11/05/12	22,965.77	15,255.23	(7,710.54)	
480	02/28/12	11/05/12	14,920.80	10,170.16	(4,750.64)	
960	03/29/12	11/05/12	27,171.46	20,340.31	(6,831.15)	
630	05/25/12	11/05/12	14,418.31	13,348.33	(1,069.98)	
Matson Inc						
230	04/13/12	08/15/12	5,323.45	5,923.10	599.65	
360	04/26/12	08/15/12	8,821.78	9,271.04	449.26	
80	05/10/12	08/15/12	1,912.62	2,060.20	147.58	
610	06/01/12	08/15/12	14,602.05	15,709.27	1,107.22	

PEACOCK FOUNDATION, INC., EIN: 59-0999759

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Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
MDC Holdings Incorporated						
320	05/25/12	11/21/12	9,228.19	11,161.34	1,933.15	
Mens Warehouse						
860	09/03/08	03/23/12	19,703.97	33,606.55		13,902.58
70	09/10/08	03/23/12	1,673.35	2,735.42		1,062.07
130	09/10/08	05/01/12	3,107.64	4,890.49		1,782.85
Molex Inc CL A						
230	01/22/09	05/01/12	2,798.23	5,259.68		2,461.45
Navigators Group						
270	07/20/11	11/05/12	13,167.58	14,034.42		866.84
84	09/01/11	11/05/12	3,720.08	4,366.26		646.18
49	09/20/11	11/05/12	2,099.55	2,546.99		447.44
21	09/06/11	11/05/12	884.73	1,091.57		206.84
129	09/09/11	11/05/12	5,466.06	6,705.33		1,239.27
52	09/08/11	11/05/12	2,268.56	2,702.93		434.37
99	09/16/11	11/05/12	4,402.53	5,145.95		743.42
43	09/19/11	11/05/12	1,877.39	2,235.11		357.72
36	09/20/11	11/05/12	1,599.93	1,871.26		271.33
42	09/21/11	11/05/12	1,857.65	2,183.13		325.48
230	10/27/11	11/05/12	10,718.53	11,955.25		1,236.72
Olympic Steel Inc						
570	09/25/09	06/05/12	16,034.44	9,296.54		(6,737.90)
350	10/16/09	06/05/12	10,600.84	5,708.41		(4,892.43)
150	10/16/09	09/04/12	4,543.21	2,348.77		(2,194.44)
480	12/09/09	09/04/12	14,548.85	7,516.05		(7,032.80)
370	12/06/11	09/04/12	9,401.18	5,793.62	(3,607.56)	
One Beacon Insurance Grp Ltd						
105	02/27/07	03/08/12	2,868.81	1,592.82		(1,275.99)
715	04/17/07	03/08/12	18,688.89	10,846.35		(7,842.54)
755	04/17/07	05/01/12	19,734.41	10,728.15		(9,006.26)
1,745	06/07/07	05/01/12	44,225.28	24,795.55		(19,429.73)
165	06/07/07	11/06/12	4,181.76	2,156.67		(2,025.09)
1,880	07/29/08	11/06/12	31,499.02	24,572.93		(6,926.09)
790	06/08/09	11/06/12	9,997.92	10,325.85		327.93
Oriental Financial Group Inc						
540.00	03/25/10	02/03/12	7,634.90	6,466.53		(1,168.37)
1,390.00	03/25/10	02/21/12	19,652.80	16,297.87		(3,354.93)
530.00	03/25/10	04/27/12	7,493.50	6,344.64		(1,148.86)
1,140.00	04/16/10	04/27/12	17,792.67	13,646.98		(4,145.69)
260.00	04/16/10	05/01/12	4,057.97	3,104.19		(953.78)
730.00	04/23/10	05/01/12	12,135.52	8,715.64		(3,419.88)
360.00	05/07/10	05/01/12	4,820.90	4,298.12		(522.78)
340.00	08/02/10	05/01/12	4,838.44	4,059.35		(779.09)
Plexus Corp						
95.00	09/13/12	11/07/12	3,088.37	1,908.05	(1,180.32)	
490.00	09/24/12	11/07/12	15,759.23	9,841.53	(5,917.70)	
145.00	09/28/12	11/07/12	4,422.25	2,912.29	(1,509.96)	
Raymond James Financial Inc						
220.00	08/19/09	05/01/12	4,883.87	8,137.61		3,253.74

PEACOCK FOUNDATION, INC., EIN: 59-0999759

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Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
470.00	08/19/09	11/05/12	10,433.72	18,304.87		7,871.15
100.00	08/26/09	11/05/12	2,358.47	3,894.65		1,536.18
Resolute Energy Corp						
890.00	09/16/09	05/30/12	8,722.00	7,636.11		(1,085.89)
233.00	09/16/09	06/08/12	2,283.40	2,028.19		(255.21)
113.00	09/16/09	06/08/12	1,107.40	987.80		(119.60)
940.00	09/16/09	06/22/12	9,212.00	8,369.57		(842.43)
4,454.00	09/16/09	11/05/12	43,649.20	38,163.24		(5,485.96)
580.00	12/23/09	11/05/12	6,621.63	4,969.62		(1,652.01)
300.00	08/04/10	11/05/12	3,636.42	2,570.49		(1,065.93)
1,140.00	01/23/12	11/05/12	12,903.32	9,767.87	(3,135.45)	
Schnitzer Steel						
150.00	11/12/08	10/23/12	3,632.83	4,196.45		563.62
Stancorp Financial Group						
820.00	11/15/11	07/25/12	27,455.03	24,498.51	(2,956.52)	
13.00	11/28/11	08/02/12	428.91	377.52	(51.39)	
58.00	11/28/11	08/07/12	1,913.60	1,683.93	(229.67)	
119.00	11/28/11	08/10/12	3,926.22	3,605.29	(320.93)	
350.00	12/13/11	08/10/12	12,289.62	10,603.78	(1,685.84)	
190.00	12/13/11	08/23/12	6,671.51	5,768.02	(903.49)	
200.00	01/30/12	08/23/12	7,724.10	6,071.60	(1,652.50)	
210.00	01/30/12	08/28/12	8,110.28	6,325.05	(1,785.21)	
SL Green Rlty Corp Reit						
340.00	06/02/09	05/01/12	8,449.79	28,443.76		19,993.97
50.00	06/02/09	07/18/12	1,242.62	3,973.38		2,730.76
380.00	06/02/09	07/25/12	9,443.86	29,715.06		20,271.20
30.00	06/02/09	10/19/12	745.57	2,367.90		1,622.33
130.00	06/24/09	10/19/12	2,820.18	10,260.90		7,440.72
250.00	06/24/09	10/23/12	5,423.43	19,350.31		13,926.88
110.00	07/08/09	10/24/12	2,105.98	8,514.63		6,408.65
130.00	06/24/09	10/24/12	2,820.18	10,062.72		7,242.54
240.00	07/08/09	10/31/12	4,594.88	17,968.10		13,373.22
Spirit Aerosystems Hld CL A						
400.00	08/30/11	05/01/12	6,559.08	10,180.77	3,621.69	
730.00	08/30/12	10/25/12	11,970.32	11,283.50		(686.82)
40.00	09/06/11	10/25/12	603.76	618.27		14.51
Stage Stores Inc						
660.00	10/26/10	06/19/12	9,000.16	11,776.90		2,776.74
390.00	11/22/10	06/19/12	5,524.94	6,959.08		1,434.14
3,890.00	02/17/11	11/13/12	64,536.58	97,688.15		33,151.57
Symetra Financial Corp						
3,320.00	01/22/10	05/01/12	43,130.79	41,174.37		(1,956.42)
710.00	01/22/10	11/05/12	9,223.75	8,463.01		(760.74)
1,210.00	01/26/10	11/05/12	15,649.29	14,422.87		(1,226.42)
690.00	06/10/10	11/05/12	8,321.40	8,203.91		(117.49)
420.00	09/10/10	11/05/12	4,504.33	4,993.69		489.36
531.00	09/14/10	11/05/12	5,585.11	6,313.45		728.34
199.00	09/14/10	11/05/12	2,137.26	2,366.06		228.80
780.00	09/15/10	11/05/12	8,280.17	9,273.99		993.82

PEACOCK FOUNDATION, INC., EIN: 59-0999759

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Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
41.00	10/12/10	11/05/12	432.55	487.48		54.93
21.00	10/12/10	11/05/12	222.15	249.68		27.53
458.00	10/13/10	11/05/12	4,821.23	5,445.50		624.27
830.00	10/26/10	11/05/12	8,982.01	9,868.48		886.47
90.00	01/26/10	11/05/12	1,164.00	1,070.08		(93.92)
Tech Data Corp						
390.00	07/07/10	05/01/12	14,243.67	21,287.36		7,043.69
40.00	07/07/10	05/14/12	1,460.88	2,062.15		601.27
410.00	07/16/10	05/14/12	15,674.42	21,137.07		5,462.65
250.00	07/23/10	05/14/12	9,878.13	12,888.47		3,010.34
200.00	07/23/10	05/17/12	7,902.50	9,628.16		1,725.66
430.00	07/29/10	05/17/12	16,996.74	20,700.56		3,703.82
10.00	07/29/10	05/30/12	395.27	478.90		83.63
360.00	08/06/10	05/30/12	14,457.60	17,240.59		2,782.99
50.00	08/06/10	06/05/12	2,008.00	2,313.76		305.76
280.00	11/09/10	06/05/12	12,712.36	12,957.07		244.71
Teltech Holdings						
35.00	06/25/12	11/05/12	545.26	578.52	33.26	
1,180.00	06/05/12	11/05/12	17,493.26	19,504.49	2,011.23	
1,020.00	06/19/12	11/05/12	15,953.62	16,859.81	906.19	
17.00	06/20/12	11/05/12	265.37	281.00	15.63	
19.00	06/20/12	11/05/12	298.11	314.06	15.95	
46.00	08/07/12	11/05/12	759.92	760.34	0.42	
19.00	08/07/12	11/05/12	309.29	314.06	4.77	
74.00	08/08/12	11/05/12	1,208.01	1,223.16	15.15	
2.00	08/08/12	11/05/12	32.46	33.06	0.60	
63.00	08/16/12	11/05/12	1,063.05	1,041.34	(21.71)	
140.00	08/21/12	11/05/12	2,377.20	2,314.09	(63.11)	
1,789.00	08/17/12	11/05/12	30,422.84	29,570.79	(852.05)	
58.00	08/22/12	11/05/12	974.71	958.70	(16.01)	
Titan Machinery Inc						
100.00	10/24/12	11/05/12	2,112.76	2,260.91	148.15	
30.00	10/29/12	11/05/12	637.80	678.27	40.47	
700.00	10/31/12	11/05/12	16,436.77	15,826.36	(610.41)	
Trinity Industries Inc						
230.00	09/08/09	02/27/12	3,759.54	8,131.32		4,371.78
500.00	09/08/09	05/01/12	8,172.90	15,015.66		6,842.76
Vail Resorts Inc						
820.00	04/24/07	11/05/12	48,101.36	46,586.76		(1,514.60)
170.00	05/10/07	11/05/12	9,998.26	9,658.23		(340.03)
Pimco Fds Pac Invt Mgmt Ser Tot Return Fd Instl CI						
40,467.6260	10/26/09	01/31/12	440,290.15	450,000.00		9,709.85
AAT & T Inc						
1,800	03/06/06	07/30/12	47,466.17	67,338.29		19,872.12
Allstate Corp Common						
1,000	03/05/04	07/30/12	44,610.00	34,849.42		(9,760.58)
100	11/21/08	07/30/12	1,906.12	3,484.94		1,578.82
American Express Co						

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
600	03/02/11	07/30/12	25,808.70	35,094.23		9,285.53
300	03/15/11	07/30/12	12,857.25	17,547.12		4,689.87
Amerisourcebergen Corp						
1,200	06/06/07	07/30/12	29,782.16	46,143.16		16,361.00
Apache Corp						
400	11/18/09	07/30/12	40,493.00	35,147.93		(5,345.07)
Bank of America Corp						
17,400	12/30/11	01/23/12	97,092.00	126,843.55	29,751.55	
Bank of New York Mellon						
800	08/28/08	07/30/12	27,720.80	17,201.21		(10,519.59)
500	09/02/08	07/30/12	17,251.35	10,750.76		(6,500.59)
Baxter International Inc						
900	06/02/09	07/30/12	43,616.16	52,929.34		9,313.18
Beam Inc						
600	03/05/04	07/30/12	32,220.81	37,728.11		5,507.30
Best Buy Co Inc						
1,000	12/23/10	12/14/11	34,033.90	23,459.15	(10,574.75)	
500	12/27/10	12/14/11	17,063.30	11,729.58	(5,333.72)	
1,100	07/31/07	12/14/11	49,275.05	25,805.06		(23,469.99)
600	10/29/07	12/14/11	29,516.82	14,075.48		(15,441.34)
Borg Warner Automotive Inc						
500	12/14/11	07/30/12	31,116.50	33,770.24	2,653.74	
CBS Corp Class B Common						
900	07/02/12	07/30/12	29,455.47	30,114.22	658.75	
Chevron Corporation						
700	06/17/05	07/30/12	41,296.43	76,796.67		35,500.24
ConocoPhillips						
331	04/17/06	07/30/12	17,380.05	18,204.59		824.54
369	12/19/05	07/30/12	18,050.54	20,294.54		2,244.00
Covance Inc						
400	12/18/08	07/30/12	16,349.88	18,613.18		2,263.30
800	12/18/08	09/28/12	32,699.76	37,427.88		4,728.12
Dover Corporation						
700	02/24/05	07/30/12	26,475.26	38,086.84		11,611.58
Ebay Inc						
700.00	02/19/10	07/30/12	16,390.50	31,801.68		15,411.18
EMC Corporation						
1,600.00	08/23/11	07/30/12	33,658.88	41,792.50	8,133.62	
Emerson Electric Co						
800.00	03/05/04	07/30/12	25,046.00	38,264.74		13,218.74
200.00	03/05/04	08/31/12	6,261.50	10,136.37		3,874.87
1,000.00	11/22/04	08/31/12	33,748.50	50,681.86		16,933.36
Express Scripts Holding Company						
600.00	01/24/12	07/30/12	30,796.86	34,610.04	3,813.18	
Freeport McMoran Copper & Gold CL B						
200	05/10/07	07/30/12	7,169.07	6,770.25		(398.82)
1,000	08/14/08	07/30/12	43,741.75	33,851.24		(9,890.51)
400	09/16/08	07/30/12	12,495.90	13,540.50		1,044.60

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
General Electric Company						
700	03/05/04	07/30/12	22,981.00	14,497.37		(8,483.63)
3,100	03/10/09	07/30/12	27,264.81	64,202.66		36,937.85
Goldman Sachs Group Inc						
300	07/08/11	07/30/12	40,167.90	30,248.62		(9,919.28)
Halliburton Co						
1,000.00	09/22/11	07/30/12	33,162.60	33,411.25	248.65	
Hess Corporation						
700	07/15/11	07/30/12	50,940.19	33,714.04		(17,226.15)
200	07/18/11	07/30/12	14,476.16	9,632.58		(4,843.58)
Honeywell International						
600	03/05/04	07/30/12	20,934.00	35,064.41		14,130.41
Humana Inc						
100	06/04/08	01/24/12	4,959.14	9,102.46		4,143.32
300	10/07/08	01/24/12	11,090.91	27,307.40		16,216.49
200	10/07/08	01/25/12	7,393.94	17,761.17		10,367.23
300	10/07/08	07/30/12	11,090.91	21,063.72		9,972.81
400	10/07/08	08/28/12	14,787.88	28,014.89		13,227.01
Intel Corp						
1,600	10/26/04	07/30/12	34,048.00	41,232.67		7,184.67
600	10/28/04	07/30/12	13,479.06	15,462.25		1,983.19
600	10/28/04	08/31/12	13,479.06	14,819.73		1,340.67
700	10/24/05	08/31/12	16,133.39	17,289.68		1,156.29
J P Morgan Chase & Co						
1,500	12/17/04	07/30/12	57,825.00	54,180.28		(3,644.72)
Kohls Corp						
400	05/11/11	07/30/12	21,328.48	20,051.94		(1,276.54)
100	05/12/11	07/30/12	5,490.97	5,012.99		(477.98)
Laboratory Corp of America						
400	11/18/09	07/30/12	29,809.00	33,948.83		4,139.83
Microsoft Corp						
1,300	11/21/08	07/30/12	24,026.08	38,520.73		14,494.65
900	11/21/08	08/31/12	16,633.44	27,647.38		11,013.94
Nextra Energy Inc						
700	03/05/04	07/30/12	23,513.00	50,016.67		26,503.67
Oracle Systems Corp						
1,200	07/13/11	07/30/12	39,372.84	36,600.37		(2,772.47)
Phillip Morris Int'l						
400	11/18/09	07/30/12	20,164.00	36,403.18		16,239.18
Phillips 66						
0.0937	12/19/05	05/01/12	2.72	3.16		0.44
0.4063	04/17/06	05/01/12	12.68	13.71		1.03
184.406	12/19/05	07/30/12	5,361.63	6,884.46		1,522.83
215.594	04/17/06	07/30/12	6,728.47	8,048.80		1,320.33
583.999	04/17/06	09/06/12	18,226.06	25,210.71		6,984.65
Procter & Gamble Co						
800	07/11/07	07/02/12	49,199.12	48,694.90		(504.22)
200	09/04/07	07/30/12	13,054.84	13,009.91		(44.93)
300	07/11/07	07/30/12	18,449.67	19,514.86		1,065.19

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
Public Serv Enterprise Group						
1,200	05/19/05	07/30/12	33,013.38	40,691.44		7,678.06
Quest Diagnostics Inc						
500	03/30/07	07/30/12	24,913.50	29,314.94		4,401.44
Sandisk Corp						
800	02/08/11	07/30/12	39,830.64	32,778.46		(7,052.18)
Time Warner Cable Inc						
500	03/29/10	07/30/12	26,128.40	42,591.04		16,462.64
U S Bancorp						
1,400	03/05/04	07/30/12	40,642.00	47,152.48		6,510.48
United Technologies Corp						
500	03/05/04	07/30/12	22,474.25	37,686.35		15,212.10
Wall-Mart Stores Inc						
800	10/08/09	07/30/12	39,779.44	59,888.25		20,108.81
Watson Pharmaceuticals Inc						
700	09/18/08	07/30/12	18,938.22	55,104.16		36,165.94
400	09/18/08	09/27/12	10,821.84	33,409.09		22,587.25
Wells Fargo & Company						
2,400	04/28/11	07/30/12	70,301.04	81,600.33		11,299.29
Freeport McMoran Copper & Gold Sen Note 8.375% Due 04/01/17						
500,000	12/06/11	03/14/12	531,875.00	522,766.55	(9,108.45)	
Textron Inc Note B/E 6.50% Due 06/01/12						
62,000	02/14/12	06/01/12	62,886.60	62,000.00	(886.60)	
RS Investment Trust Low Duration Bond Fund CL Y						
24,319.07	03/09/12	07/31/12	250,000.00	250,729.56	729.56	
RS Investment Trust Low Duration Bond Fund CL Y						
24,342.75	05/16/12	07/31/12	250,000.00	250,973.72	973.72	
Fed Home Loan Bk Bond Stp Cpn 1.00% Due 05/17/27						
4/23/2012	05/16/12	07/31/12	399,200.00	399,300.00	100.00	
CIT Group Inc New Ser A B/E 7.00% Due 05/01/15						
31,741	12/10/09	01/23/12	35,782.64	31,741.00		(4,041.64)
CIT Group Inc New Ser A B/E 7.00% Due 05/01/17						
74,063	12/10/09	03/09/12	78,959.31	74,063.00		(4,896.31)
CIT Group Inc New Ser A B/E 7.00% Due 05/01/16						
52,902	12/10/09	03/09/12	32,986.33	28,138.09		(4,848.24)
Bank of Amer Corp Multi Stp Up MTN 5.375% Due 6/30/25						
100,000	06/25/10	06/28/12	100,002.50	100,000.00		(2.50)
US West Communications Inc 7.50% Due 06/15/23						
250,000	04/25/11	07/20/12	252,125.00	250,840.13		(1,284.87)
Bank Amer Inst-A Priv Plcnt Ser 144A 8.07% Due 12/31/26						
100,000	08/25/05	07/25/12	107,672.50	102,017.50		(5,655.00)
Bank Amer Inst-A Priv Plcnt Ser 144A 8.07% Due 12/31/26						
60,000	10/31/07	07/25/12	62,327.50	61,210.51		(1,116.99)
Bank Amer Inst-A Priv Plcnt Ser 144A 8.07% Due 12/31/26						
25,000	11/09/05	07/25/12	26,602.50	25,504.37		(1,098.13)
Bank Amer Inst-A Priv Plcnt Ser 144A 8.07% Due 12/31/26						
30,000	12/08/05	07/25/12	31,915.00	30,605.25		(1,309.75)
Countrywide Cap V 7% Due 11/01/36						
6,000	11/01/06	07/31/12	150,000.00	149,397.11		(602.89)

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
Morgan Stanley 6.60% Pfd Cap VII Due 10/15/66						
6,000	10/05/06	07/31/12	150,000.00	148,955.06		(1,044.94)
Morgan Stanley 6.45% Pfd Cap VII Due 04/15/67						
6,000	04/19/07	07/31/12	150,000.00	149,040.26		(959.74)
Bethlehem PA Ser B FGIC Txbl Cpn 5.40% Due 11/01/19						
200,000	09/17/10	07/31/12	207,158.00	211,344.00		4,186.00
General Motors Corp Smartnotes 7.75% Due 10/15/17						
97,000	12/04/06	07/31/12	96,612.00	96,817.66		205.66
General Motors Corp Smartnotes 7.75% Due 10/15/17						
25,000	12/12/06	07/31/12	24,752.50	24,952.98		200.48
Illinois State 5.163% Due 02/01/18						
225,000	01/29/10	07/31/12	225,002.50	238,848.75		13,846.25
McGraw-Hills Cos Inc Nts 5.375% Due 11/15/12						
150,000	11/04/08	07/31/12	135,002.50	151,543.50		16,541.00
Suntrust Bank CD Indx Linkd 0.00% Due 05/28/14						
95,000	05/12/09	07/31/12	93,577.50	95,152.00		1,574.50
Ford Motor Credit Co MTN 7.00% Due 08/15/12						
4,000	01/27/99	08/15/12	127,502.50	125,000.00		(2,502.50)
Nextra Energy Cap Hldgs Jr Sub Deb Ser E Pfd 7.45%						
2,000	12/06/07	09/04/12	51,003.50	50,000.00		(1,003.50)
Nextra Energy Cap Hldgs Jr Sub Deb Ser E Pfd 7.45%						
2,000	12/17/07	09/04/12	51,003.50	50,000.00		(1,003.50)
Nextra Energy Cap Hldgs Jr Sub Deb Ser E Pfd 7.45%						
2,000	12/18/07	09/04/12	50,703.50	50,000.00		(703.50)
ISHARES MSCI Emerging Market Index Fund (EEM)						
12,000.00	11/30/09	07/30/12	484,201.50	471,229.43		(12,972.07)
ISHARES MSCI EAFE Index Fund (EFA)						
6,000.00	05/09/06	07/30/12	452,037.42	321,985.74		(130,051.68)
Harber Value Offshore Fund						
250,000.00	10/15/10	10/16/12	250,000.00	267,955.08		17,955.08
American Express						
4,420.00	05/02/11	07/30/12	219,252.76	257,503.43		38,250.67
665.00	05/02/11	08/16/12	32,987.13	38,159.37		5,172.24
Apple Inc						
53.00	12/21/09	02/06/12	10,509.62	24,576.32		14,066.70
254.00	12/21/09	02/09/12	50,366.83	125,598.22		75,231.39
150.00	12/21/09	03/15/12	29,744.19	87,923.67		58,179.48
108.00	12/21/09	07/30/12	21,415.81	64,046.12		42,630.31
480.00	01/28/10	07/30/12	95,808.20	284,649.42		188,841.22
240.00	08/25/10	07/30/12	25,866.68	64,046.12		38,179.44
Berkshire Hathaway Inc						
4,775.00	11/06/09	07/30/12	329,368.36	406,617.95		77,249.59
Coach Inc						
1,975.00	07/13/12	07/30/12	112,330.89	119,864.41	7,533.52	
Cogizant Technology						
2,620.00	05/02/11	07/30/12	216,026.95	149,991.63		(66,035.32)
955.00	08/15/11	07/30/12	60,353.95	54,672.53	(5,681.42)	
Cummings Inc						
2,445.00	06/27/11	07/30/12	237,474.81	221,412.77		(16,062.04)

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
305.00	08/10/11	07/30/12	26,825.34	27,620.00	794.66	
EMC Corporation						
4,125.00	05/02/11	07/30/12	117,047.58	107,948.83		(9,098.75)
Expeditors Int'l of Wash Com						
3,765.00	08/15/11	07/30/12	165,752.24	135,433.43	(30,318.81)	
625.00	04/30/12	07/30/12	25,023.44	22,482.31	(2,541.13)	
Express Scripts, Inc CL A						
2,950.00	05/02/12	02/08/12	171,178.23	148,864.44	(22,313.79)	
3,745.00	05/02/11	07/30/12	217,309.30	216,108.25		(1,201.05)
1,375.00	09/12/11	07/30/12	60,329.16	79,345.48	19,016.32	
Gilead Sciences Inc						
125.00	11/06/09	01/20/12	5,784.31	5,891.87		107.56
2,075.00	05/04/09	01/20/12	92,925.76	97,804.93		4,879.17
2,650.00	11/06/09	07/30/12	122,627.34	147,045.20		24,417.86
3,005.00	05/02/11	07/30/12	121,299.10	166,743.72		45,444.62
855.00	05/02/11	09/20/12	34,512.72	56,860.07		22,347.35
Google Inc						
352.00	11/06/09	07/30/12	193,158.88	222,463.87		29,304.99
215.00	05/02/11	07/30/12	116,262.75	135,879.92		19,617.17
55.00	06/24/11	08/24/12	26,148.03	37,350.99		11,202.96
66.00	06/24/11	10/18/12	31,377.64	49,629.56		18,251.92
Intuitive Surgical Inc Com New						
316.00	05/02/11	01/06/12	111,943.64	145,663.56	33,719.92	
395.00	05/02/11	03/30/12	139,929.54	213,814.28	73,884.74	
National Oilwell Varco Inc						
1,440.00	09/26/11	07/30/12	74,789.83	106,197.62	31,407.79	
325.00	09/26/11	09/11/12	16,879.65	26,803.70	9,924.05	
Perrigo Company						
1,225.00	05/02/11	01/27/12	110,218.75	117,538.14	7,319.39	
575.00	05/02/11	06/07/12	51,735.33	60,793.44		9,058.11
1,275.00	05/02/11	07/30/12	114,717.46	146,443.85		31,726.39
Qualcomm						
2,875.00	02/02/11	07/30/12	156,471.36	169,639.02		13,167.66
1,575.00	03/10/11	07/30/12	85,455.33	92,932.69		7,477.36
150.00	05/02/11	07/30/12	8,629.12	8,850.73		221.61
Schlumberger Ltd						
2,610.00	09/26/11	07/30/12	155,074.45	188,699.81	33,625.36	
Charles Schwab						
14,095.00	01/06/12	07/30/12	170,855.11	179,848.17	8,993.06	
Stericycle						
835.00	05/02/11	07/30/12	76,538.74	78,446.49		1,907.75
Teva Pharmaceutical ADR Inds Ltd						
7,625.00	05/02/11	05/09/12	357,661.98	321,427.72		(36,234.26)
Varian Medical Systems						
2,935.00	11/06/09	07/30/12	127,576.97	160,724.03		33,147.06
Verisk Analytics, Inc.						
3,855.00	08/22/11	07/03/12	123,474.72	193,574.49	70,099.77	
3,085.00	08/22/11	07/30/12	98,811.81	154,901.48	56,089.67	
VISA Inc, Class A						

PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2012

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

Quantity	Date Acquired	Date Sold	Acquisition Cost	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
225.00	05/14/10	01/06/12	17,673.97	22,657.58		4,983.61
675.00	07/15/10	01/06/12	50,703.00	67,972.77		17,269.77
325.00	07/15/10	01/27/12	24,412.56	32,845.86		8,433.30
200.00	07/15/10	04/18/12	15,023.10	24,403.75		9,380.65
820.00	08/02/10	04/18/12	58,927.33	100,055.39		41,128.06
255.00	08/02/10	07/30/12	18,324.96	33,325.51		15,000.55
1,400.00	05/02/11	07/30/12	110,596.20	182,963.58		72,367.38
145.00	05/02/11	10/23/12	11,454.60	19,777.55		8,322.95
		TOTALS	15,429,350.62	17,506,615.54	269,658.36	1,807,606.61
			Part IV Capital Gains and Losses			2,077,264.97

Part VII-A, Line 11

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	51,700 00
b	FIRST OF FLORIDA CORPORATION 100 SE 2nd St., Suite 2370 Miami, FL 33131	59-0242625	Dividends Payable	140,400 00
c				
d				
e				
Total				192,100.00

PEACOCK FOUNDATION, INC. EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2012

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
Robin Reiter-Faragalli 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127	President	-0-	-0-	-0-
Jan Griffin 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/Treasurer	-0-	-0-	-0-
Jorge Echenique 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127	Member	-0-	-0-	-0-
Melanie Ink Broeker 100 SE 2nd St , Suite 2370 Miami, FL 33131-2127	Member	-0-	-0-	-0-
Donald Kress 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	136,133 36	20,024 61	-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.

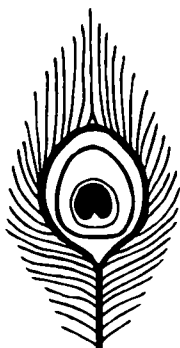
After initial staff review of eligibility and merit, *Guidelines for Grant Application* will be mailed to organizations invited to submit a full proposal. Complete proposals are presented to and reviewed by the Board of Directors four times a year.

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.

100 S.E. Second Street, Suite 2370
Miami, Florida 33131

Telephone 305-373-1386
Fax Line 305-375-0660



PEACOCK FOUNDATION, INC., EIN: 59-0999759

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2012

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	2012 - 2013 Educational Arts Outreach Program	25,000 00
Barry University 11300 NE 2nd Ave Miami Shores, FL 33161	Scholarship Support for Grad Students	15,000 00
Big Brother/Big Sisters of Greater Miami 701 SW 27th Ave Miami, FL 33135	Big Returns Peacock Schlors Program	50,000 00
Boggy Creek Gang, Inc. 30500 Brantley branch Road Eustace, FL 32736	2012 Summer Camp	25,000 00
Boys & Girls Clubs of Miami, Inc. P.O. Box 330219 Miami, FL 33233-0219	After School & Teen Programs	45,000.00
Breakthrough Miami, Inc. 3575 Main Highway Coconut Grove, FL 33133	General Program Support	50,000 00
Camillus Health Concerns, Inc 1603 NW 7th Ave Miami, FL 33136	Food for the Needy	10,000 00
Cancer Support Comm Greater Miami, Inc. 8600 S Dixie Hwy Miami, Florida 33143	Outreach Coordinator	40,000 00
Charlee of Dade County, Inc. 155 S Miami Ave , Suite 700 Miami, FL 33130	Family Teen Conferencing Specialists	50,000 00
Children's Bereavement Center, Inc. 7600 South Red Road, Suite 307 South Miami, FL 33143	General Operating Expenses	25,000 00
Communities In Schools of Miami, Inc. 11965 SW 142nd Terr., Unit 102 Miami, FL 33186	2012 Program Support	30,000 00
Council on Foundations P.O. Box 75661 Baltimore, MD 21275-5661	2012 Grant Contribution	4,380 00
Diabetes Research Institute Foundation 3440 Hollywood Blvd., Suite 100 Hollywood, FL 33021	Novel Treg/IL-2 type 1 Diabetes Dependent Targets	50,000 00
Epilepsy Foundation of Florida Inc. 7300 N Kendall Drive, Suite 700 Miami, FL 33156	Intake & Case Management	35,000 00
Fairchild Tropical Garden 10901 Old Cutler Road Miami, FL 33156	Educational Department	50,000.00

PEACOCK FOUNDATION, INC. FEIN: 59-0999759

FORM 990-PF

Grants and Contributions Paid During the Year Ended November 30, 2011

PAYEE ORGANIZATION CITY, STATE	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Florida Grand Opera, Inc 83900 NW 25th St Miami, FL 33122	2012-2013 Education Arts Program	20,000.00
Florida Int'l University Foundation 11200 SW 8th St Miami, FL 33199	Undergrad Nursing Education Scholarships	50,000.00
Girl Scout Council of Tropical Florida 11347 SW 160th St Miami, FL 33157-2799	Moving Forward in STEM: I-Girls	30,000 00
Gospel Missions, Inc. P O. Box 861029 Wahiawa, Hawaii 96786	Christianity in China	3,000.00
Haitian Neighborhood Center Sant La 5000 Biscayne Blvd , #110 Miami, FL 33137	Executive Director Position	40,000.00
Hearing & Speech Center of Florida, Inc. 9425 SW 72nd St Miami, FL 33173-5457	Therapy for ALL	50,000 00
Humane Society of Greater Miami, Inc 16101 W Dixie Hwy N Miami Beach, FL 33160	Pets for Life	25,000.00
Jack & Jill Childrens Center 1315 W Broward Blvd Fort Lauderdale, FL 33312	Family Strengthening Education Program	25,000 00
Jewish Community Services of S Fla Inc. 735 NE 125th Street North Miami, FL 33161	Kosher Food Bank	5,000 00
Kids In Distress, Inc 819 NE 26th St Fort Lauderdale, FL 33305	Kinship Support Program	25,000 00
Miami Art Museum of Dade County 101 W Flagler St Miami, FL 33130	Education & Outreach Program	25,000.00
Miami Book Fair Int'l Inc 300 NE 2nd Ave Miami, FL 33132	Student Literary Encounters	10,000.00
Miami City Ballet 2200 Liberty Ave Miami Beach, FL 33139-1641	Arts Program & Ballet for Young People	25,000 00
Miami Dade College Foundation, Inc 300 NE 2nd Ave., \$4102 Miami, FL 33132	Medical Campus Health & Wellnes Center	60,000 00
Miami Foundation/The Good Government Initiative Gables One Tower, Suite 911 Coral Gables, FL 33146	General Support	25,000 00
Miami Lighthouse for the Blind 601 SW 8th Ave Miami, FL 33130	Low Vision Program	47,500.00
Museum of Contemporary Art, Inc. 770 NE 125th St North Miami, FL 33161	MOCA Art Institute	25,000 00

Grants and Contributions Paid During the Year Ended November 30, 2011

PAYEE ORGANIZATION CITY, STATE	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Museum of Science, Inc. 3280 S Miami Ave Miami, FL 33129	Educational Access Program	35,000.00
Network for Teaching Entrepreneurship 7210 Red Road Miami, FL 33143	Building the Entrepreneurship Community In Our Schools, Phase 4	50,000 00
Open Door Health Center, Inc. 1350 SW 4th St Homestead, FL 33030	General Operating Support	25,000 00
Our Kids of Miami-Dade & Monroe, Inc 401 NW 2nd Ave Miami, FL 33128	Young Parents Project	40,000 00
Playground Theatre, Inc 9806 NE 2nd Ave Miami Shores, FL 33138	2012 Education & Outreach Program	25,000 00
The Salvation Army 1907 NW 38th St. Miami, FL 33135-0370	Operational & Support Services	75,000 00
SOS Childrens Village - Florida, Inc. 3681 NW 59th Place Coconut Creek, FL 33073	Children's Health Services	35,000 00
South Florida National Park Trust 1390 S Dixie Hwy , Suite 2203 Coral Gables, FL 33146	Everglades Education Program	22,000 00
Star of the Sea Foundation, Inc 5640 Maloney Ave Key West, FL 33040	Emergency Food	30,000 00
Star of the Sea Foundation, Inc 5640 Maloney Ave Key West, FL 33040	Food for the Needy	20,000.00
Teach for America, Inc. 3550 Biscayne Blvd., #403 Miami, FL 33137	Homestead Expansion	100,000 00
The Musical Arts Association of Miami, Inc. 1444 Biscayne Blvd., Suite 302 Miami, FL 33132	2012-2013 Education Concerts	25,000 00
The Vizcayans, Inc 3251 South Miami Ave Miami, FL 33132	2012-2013 School Programs	15,000 00
UM/School of Nursing & Health Studies P.O. Box 248153 Coral Gables, FL 33124-3850	Family Nurse Practitioner Program	75,000 00
Women In Distress of Broward County, Inc. P.O. Box 50187 Lighthouse Point, FL 33074	Children's Program	50,000 00
WPBT-2 Public Television P O Box 610002 Miami, FL 33261-0002	Membership & Great Performances	50,000 00
YMCA of Greater Miami 1200 NW 78th Ave , #200 Miami, FL 33126	Active Older Adult Program Scholarships	35,000 00

Part XV, Line 3a: Total Grants and Contributions 1,701,880.00