

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

Department of the Treasury  
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.  
▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning December 1, 2013, and ending November 30, 20 14

|  |  |  |
|--|--|--|
| Name of foundation<br><b>PEACOCK FOUNDATION, INC.</b>  |  | A Employer identification number<br><b>59-0999759</b>  |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>100 SE 2ND STREET</b>   | Room/suite<br><b>2370</b>  | B Telephone number (see instructions)<br><b>305-373-1386</b>   |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>MIAMI, FL 33131</b>   |  | C If exemption application is pending, check here <input type="checkbox"/>   |
| G Check all that apply:<br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>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<br><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) ▶ \$ <b>47,675,857</b>  | J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>   |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) |   | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue  | 1 Contributions, gifts, grants, etc., received (attach schedule)                              |                                    |                           |                         |   |
|  | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments  | 33,852                             | 33,852                    |                         |   |
|  | 4 Dividends and interest from securities  | 1,320,970                          | 1,301,845                 |                         |   |
|  | 5a Gross rents  |                                    |                           |                         |   |
|  | b Net rental income or (loss)   |                                    |                           |                         |   |
|  | 6a Net gain or (loss) from sale of assets not on line 10                                      | 2,106,380                          |                           |                         |   |
|  | b Gross sales price for all assets on line 6a <b>12,207,285</b>                               |                                    |                           |                         |   |
|  | 7 Capital gain net income (from Part IV, line 2)  |                                    | 2,106,380                 |                         |   |
|  | 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)  | 919   | 919                                |                           |                         |   |
| 12 <b>Total.</b> Add lines 1 through 11  | 3,462,120   | 3,442,995                          |                           |                         |   |
| Operating and Administrative Expenses  | 13 Compensation of officers, directors, trustees, etc.  | 157,200                            | 31,440                    |                         | 125,760   |
|  | 14 Other employee salaries and wages  | 173,309                            | 34,662                    |                         | 138,647   |
|  | 15 Pension plans, employee benefits   | 201,447                            | 25,146                    |                         | 100,586   |
|  | 16a Legal fees (attach schedule)  |                                    |                           |                         |   |
|  | b Accounting fees (attach schedule)   | 14,000                             | 2,800                     |                         | 11,200  |
|  | c Other professional fees (attach schedule)   | 228,205                            | 228,205                   |                         |   |
|  | 17 Interest   |                                    |                           |                         |   |
|  | 18 Taxes (attach schedule) (see instructions)   | 62,048                             |                           |                         | 43  |
|  | 19 Depreciation (attach schedule) and depletion   | 6,681                              |                           |                         |   |
|  | 20 Occupancy  | 75,620                             | 15,124                    |                         | 60,496  |
|  | 21 Travel, conferences, and meetings  | 3,841                              |                           |                         | 3,841   |
|  | 22 Printing and publications  | 343                                |                           |                         | 343   |
|  | 23 Other expenses (attach schedule)   | 37,096                             | 5,359                     |                         | 31,737  |
|  | 24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23                | 959,792                            | 342,737                   |                         | 472,653   |
|  | 25 Contributions, gifts, grants paid  | 1,860,880                          |                           |                         | 1,860,880   |
| 26 <b>Total expenses and disbursements.</b> Add lines 24 and 25  | 2,820,672   | 342,737                            |                           | 2,333,533               |   |
| 27 Subtract line 26 from line 12:  |   |                                    |                           |                         |   |
| a <b>Excess of revenue over expenses and disbursements</b>   | 641,449   |                                    |                           |                         |   |
| b <b>Net investment income</b> (if negative, enter -0-)  |   | 3,100,258                          |                           |                         |   |
| c <b>Adjusted net income</b> (if negative, enter -0-)  |   |                                    |                           |                         |   |

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| <b>Part II Balance Sheets</b>      |   | 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 |
| <b>Assets</b>                      | <b>1</b>  | Cash—non-interest-bearing . . . . .   | 736,125           | 266,961        | 266,961               |
|                                    | <b>2</b>  | Savings and temporary cash investments . . . . .  | 2,864,336         | 1,510,587      | 1,732,866             |
|                                    | <b>3</b>  | Accounts receivable ▶<br>Less: allowance for doubtful accounts ▶  |                   |                |                       |
|                                    | <b>4</b>  | Pledges receivable ▶<br>Less: allowance for doubtful accounts ▶   |                   |                |                       |
|                                    | <b>5</b>  | Grants receivable . . . . .   |                   |                |                       |
|                                    | <b>6</b>  | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                   |                |                       |
|                                    | <b>7</b>  | Other notes and loans receivable (attach schedule) ▶<br>Less: allowance for doubtful accounts ▶                                   |                   |                |                       |
|                                    | <b>8</b>  | Inventories for sale or use . . . . .   |                   |                |                       |
|                                    | <b>9</b>  | Prepaid expenses and deferred charges . . . . .   | 9,068             | 7,806          | 7,806                 |
|                                    | <b>10a</b>  | Investments—U.S. and state government obligations (attach schedule)   | 3,767,070         | 3,747,196      | 4,178,487             |
|                                    | <b>b</b>  | Investments—corporate stock (attach schedule) . . . . .   | 32,525,057        | 35,432,815     | 40,002,041            |
|                                    | <b>c</b>  | Investments—corporate bonds (attach schedule) . . . . .   | 1,719,789         | 1,303,087      | 1,354,881             |
|                                    | <b>11</b>   | Investments—land, buildings, and equipment, basis ▶<br>Less: accumulated depreciation (attach schedule) ▶                         |                   |                |                       |
|                                    | <b>12</b>   | Investments—mortgage loans . . . . .  |                   |                |                       |
|                                    | <b>13</b>   | Investments—other (attach schedule) . . . . .   | 21,952            | 21,952         | 122,280               |
|                                    | <b>14</b>   | Land, buildings, and equipment, basis ▶ 112,329<br>Less: accumulated depreciation (attach schedule) ▶ 107,065                     | 11,946            | 5,265          | 5,265                 |
| <b>15</b>                          | Other assets (describe ▶ Sundry Deposits )  | 5,270   | 5,270             | 5,270          |                       |
| <b>16</b>                          | <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .  | 41,660,613  | 42,300,940        | 47,675,857     |                       |
| <b>Liabilities</b>                 | <b>17</b>   | Accounts payable and accrued expenses . . . . .   | 4,901             | 3,779          |                       |
|                                    | <b>18</b>   | Grants payable . . . . .  |                   |                |                       |
|                                    | <b>19</b>   | Deferred revenue . . . . .  |                   |                |                       |
|                                    | <b>20</b>   | Loans from officers, directors, trustees, and other disqualified persons  |                   |                |                       |
|                                    | <b>21</b>   | Mortgages and other notes payable (attach schedule) . . . . .   |                   |                |                       |
|                                    | <b>22</b>   | Other liabilities (describe ▶ )   |                   |                |                       |
| <b>23</b>                          | <b>Total liabilities</b> (add lines 17 through 22) . . . . .  | 4,901   | 3,779             |                |                       |
| <b>Net Assets or Fund Balances</b> | <b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |   |                   |                |                       |
|                                    | <b>24</b>   | Unrestricted . . . . .  | 41,655,712        | 42,297,161     |                       |
|                                    | <b>25</b>   | Temporarily restricted . . . . .  |                   |                |                       |
|                                    | <b>26</b>   | Permanently restricted . . . . .  |                   |                |                       |
|                                    | <b>Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/></b><br><b>and complete lines 27 through 31.</b>                         |   |                   |                |                       |
|                                    | <b>27</b>   | Capital stock, trust principal, or current funds . . . . .  |                   |                |                       |
|                                    | <b>28</b>   | Paid-in or capital surplus, or land, bldg., and equipment fund  |                   |                |                       |
|                                    | <b>29</b>   | Retained earnings, accumulated income, endowment, or other funds  |                   |                |                       |
| <b>30</b>                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .   | 41,655,712  | 42,297,161        |                |                       |
| <b>31</b>                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .  | 41,660,613  | 42,300,940        |                |                       |

| <b>Part III Analysis of Changes in Net Assets or Fund Balances</b> |  |          |            |
|--|--|----------|------------|
| <b>1</b>   | 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) . . . . . | <b>1</b> | 41,655,712 |
| <b>2</b>   | Enter amount from Part I, line 27a . . . . .   | <b>2</b> | 641,449    |
| <b>3</b>   | Other increases not included in line 2 (itemize) ▶   | <b>3</b> |            |
| <b>4</b>   | Add lines 1, 2, and 3 . . . . .  | <b>4</b> | 42,297,161 |
| <b>5</b>   | Decreases not included in line 2 (itemize) ▶   | <b>5</b> |            |
| <b>6</b>   | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30 . . . . .   | <b>6</b> | 42,297,161 |

**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<br>P—Purchase<br>D—Donation   | (c) Date acquired<br>(mo., day, yr.)         | (d) Date sold<br>(mo., day, yr.)  |
|--|---|--|--|---|
| <b>1a</b>  | "See Attached Schedule"   | P  |  |   |
| <b>b</b>   |   |  |  |   |
| <b>c</b>   |   |  |  |   |
| <b>d</b>   |   |  |  |   |
| <b>e</b>   |   |  |  |   |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable)  | (g) Cost or other basis<br>plus expense of sale  | (h) Gain or (loss)<br>(e) plus (f) minus (g) |   |
| <b>a</b>   |   |  |  |   |
| <b>b</b>   |   |  |  |   |
| <b>c</b>   |   |  |  |   |
| <b>d</b>   |   |  |  |   |
| <b>e</b>   |   |  |  |   |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                      |   |  |  | (i) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
| (i) FMV as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69  | (k) Excess of col. (i)<br>over col. (j), if any  |  |   |
| <b>a</b>   |   |  |  |   |
| <b>b</b>   |   |  |  |   |
| <b>c</b>   |   |  |  |   |
| <b>d</b>   |   |  |  |   |
| <b>e</b>   |   |  |  |   |
| <b>2</b>   | Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                |  | <b>2</b> 2,106,380  |
| <b>3</b>   | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in<br>Part I, line 8 | { If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in<br>Part I, line 8 } |  | <b>3</b>  |

**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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions   | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2012   | 2,131,964  | 45,634,641                                   | 0.046718  |
| 2011   | 2,026,767  | 42,838,277                                   | 0.047312  |
| 2010   | 2,066,408  | 41,747,381                                   | 0.049498  |
| 2009   | 1,980,453  | 41,294,791                                   | 0.047959  |
| 2008   | 2,258,276  | 39,045,348                                   | 0.057837  |
| <b>2</b>   | Total of line 1, column (d)  |  | <b>2</b> 0.249324   |
| <b>3</b>   | 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   |  | <b>3</b> 0.049865   |
| <b>4</b>   | Enter the net value of noncharitable-use assets for 2013 from Part X, line 5   |  | <b>4</b> 47,553,848   |
| <b>5</b>   | Multiply line 4 by line 3  |  | <b>5</b> 2,371,265  |
| <b>6</b>   | Enter 1% of net investment income (1% of Part I, line 27b)   |  | <b>6</b> 31,003   |
| <b>7</b>   | Add lines 5 and 6  |  | <b>7</b> 2,402,268  |
| <b>8</b>   | Enter qualifying distributions from Part XII, line 4<br>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. |  | <b>8</b> 2,333,533  |

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

|           |   |           |        |
|-----------|---|-----------|--------|
| <b>1a</b> | 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>b</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   | <b>1</b>  | 62,005 |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).  |           |        |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)   | <b>2</b>  |        |
| <b>3</b>  | Add lines 1 and 2   | <b>3</b>  | 62,005 |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)   | <b>4</b>  |        |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-  | <b>5</b>  | 62,005 |
| <b>6</b>  | Credits/Payments:   |           |        |
| <b>a</b>  | 2013 estimated tax payments and 2012 overpayment credited to 2013   | <b>6a</b> | 58,226 |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source   | <b>6b</b> |        |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)   | <b>6c</b> |        |
| <b>d</b>  | Backup withholding erroneously withheld   | <b>6d</b> |        |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d   | <b>7</b>  | 58,226 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached  | <b>8</b>  |        |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>   | <b>9</b>  | 3,779  |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>   | <b>10</b> |        |
| <b>11</b> | Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> <b>Refunded</b>  | <b>11</b> |        |

**Part VII-A Statements Regarding Activities**

|   | Yes | No |
|---|-----|----|
| <b>1a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?<br><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> |     | ✓  |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?  |     | ✓  |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br><b>(1)</b> On the foundation ▶ \$ <u>0.00</u> <b>(2)</b> On foundation managers. ▶ \$ <u>0.00</u>  |     |    |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0.00</u>   |     |    |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS?<br><i>If "Yes," attach a detailed description of the activities.</i>   |     | ✓  |
| <b>3</b> 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>  | ✓   |    |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?   |     | ✓  |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?  |     |    |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br><i>If "Yes," attach the statement required by General Instruction T.</i>   |     | ✓  |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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?                 | ✓   |    |
| <b>7</b> 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>  | ✓   |    |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶<br><u>FLORIDA</u>  |     |    |
| <b>b</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>   | ✓   |    |
| <b>9</b> 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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>  |     | ✓  |
| <b>10</b> 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)  | 11 |     | ✓       |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)   | 12 |     | ✓       |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ▶ <u>www.peacockfoundationinc.org</u>   | 13 | ✓   |         |
| 14 | The books are in care of ▶ <u>Joelle Allen &amp; Felix Vaz</u> Telephone no. ▶ <u>305-373-1386</u><br>Located at ▶ <u>100 SE 2nd St., Suite 2370, Miami, FL</u> ZIP+4 ▶ <u>33131-2127</u>  |    |     |         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>   |    |     |         |
| 16 | At any time during calendar year 2013, 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? . . . . .<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶ | 16 | Yes | No<br>✓ |

**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 checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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"/><br>Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>   | 1b  | ✓  |
| 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 2013? . . . . .  | 1c  | ✓  |
| 2   | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5):  |     |    |
| a   | At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ▶ 20____, 20____, 20____, 20____   |     |    |
| b   | Are there any years listed in 2a for which the foundation is <b>not</b> 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 2013 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ) . . . . . | 3b  |    |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  | 4a  | ✓  |
| 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 2013?  | 4b  | ✓  |

**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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

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

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

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

If "Yes" to 6b, file Form 8870

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

| (a) Name and address    | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|-------------------------|---|---|---|---------------------------------------|
| "See 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 VAZ<br>100 SE 2nd St, Suite 2370, Miami, FL 33131        | Controller, 40 Hours                                      | 113,625          | 14,981  |                                       |
| BARBARA QUESADA<br>100 SE 2nd St., Suite 2370, Miami, FL 33131 | Admin Assistant, 40 Hours                                 | 59,684           | 7,869   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
| <b>Total number of other employees paid over \$50,000</b>      |   |                  |   | <input type="checkbox"/>              |

**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 |
|---|-----------------------|------------------|
| Atlanta Consulting Group, Two Buckhead Plaza, Suite 600<br>3050 Peachtree Road, N.W., Atlanta, GA 30305 | Investment Management | 89,410           |
| .....   |                       |                  |
| .....   |                       |                  |
| .....   |                       |                  |
| .....   |                       |                  |
| .....   |                       |                  |

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 |
|--|----------|
| <b>1</b> "N/A" .....   |          |
| .....  |          |
| <b>2</b> .....   |          |
| .....  |          |
| <b>3</b> .....   |          |
| .....  |          |
| <b>4</b> .....   |          |
| .....  |          |

**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 |
|--|--------|
| <b>1</b> "N/A" .....   |        |
| .....  |        |
| <b>2</b> .....   |        |
| .....  |        |
| All other program-related investments See instructions   |        |
| <b>3</b> .....   |        |
| .....  |        |
| <b>Total.</b> Add lines 1 through 3 . . . . . ▶  |        |

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

|          |   |           |            |
|----------|---|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:           |           |            |
| <b>a</b> | Average monthly fair market value of securities . . . . .   | <b>1a</b> | 46,101,332 |
| <b>b</b> | Average of monthly cash balances . . . . .  | <b>1b</b> | 2,054,406  |
| <b>c</b> | Fair market value of all other assets (see instructions) . . . . .  | <b>1c</b> | 122,280    |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .   | <b>1d</b> | 48,278,018 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .   | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .  | <b>2</b>  |            |
| <b>3</b> | Subtract line 2 from line 1d . . . . .  | <b>3</b>  | 48,278,018 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .  | <b>4</b>  | 724,170    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . . | <b>5</b>  | 47,553,848 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .  | <b>6</b>  | 2,377,692  |

**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.)

|           |   |           |           |
|-----------|---|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6 . . . . .   | <b>1</b>  | 2,377,692 |
| <b>2a</b> | Tax on investment income for 2013 from Part VI, line 5 . . . . .  | <b>2a</b> | 62,005    |
| <b>b</b>  | Income tax for 2013. (This does not include the tax from Part VI) . . . . .   | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b . . . . .   | <b>2c</b> | 62,005    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                     | <b>3</b>  | 2,315,687 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions . . . . .   | <b>4</b>  | 76        |
| <b>5</b>  | Add lines 3 and 4 . . . . .   | <b>5</b>  | 2,315,763 |
| <b>6</b>  | Deduction from distributable amount (see instructions) . . . . .  | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b>  | 2,315,763 |

**Part XII Qualifying Distributions** (see instructions)

|          |  |           |           |
|----------|--|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:   |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .  | <b>1a</b> | 2,333,533 |
| <b>b</b> | Program-related investments—total from Part IX-B . . . . .   | <b>1b</b> |           |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .  | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:   |           |           |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .   | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .  | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .                                    | <b>4</b>  | 2,333,533 |
| <b>5</b> | 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) . . . . . | <b>5</b>  |           |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .  | <b>6</b>  | 2,333,533 |

**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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012      | (d)<br>2013      |
|---|---------------|----------------------------|------------------|------------------|
| <b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .   |               |                            |                  | <b>2,315,763</b> |
| <b>2</b> Undistributed income, if any, as of the end of 2013:   |               |                            |                  |                  |
| <b>a</b> Enter amount for 2012 only . . . . .   |               |                            | <b>2,166,990</b> |                  |
| <b>b</b> Total for prior years: 20____, 20____, 20____  |               |                            |                  |                  |
| <b>3</b> Excess distributions carryover, if any, to 2013:   |               |                            |                  |                  |
| <b>a</b> From 2008 . . . . .  |               |                            |                  |                  |
| <b>b</b> From 2009 . . . . .  |               |                            |                  |                  |
| <b>c</b> From 2010 . . . . .  |               |                            |                  |                  |
| <b>d</b> From 2011 . . . . .  |               |                            |                  |                  |
| <b>e</b> From 2012 . . . . .  |               |                            |                  |                  |
| <b>f</b> <b>Total</b> of lines 3a through e . . . . .   |               |                            |                  |                  |
| <b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ <u>2,333,533</u>   |               |                            |                  |                  |
| <b>a</b> Applied to 2012, but not more than line 2a . . . . .   |               |                            | <b>2,166,990</b> |                  |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .  |               |                            |                  |                  |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .  |               |                            |                  |                  |
| <b>d</b> Applied to 2013 distributable amount . . . . .   |               |                            |                  | <b>166,543</b>   |
| <b>e</b> Remaining amount distributed out of corpus . . . . .   |               |                            |                  |                  |
| <b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)  |               |                            |                  |                  |
| <b>6</b> Enter the net total of each column as indicated below:   |               |                            |                  |                  |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5  |               |                            |                  |                  |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .   |               |                            |                  |                  |
| <b>c</b> 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 . . . . . |               |                            |                  |                  |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .   |               |                            |                  |                  |
| <b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .  |               |                            |                  |                  |
| <b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .  |               |                            |                  | <b>2,149,221</b> |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  |               |                            |                  |                  |
| <b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .  |               |                            |                  |                  |
| <b>9</b> <b>Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a . . . . .   |               |                            |                  |                  |
| <b>10</b> Analysis of line 9:   |               |                            |                  |                  |
| <b>a</b> Excess from 2009 . . . . .   |               |                            |                  |                  |
| <b>b</b> Excess from 2010 . . . . .   |               |                            |                  |                  |
| <b>c</b> Excess from 2011 . . . . .   |               |                            |                  |                  |
| <b>d</b> Excess from 2012 . . . . .   |               |                            |                  |                  |
| <b>e</b> Excess from 2013 . . . . .   |               |                            |                  |                  |

**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 2013, 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 | Prior 3 years |          |          | (e) Total |
|--|----------|---------------|----------|----------|-----------|
|  | (a) 2013 | (b) 2012      | (c) 2011 | (d) 2010 |           |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed                      |          |               |          |          |           |
| <b>b</b> 85% of line 2a  |          |               |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed   |          |               |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities   |          |               |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c                                   |          |               |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon:  |          |               |          |          |           |
| <b>a</b> "Assets" alternative test—enter:  |          |               |          |          |           |
| <b>(1)</b> Value of all assets   |          |               |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)   |          |               |          |          |           |
| <b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed                                |          |               |          |          |           |
| <b>c</b> "Support" alternative test—enter:   |          |               |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) |          |               |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)                                       |          |               |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization   |          |               |          |          |           |
| <b>(4)</b> 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 or e-mail address 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"







**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2014

**Part I, Line 11 - Other Income:**

|  |     |            |
|--|-----|------------|
| CsMckee Account - Misc Check Deposit                   | 162 |            |
| FIR Refund, 2012 Federal Taxes                         | 8   |            |
| Keen Battle Mead & Company, Refund Parking Lot Premium | 671 |            |
| UM/School of Education, Partial Grant Refund           | 76  |            |
| FIR Refund, 2012 Florida Income Tax                    | 1   |            |
| <b>Total - Part I, Line 11, Column (a)</b>             |     | <b>919</b> |

**Part I - Operating and Administrative Expense:**

| Line # | Description  | TOTAL<br>(a)   | Time Basis Allocation % |      | Net Investment Income<br>(b) | Disbursements for Charitable Purposes<br>(d) |
|--------|--|----------------|-------------------------|------|------------------------------|--|
|        |  |                | (b)                     | (d)  |                              |  |
| 13     | Compensation of Officers, Directors                  | 157,200        | 20%                     | 80%  | 31,440                       | 125,760                                      |
| 14     | Other employee salaries & wages                      | 173,309        | 20%                     | 80%  | 34,662                       | 138,647                                      |
| 15     | Pension Plans, Employee Benefits                     | 201,447        | 20%                     | 80%  | 25,146                       | 100,586                                      |
| 16b    | Accounting fee (schedule attached)                   | 14,000         | 20%                     | 80%  | 2,800                        | 11,200                                       |
| c      | Other Professional Fees (schedule attached)          | 228,205        | 100%                    |      | 228,205                      |  |
| 18     | Taxes (schedule attached)                            | 62,048         |                         |      | -                            | 43   |
| 19     | Depreciation (schedule attached)                     | 6,681          |                         |      | -                            |  |
| 20     | Occupancy  | 75,620         | 20%                     | 80%  | 15,124                       | 60,496                                       |
| 21     | Travel Conferences & Mtgs                            | 3,841          |                         | 100% |                              | 3,841  |
| 22     | Printing & Publications                              | 343            |                         | 100% |                              | 343  |
| 23     | Other Expenses (schedule attached)                   | 37,096         |                         |      | 5,359                        | 31,737                                       |
|        | <b>Total Operating &amp; Administrative Expenses</b> | <b>959,792</b> |                         |      | <b>342,737</b>               | <b>472,653</b>                               |

**Part I, Line 16**

|  |                  |                |
|--|------------------|----------------|
| <b>(b) Accounting Fees:</b><br>Audit of Financial Statements for FYE 11/30/13  | 14,000           |                |
| <b>Total - Part I, Line 16b</b>  |                  | <b>14,000</b>  |
| <b>(c) Other Professional Fees:</b><br>Appraisal Fee - Fine Arts & Real Estate Property<br>Investments Portfolio Management Fees | 1,850<br>226,355 |                |
| <b>Total - Part I, Line 16c</b>  |                  | <b>228,205</b> |

**Part I, Line 18 - Taxes:**

|                                 |        |               |
|---------------------------------|--------|---------------|
| Excise Tax on Investment Income | 62,005 |               |
| Personal Property Tax           | 43     |               |
| <b>Total - Part I, Line 18</b>  |        | <b>62,048</b> |

**PEACOCK FOUNDATION, INC. EIN: 59-0999759**

Schedule of Information for Form 990-PF

**Part 1, Line 19 - Depreciation**

**Fiscal Year Ended: November 30, 2014**

| Description Of Property   | Date Acquired | Date Fully Depreciated | Cost           | Prior Years' Depreciation | Method | Useful Life | Depreciation FYE 11/30/14 | Acc Deprec FYE 11/30/14 |
|---|---------------|------------------------|----------------|---------------------------|--------|-------------|---------------------------|-------------------------|
| <b>EQUIPMENT</b>  |               |                        |                |                           |        |             |                           |                         |
| Flatware & House-wares  | Oct-95        | Sep-00                 | 343 43         | 343 43                    | SL     | 5           | -                         | 343 43                  |
| Refrigerator, Microwave, ColorTV & Phone Answering                  | Oct-95        | Sep-00                 | 1,222 90       | 1,222 90                  | SL     | 5           | -                         | 1,222 90                |
| Calculator, Typewriter & Step Stool                                 | Oct-95        | Sep-00                 | 1,106 96       | 1,106 96                  | SL     | 5           | -                         | 1,106 96                |
| HandVac and Tri-Step Platform Ladder                                | Oct-95        | Sep-00                 | 90 39          | 90 39                     | SL     | 5           | -                         | 90 39                   |
| Calculator - Casio DL-270B (FV)                                     | Apr-00        | Mar-05                 | 89 99          | 89 99                     | SL     | 5           | -                         | 89 99                   |
| Upgrade Computer Network (PC Depot)                                 | Jul-12        | Jun-15                 | 10,736 00      | 5,069 63                  | SL     | 3           | 3,578 76                  | 8,648 39                |
| iPads for Board Members   | Mar-13        | Feb-16                 | 7,625 00       | 1,906 13                  | SL     | 3           | 2,791 70                  | 4,697 83                |
| <b>TOTAL EQUIPMENT</b>  |               |                        | <b>21,215</b>  | <b>10,079</b>             |        |             | <b>6,120</b>              | <b>15,950</b>           |
| <b>FURNITURE &amp; FIXTURES</b>                                     |               |                        |                |                           |        |             |                           |                         |
| Office Designs, Office Furn, Install, Office Accs<br>Drape Material | Jul-95        | Jun-02                 | 48,978 03      | 48,978 03                 | SL     | 7           | -                         | 48,978                  |
| Partner Plus Phone System   | Aug-95        | Jul-00                 | 3,827 65       | 3,827 65                  | SL     | 5           | -                         | 3,828                   |
| Hendredon Display Cabinet   | Aug-95        | Jul-02                 | 4,625 00       | 4,625 00                  | SL     | 7           | -                         | 4,625                   |
| Storage Cabinet   | Aug-95        | Jul-00                 | 99 99          | 99 99                     | SL     | 5           | -                         | 100                     |
| Neoclasia Table, Printer Stand, Mini Lap Desk, Box                  | Aug-95        | Jul-02                 | 649 00         | 649 00                    | SL     | 7           | -                         | 649                     |
| Audio System (Equipment/Installation)                               | Aug-95        | Jul-00                 | 2,152 80       | 2,152 80                  | SL     | 5           | -                         | 2,153                   |
| Labor/Hardware Install Office Drapes                                | Aug-95        | Jul-02                 | 801 00         | 801 00                    | SL     | 7           | -                         | 801                     |
| Office/Kitchen Furnishings  | Aug-95        | Jul-00                 | 141 43         | 141 43                    | SL     | 5           | -                         | 141                     |
| Material, Table Linen, Easels                                       | Oct-95        | Sep-00                 | 101 69         | 101 69                    | SL     | 5           | -                         | 102                     |
| Office Furn/Smith Metal   | Feb-96        | Jan-03                 | 459 39         | 459 39                    | SL     | 7           | -                         | 459                     |
| Partner Mail VS (System/Srvc/Install)                               | Jun-97        | May-02                 | 3,900 57       | 3,900 57                  | SL     | 5           | -                         | 3,901                   |
| Order 96192, Office Additions/Chair                                 | Jul-97        | Jun-04                 | 7,360 07       | 7,360 07                  | SL     | 7           | -                         | 7,360                   |
| PrinterStand for HP5 Laser  | Sep-97        | Aug-04                 | 99 00          | 99 00                     | SL     | 7           | -                         | 99                      |
| Chairmats, 66x60/48x60/54x60  | May-98        | Apr-03                 | 502 44         | 502 44                    | SL     | 5           | -                         | 502                     |
| Credenza  | Apr-00        | Mar-07                 | 1,964 85       | 1,964 85                  | SL     | 7           | -                         | 1,965                   |
| New Security System & Door Bell                                     | Sep-04        | Aug-09                 | 3,177 48       | 3,177 48                  | SL     | 5           | -                         | 3,177                   |
| Board Room Renovation   | Apr-09        | Mar-14                 | 11,288 25      | 10,535 69                 | SL     | 5           | 560 83                    | 11,097                  |
| Replace Kitchen Carpet  | Jul-09        | Jun-12                 | 986 00         | 1,177 73                  | SL     | 3           | -                         | 1,178                   |
| <b>TOTAL FURNITURE &amp; FIXTURES</b>                               |               |                        | <b>91,115</b>  | <b>90,554</b>             |        |             | <b>561</b>                | <b>91,115</b>           |
| <b>Part 1, Line 19 - Depreciation</b>                               |               |                        | <b>112,329</b> | <b>100,633</b>            |        |             | <b>6,681</b>              | <b>107,065</b>          |

Part I, Line 19 - Depreciation

6,681

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

112,329

Less: Accumulated Depreciation

107,065

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2014

**Part I, Line 23 - Other Expenses:**

|                                    | TOTAL<br>(a)  | Time Basis<br>Allocation<br>% |      | Net<br>Investment<br>Income<br>(b) | Disbursements<br>for Charitable<br>Purposes<br>(d) |
|------------------------------------|---------------|-------------------------------|------|------------------------------------|--|
|                                    |               | (b)                           | (d)  |                                    |  |
| Board Meetings                     | 1,830         | 20%                           | 80%  | 366                                | 1,464  |
| Dues, Non-Profit Organizations     | 1,225         |                               | 100% |                                    | 1,225  |
| Florida Annual Report              | 61            |                               | 100% |                                    | 61   |
| Insurance, Directors & Officers    | 2,497         | 20%                           | 80%  | 499                                | 1,997  |
| Insurance, Office                  | 4,822         | 20%                           | 80%  | 964                                | 3,858  |
| Office Expenses                    | 1,332         | 20%                           | 80%  | 266                                | 1,065  |
| Office Supplies                    | 480           | 20%                           | 80%  | 96                                 | 384  |
| Parking Vendors                    | 200           | 20%                           | 80%  | 40                                 | 160  |
| Postage                            | 153           | 20%                           | 80%  | 31                                 | 122  |
| Rents Paid, Leased Equipment       | 1,681         | 20%                           | 80%  | 336                                | 1,344  |
| Repairs and Maintenance, Equipment | 10,983        | 20%                           | 80%  | 2,197                              | 8,787  |
| Site Visits                        | 413           |                               | 100% |                                    | 413  |
| Stationary and Printing            | 2,819         | 20%                           | 80%  | 564                                | 2,255  |
| Sundry Expense                     | 464           |                               | 100% | -                                  | 464  |
| Website Design & Misc              | 8,136         |                               | 100% | -                                  | 8,136  |
| <b>Total - Part I, Line 23</b>     | <b>37,096</b> |                               |      | <b>5,359</b>                       | <b>31,737</b>                                      |

**Part II, Line 10 - Investments** (See Attached Schedule)

**Part II, Line 13 - Investments--Other:**

| Investments - Other:            | Book Value    |   | Fair Market Value |
|---------------------------------|---------------|---|-------------------|
| Ceramics & Paintings            | 21,952        |   | 122,280           |
| <b>Total - Part II, Line 13</b> | <b>21,952</b> | - | <b>122,280</b>    |

**Part II, Line 14 - Land, building & equipment**

| Equipment & Furniture           | Book Value     | Acc Deprec     | NET          |
|---------------------------------|----------------|----------------|--------------|
| Office Equipment                | 21,215         | 15,950         | 5,265        |
| Office Furniture and Fixtures   | 91,115         | 91,115         | -            |
| <b>Total - Part II, Line 14</b> | <b>112,329</b> | <b>107,065</b> | <b>5,265</b> |

**Part VII-A Statements Regarding Activities**

**Line 3** (See Attached Amended By-Laws)

**PEACOCK FOUNDATION, INC. EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2014

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

| Securities Description   | Number<br>of Shares | Book Value          | Fair<br>Market Value |
|--|---------------------|---------------------|----------------------|
| <b>( a ) Investments---U.S. &amp; State Government Obligations</b>         |                     |                     |                      |
| Missouri St Enviro Impt Energy Res Auth 4.625%                             | 100,000             | 94,327.50           | 100,143.00           |
| Missouri St Enviro Impt Energy Res Auth 4.750%                             | 100,000             | 93,307.50           | 100,147.00           |
| Massachusetts Edl Fin Ser J Cpn 5.00%                                      | 600,000             | 178,982.32          | 197,398.80           |
| Klickitat Cnty WA Pub Util Dist 4 4.165% Due 12/01/15                      | 150,000             | 151,058.50          | 153,946.50           |
| Jea Fl W&S Sys Rev Ser B 5.200% Due 10/01/19                               | 500,000             | 500,002.50          | 565,880.00           |
| Baltimore MD Taxbl 4.189% Due 10/15/19                                     | 200,000             | 200,002.50          | 222,362.00           |
| Baltimore MD Taxbl 4.189% Due 10/15/19                                     | 100,000             | 100,002.50          | 111,181.00           |
| Kentucky St Ppty & Bldgs Comm Ser B/E 3.509%                               | 250,000             | 251,382.50          | 264,795.00           |
| Independence KS Indl Dev 8.110% Due 06/15/20                               | 200,000             | 207,902.00          | 201,972.00           |
| Ohio St Bldg Auth St Facs Admin Bldg B 5.130%                              | 400,000             | 400,002.50          | 440,480.00           |
| New York NY Ser D 1 Build Amer Bds 5 199%                                  | 250,000             | 244,377.50          | 287,760.00           |
| Orange Cnty CA Sales Tax Meas 6.063% Due 02/15/23                          | 265,000             | 265,041.69          | 306,268.45           |
| Milwaukee Cnty WI Txbl Corp Purp Ser A 5.00%                               | 500,000             | 499,377.50          | 557,345.00           |
| Hampton Cnty Sc Sch Dist Txbl 6.250% Due 06/01/28                          | 250,000             | 253,435.00          | 309,450.00           |
| Jersey City NJ Taxable Gen Impt B Agm 7.125%                               | 250,000             | 258,250.00          | 289,335.00           |
| <b>Total Part II, Line 10a --- U.S. &amp; State Government Obligations</b> |                     | <b>3,747,196.24</b> | <b>4,178,487.25</b>  |
| <b>(b) Investments---Corporate Stock</b>                                   |                     |                     |                      |
| Alexander & Baldwin Inc (ALEX)   | 4,060.00            | 129,985.88          | 154,604.80           |
| Allegheny Technologies Inc (ATI)   | 3,830.00            | 117,215.28          | 129,032.70           |
| Allison Transmission Hldgs Inc (ALSN)                                      | 2,615.00            | 76,412.91           | 86,007.35            |
| Ally Finl Incorporated (ALLY)  | 4,905.00            | 117,086.99          | 116,640.90           |
| Amerco Inc (UHAL)  | 370.00              | 42,901.28           | 102,934.00           |
| American Cap Limited (ACAS)  | 8,890.00            | 125,907.27          | 133,261.10           |
| Block H & R Incorporated (HRB)   | 3,583.00            | 104,552.80          | 120,532.12           |
| Brookdale Sr Living Inc (BKD)  | 2,625.00            | 84,888.58           | 92,977.50            |
| CIT Group Inc (CIT)  | 2,245.00            | 88,115.75           | 109,556.00           |
| CNO Finl Group Incorporated (CNO)  | 7,610.00            | 110,101.44          | 131,957.40           |
| CST Brands Incorporated (CST)  | 4,330.00            | 142,236.59          | 189,047.80           |
| Comerica Incorporated (CMA)  | 2,191.00            | 65,345.41           | 102,122.51           |
| Delek US Hldgs Incorporated (DK)   | 2,182.00            | 66,924.49           | 65,241.80            |
| Discover Financial Service (DFS)   | 1,360.00            | 54,872.46           | 89,148.00            |
| Encore Wire Corp (WIRE)  | 2,455.00            | 51,174.06           | 90,024.85            |
| Fidelity Nat'l Fin FNF Group Com (FNF)                                     | 4,155.00            | 113,691.01          | 134,622.00           |
| Gulfport Energy Corp New (GPOR)  | 3,595.00            | 173,461.64          | 171,589.35           |
| Hyatt Hotels Corp (H)  | 2,710.00            | 96,276.82           | 159,700.30           |
| Intrepid Potash Inc (IPI)  | 7,605.00            | 138,028.63          | 108,523.35           |
| Investors Bancorp Inc (ISBC)   | 8,695.00            | 47,312.86           | 93,992.95            |
| LSB Industries Inc (LXU)   | 2,900.00            | 98,494.32           | 95,903.00            |
| MDC Holdings Inc (MDC)   | 3,180.00            | 98,784.96           | 83,665.80            |
| Oshkosh Truck Corporation (OSK)  | 3,410.00            | 140,356.20          | 154,814.00           |
| Owens Corning Inc (OC)   | 2,625.00            | 99,756.39           | 91,455.00            |
| Pioneer Natural Resources Co (PXD)   | 240.00              | 25,856.98           | 34,375.20            |
| Rayonier Advanced Matls Inc (RYAM)   | 2,473.00            | 88,596.33           | 60,959.45            |
| Rock-Tenn Company CL A (RKT)   | 1,365.00            | 65,912.85           | 77,545.65            |
| Seacor Holdings Incorporated (CKH)   | 1,426.00            | 105,465.73          | 101,445.64           |

**PEACOCK FOUNDATION, INC. EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2014

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

| Securities Description                | Number of Shares | Book Value | Fair Market Value |
|---------------------------------------|------------------|------------|-------------------|
| Tech Data Corp (TECD)                 | 2,495 00         | 138,820 51 | 155,513 35        |
| Towers Watson & Company CL A (TW)     | 400.00           | 43,658.05  | 45,184 00         |
| Tribune Media Company Class A (TRBAA) | 3,375.00         | 188,174.25 | 229,365 00        |
| Visteon Corp Com New (VC)             | 880.00           | 43,627 43  | 86,240 00         |
| Voya Finl Incorp (VOYA)               | 2,195.00         | 83,909 44  | 91,926.60         |
| White Mountains Ins Group (WTM)       | 220.00           | 112,829.05 | 139,429 40        |
| Allied World Assurance Company (AWH)  | 4,650 00         | 141,942.23 | 175,305.00        |
| Istar Finl Incorporated Reit (STAR)   | 4,288 00         | 65,032 31  | 61,275.52         |
| Rayonier Incorporated Reit (RYN)      | 1,090.00         | 36,163.52  | 29,735 20         |
| Ryman Hospitality PPTYS Inc (RHP)     | 2,520 00         | 88,902.41  | 131,241 60        |
| Sunoco LP Com U Rep LP (SUN)          | 1,877 00         | 93,471.32  | 88,143 92         |
| Abbot Labs (ABT)                      | 2,200.00         | 82,294 52  | 97,922 00         |
| Agilent Technologies (A)              | 1,400 00         | 39,106.69  | 59,836.00         |
| Allstate Corp (ALL)                   | 1,400 00         | 26,685.68  | 95,410 00         |
| American Express Company (AXP)        | 800.00           | 34,347.28  | 73,936 00         |
| American Int'l Group (AIG)            | 2,200 00         | 90,395 15  | 120,560 00        |
| Amerisourcebergen Corp (ABC)          | 2,600 00         | 83,770.25  | 236,730 00        |
| Apple Incorporated (AAPL)             | 2,100.00         | 131,439.58 | 249,753 00        |
| Baker Hughes Incorporated (BHI)       | 1,400.00         | 92,386 42  | 79,800 00         |
| Bank New York Mellon Corp (BK)        | 2,600.00         | 82,128.68  | 104,078 00        |
| Baxter International Inc (BAX)        | 1,700.00         | 82,653.92  | 124,100 00        |
| Borg Warner Inc (BWA)                 | 1,600.00         | 49,786.40  | 90,496 00         |
| CBS Corp Class B Common (CBS)         | 1,500 00         | 49,092.45  | 82,320 00         |
| Chevron Corporation (CVX)             | 1,400 00         | 100,477.15 | 152,418 00        |
| Cisco Systems Incorporated (CSCO)     | 3,100 00         | 77,344.69  | 85,684.00         |
| ConocoPhillips (COP)                  | 1,869.00         | 116,335.37 | 123,484 83        |
| Deere & Co (DE)                       | 1,000 00         | 76,385.22  | 86,620 00         |
| Discover Finl Svcs (DFS)              | 2,500.00         | 144,750 00 | 163,875 00        |
| Directv (DTV)                         | 1,500 00         | 125,923.65 | 131,565 00        |
| Dover Corp Common (DOV)               | 1,500.00         | 57,678 85  | 115,485 00        |
| EMC Corporation (EMC)                 | 2,700.00         | 56,799.36  | 81,945.00         |
| EMC Corporation (EMC)                 | 800 00           | 77,958.80  | 69,376.00         |
| Ebay Inc (EBAY)                       | 1,300.00         | 63,154 52  | 71,344 00         |
| Express ScriptsHldg Co (ESRX)         | 1,300.00         | 66,726 53  | 108,095 00        |
| Freeport-McMoran Cooper (FCX)         | 2,900.00         | 96,709 14  | 77,865 00         |
| General Electric Company (GE)         | 7,800.00         | 111,322.41 | 206,622 00        |
| Goldman Sachs Group Inc (GS)          | 500.00           | 66,531.60  | 94,205.00         |
| Hess Corporation (HES)                | 1,700 00         | 90,173.57  | 123,981.00        |
| Honeywell International Inc (HON)     | 1,300.00         | 55,850.92  | 128,791 00        |
| Intel Corp (INTC)                     | 4,800.00         | 108,545.41 | 178,800 00        |
| JPMorgan Chase & Co (JPM)             | 3,500 00         | 160,580.68 | 210,560 00        |
| Keysight Technologies Inc (KEYS)      | 700.00           | 14,915 53  | 24,640 00         |
| Mednax Incorporated (MD)              | 1,200 00         | 75,779.88  | 78,552 00         |
| Microsoft Corp (MSFT)                 | 1,700.00         | 41,034.90  | 81,277.00         |
| Nextera Energy Inc (NEE)              | 1,200.00         | 52,767.73  | 125,268 00        |
| Occidental Pete Corp (OXY)            | 1,100.00         | 92,846.53  | 87,747 00         |
| Oracle Corporation (ORCL)             | 2,000.00         | 65,714.19  | 84,820.00         |

**PEACOCK FOUNDATION, INC. EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2014

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

| Securities Description                           | Number of Shares | Book Value   | Fair Market Value |
|--|------------------|--------------|-------------------|
| Philip Morris International Inc (PM)             | 900.00           | 57,264.00    | 78,237.00         |
| Procter & Gamble Co (PG)                         | 1,000.00         | 65,274.20    | 90,430.00         |
| Public SVC Enterprise Group (PEG)                | 2,300.00         | 63,275.64    | 96,094.00         |
| Sandisk Corporation (SNDK)                       | 800.00           | 39,999.44    | 82,768.00         |
| Time Warner Incorp Com New (TWX)                 | 1,000.00         | 72,259.90    | 85,120.00         |
| Time Warner Cable (TWC)                          | 400.00           | 41,598.64    | 59,712.00         |
| US Bancorp New (USB)                             | 1,900.00         | 55,157.00    | 83,980.00         |
| United Technologies Corp (UTX)                   | 1,000.00         | 61,414.34    | 110,080.00        |
| Wal-Mart Stores (WMT)                            | 1,500.00         | 78,901.75    | 131,310.00        |
| Wells Fargo Company (WFC)                        | 4,400.00         | 136,845.08   | 239,712.00        |
| Actavis Plc Shs (Ireland) (ACT)                  | 496.00           | 62,743.38    | 134,222.56        |
| Davidson Kempner Inst Partners                   |                  | 3,655,952.00 | 3,655,952.00      |
| Bk Amer Corp Dep Shs Pfd Ser W 6.625% (BAC'W)    | 4,000            | 100,279.60   | 101,679.60        |
| BB&T Corp Dep Shs Ser E Perp Pfd 5.6250% (BBT E) | 4,000            | 85,797.00    | 97,738.00         |
| Customers Bancorp Inc Sr Note 6.375% (CUBIL)     | 5,000            | 128,899.58   | 130,750.00        |
| Customers Bancorp Inc Sr Note 6.375% (CUBIL)     | 3,000            | 77,593.75    | 78,450.00         |
| Customers Bancorp Inc Sr Note 6.375% (CUBIL)     | 1,000            | 25,994.74    | 26,150.00         |
| Customers Bancorp Inc Sr Note 6.375% (CUBIL)     | 1,000            | 26,070.99    | 26,150.00         |
| Metlife Inc Ser B Non-Cum Perp Pfd 6.5% (MET B)  | 4,000            | 100,000.00   | 103,282.40        |
| State Street Corp Non Cum Perp Pfd E 6% (SRTRP)  | 10,000           | 249,000.00   | 250,200.00        |
| US Bancorp Del Dep Shs Pfd Ser G Perp (USB'N)    | 10,000           | 254,600.00   | 275,600.00        |
| US Bancorp Del Dep Shs Pfd Ser G Perp (USB'N)    | 2,500            | 67,750.00    | 68,900.00         |
| US Bancorp Del Dep Shs Pfd Ser G Perp (USB'N)    | 1,500            | 40,740.00    | 41,340.00         |
| WSFS Financial Corp Sr Note Due 09/01/19 (WFSL)  | 2,500            | 65,186.18    | 66,025.00         |
| Spdr Barclay Cap Short Term High Yield Bond ETF  |                  | 200,395.00   | 191,815.00        |
| Spdr Barclay Cap Short Term High Yield Bond ETF  |                  | 92,700.00    | 88,530.00         |
| DFA Emerging Markets Value Port Inst CL (DFEVX)  | 86,653.608       | 2,348,312.79 | 2,369,976.18      |
| FPA New Income Inc Fund Inst CL (FPNIX)          | 35,175.820       | 372,622.11   | 359,145.12        |
| FPA Crescent Fund Inst CL (FPACX)                | 34,710.897       | 1,007,042.84 | 1,212,104.52      |
| First Eagle Overseas I (SGOIX)                   | 76,556.483       | 1,743,940.29 | 1,833,527.77      |
| Harding Loevner Int'l Equity Portfolio (HLMIX)   | 194,948.494      | 3,092,579.57 | 3,583,153.32      |
| Advisory Research Mlp & Income Fund CL I (INFIX) | 71,142.147       | 880,620.73   | 974,647.41        |
| IVY Asset Strategy Fund I (IVEX)                 | 37,485.947       | 975,967.53   | 1,187,554.80      |
| Legg Mason BW Global Opport Bond I (GOBIX)       | 211,385.848      | 2,401,170.72 | 2,395,001.66      |
| Pimco All Assett All Authority Inst (PAUIX)      | 102,725.152      | 1,102,557.27 | 1,008,760.99      |
| RS Global Natural Resources Y (RSNYX)            | 17,108.311       | 644,830.36   | 504,866.26        |
| Wells Fargo Adv Absolute Rtn Fund (WARDX)        | 95,701.868       | 1,045,794.19 | 1,093,872.35      |
| Avenue Credit Strategies Fund Inst (ACSBX)       | 104,803.493      | 1,200,000.00 | 1,174,847.16      |
| Robeco BP Long/Short Research Fund (BPRIX)       | 179,902.556      | 2,555,030.73 | 2,757,906.18      |
| Apple Inc (AAPL)                                 | 3,124            | 224,330.10   | 371,537.32        |
| Berkshire Hathaway Inc (BRK'B)                   | 2,625            | 275,321.40   | 390,311.25        |
| Coach Inc (COH)                                  | 6,160            | 292,312.27   | 228,659.20        |
| Cognizant Technology Corp CL A (CTSH)            | 6,550            | 217,577.39   | 353,634.50        |
| Cummins Inc (CMI)                                | 935              | 92,263.36    | 136,154.70        |
| E M C Corp Mass (EMC)                            | 5,135            | 124,373.08   | 155,847.25        |
| Express Scripts Inc (ESRX)                       | 4,525            | 223,331.09   | 376,253.75        |
| Google Incorporated Class A (GOOGL)              | 196              | 63,873.50    | 107,619.68        |

**PEACOCK FOUNDATION, INC. EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal year Ended: November 30, 2014

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

| Securities Description  | Number of Shares | Book Value           | Fair Market Value    |
|---|------------------|----------------------|----------------------|
| Google Incorporated Class C (GOOG)                            | 158              | 52,695.45            | 85,609.14            |
| LKQ Corporation (LKQ)   | 6,540            | 175,677.80           | 189,987.00           |
| M & T BK Corporation (MTB)                                    | 1,950            | 225,175.83           | 245,739.00           |
| Mead Johnson Nutrition Company (MJN)                          | 1,640            | 135,755.43           | 170,297.60           |
| National Oilwell Varco Inc (NOV)                              | 1,875            | 97,321.91            | 125,700.00           |
| Now Incorporated (DNOW)                                       | 468              | 10,927.99            | 12,533.04            |
| Priceline Grp Incorp Com (PCLN)                               | 144              | 105,614.36           | 167,067.36           |
| Qualcomm Inc (QCOM)   | 5,450            | 356,438.73           | 397,305.00           |
| Schlumberger Ltd (SLB)  | 1,670            | 106,002.86           | 143,536.50           |
| Stercycle Inc (SRCL)  | 1,935            | 203,944.47           | 249,460.20           |
| Varian Medical Systems (VAR)                                  | 2,025            | 134,644.18           | 179,232.75           |
| Verisk Analytics Inc CL A (VRSK)                              | 2,955            | 109,166.29           | 183,150.90           |
| Visa Inc Class A (V)  | 735              | 112,577.98           | 189,769.65           |
| Perrigo Company Pls Shs (PRGO)                                | 970              | 150,679.41           | 155,384.30           |
| Core Laboratories NV (CLB)                                    | 890              | 120,008.65           | 114,658.70           |
| <b>Total Part II, Line 10b, Investments---Corporate Stock</b> |                  | <b>35,432,814.95</b> | <b>40,002,041.01</b> |

**(c) Investments---Corporate Bonds**

|   |         |                     |                     |
|---|---------|---------------------|---------------------|
| Genl Elec Cap Corp Pfd Ser A Fxd to Var 7 125%                | 200,000 | 207,250.00          | 233,500.00          |
| Ford Motor Cr Comp LLC 3.00% Due 12/20/18                     | 150,000 | 297,750.00          | 302,607.00          |
| Safeway Inc Note 4 75% Fur 12/01/21                           | 100,000 | 149,041.50          | 152,512.50          |
| Hewlett Packard Global Note 4.650% Due 12/09/21               | 300,000 | 199,996.00          | 213,190.00          |
| Toll Bros Fin Corp Gtd Sr Note 4 375% Due 04/15/23            | 150,000 | 247,187.50          | 248,125.00          |
| U S West Communications Inc 7.125% Due 11/15/43               | 200,000 | 201,862.42          | 204,946.00          |
| <b>Total Part II, Line 10c, Investments---Corporate Bonds</b> |         | <b>1,303,087.42</b> | <b>1,354,880.50</b> |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity   | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds  | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|--|------------------|--------------|---------------------|-----------|-------------------------|------------------------|
| <b>Allegheny Technologies Incorporated (ATI)</b> |                  |              |                     |           |                         |                        |
| 423 00   | 11/05/02         | 03/31/14     | 11,755 21           | 15,925.17 |                         | 4,169 96               |
| 127 00   | 11/05/02         | 03/31/14     | 3,529 34            | 4,797 32  |                         | 1,267 98               |
| 460 00   | 11/05/02         | 04/04/14     | 12,783.45           | 17,678 32 |                         | 4,894 87               |
| 700 00   | 11/05/02         | 04/21/14     | 19,453 07           | 28,551 94 |                         | 9,098 87               |
| <b>Casays General Stores Inc (CASY)</b>          |                  |              |                     |           |                         |                        |
| 80 00  | 06/21/12         | 02/04/14     | 4,366 90            | 5,385 77  |                         | 1,018 87               |
| 130 00   | 10/22/12         | 02/04/14     | 6,476 05            | 8,751 87  |                         | 2,275 82               |
| 100 00   | 10/22/12         | 02/27/14     | 4,981 58            | 6,744.88  |                         | 1,763 30               |
| 27.00  | 11/19/12         | 02/27/14     | 1,263 70            | 1,821 12  |                         | 557 42                 |
| 58 00  | 11/19/12         | 02/27/14     | 2,714 60            | 3,918 36  |                         | 1,203.76               |
| 5 00   | 11/19/12         | 02/28/14     | 234 02              | 342 11    |                         | 108 09                 |
| 84 00  | 11/21/12         | 02/28/14     | 3,920 31            | 5,747 45  |                         | 1,827 14               |
| 114 00   | 11/21/12         | 02/28/14     | 5,320 41            | 7,798 98  |                         | 2,478 57               |
| 222 00   | 11/21/12         | 03/07/14     | 10,360 81           | 14,793 78 |                         | 4,432 97               |
| <b>CIT Group Inc Com New (CIT)</b>               |                  |              |                     |           |                         |                        |
| 315.00   | 11/05/12         | 08/27/14     | 11,927 60           | 15,062 20 |                         | 3,134 60               |
| 630 00   | 11/05/12         | 10/10/14     | 23,855.20           | 28,224.76 |                         | 4,369 56               |
| 630 00   | 11/05/12         | 11/05/14     | 20,068 66           | 25,845 29 |                         | 5,776 63               |
| <b>Comerica Incorporated (CMA)</b>               |                  |              |                     |           |                         |                        |
| 210 00   | 11/05/12         | 07/30/14     | 6,306 80            | 10,601 11 |                         | 4,294 31               |
| 589 00   | 11/05/12         | 10/13/14     | 17,689 09           | 27,842 00 |                         | 10,152 91              |
| <b>Delek US Hldgs Inc (DK)</b>                   |                  |              |                     |           |                         |                        |
| 204 000  | 03/28/14         | 10/17/14     | 5,782 38            | 6,309 29  | 526 91                  |                        |
| 251 000  | 03/28/14         | 10/17/14     | 7,116 43            | 7,762 91  | 646 48                  |                        |
| 53.000   | 03/31/14         | 10/17/14     | 1,510 37            | 1,639 18  | 128 81                  |                        |
| 187 000  | 03/31/14         | 10/17/14     | 5,329 05            | 5,644 32  | 315.27                  |                        |
| 75 000   | 03/31/14         | 11/05/14     | 2,137.32            | 2,474 48  | 337.16                  |                        |
| 28 000   | 04/02/14         | 11/05/14     | 813 54              | 923 81    | 110.27                  |                        |
| 57 000   | 04/02/14         | 11/05/14     | 1,669 50            | 1,880.60  | 211.10                  |                        |
| 178 000  | 04/02/14         | 11/06/14     | 5,213 53            | 5,649 13  | 435.60                  |                        |
| 22 000   | 04/02/14         | 11/07/14     | 644 37              | 700 87    | 56.50                   |                        |
| 105 000  | 04/03/14         | 11/07/14     | 3,162 16            | 3,345 06  | 182 90                  |                        |
| <b>Fidelity National Financial IN (FNFV)</b>     |                  |              |                     |           |                         |                        |
| 0 905  | 04/03/14         | 07/11/14     | 13 12               | 15 84     | 2 72                    |                        |
| 22 759   | 04/03/14         | 08/28/14     | 329 90              | 345 18    | 15 28                   |                        |
| 54 241   | 04/03/14         | 08/28/14     | 787 58              | 822 63    | 35 05                   |                        |
| 63 081   | 04/03/14         | 08/28/14     | 915.93              | 958.26    | 42 33                   |                        |
| 92.324   | 04/04/14         | 08/28/14     | 1,335 43            | 1,402 49  | 67 06                   |                        |
| 19.665   | 04/11/14         | 08/28/14     | 280 33              | 298 72    | 18 39                   |                        |
| 69 930   | 04/11/14         | 08/28/14     | 998 64              | 1,062.31  | 63 67                   |                        |
| 103 000  | 04/11/14         | 08/29/14     | 1,470 90            | 1,541 87  | 70 97                   |                        |
| 1 000  | 04/11/14         | 08/29/14     | 14.28               | 14 96     | 0 68                    |                        |
| 39 715   | 04/11/14         | 08/29/14     | 567 15              | 596 87    | 29 72                   |                        |
| 53 285   | 04/21/14         | 08/29/14     | 754 20              | 800 81    | 46 61                   |                        |
| 176 692  | 04/21/14         | 08/29/14     | 2,500 92            | 2,645 04  | 144.12                  |                        |
| 78.308   | 05/05/14         | 08/29/14     | 1,205 40            | 1,172.25  | (33 15)                 |                        |
| 41 680   | 05/05/14         | 09/08/14     | 641 59              | 645 19    | 3.60                    |                        |
| 83 320   | 06/19/14         | 09/08/14     | 1,231.25            | 1,289 76  | 58 51                   |                        |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity                                      | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds  | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|---|------------------|--------------|---------------------|-----------|-------------------------|------------------------|
| 17 000  | 06/19/14         | 09/08/14     | 251.22              | 263.32    | 12.10                   |                        |
| 28 334  | 06/19/14         | 09/09/14     | 418.70              | 428.15    | 9.45                    |                        |
| 4.666   | 06/19/14         | 09/09/14     | 68.02               | 70.51     | 2.49                    |                        |
| <b>Foot Locker Incorporated (FL)</b>          |                  |              |                     |           |                         |                        |
| 329.00  | 02/24/11         | 01/10/14     | 6,269.06            | 13,510.87 |                         | 7,241.81               |
| 161.00  | 02/25/11         | 01/10/14     | 3,097.01            | 6,611.70  |                         | 3,514.69               |
| 200.00  | 02/25/11         | 01/24/14     | 3,847.22            | 7,511.25  |                         | 3,664.03               |
| 280.00  | 02/28/11         | 01/24/14     | 5,462.38            | 10,515.74 |                         | 5,053.36               |
| 154.00  | 02/28/11         | 01/27/14     | 3,004.31            | 5,930.82  |                         | 2,926.51               |
| 345.00  | 02/28/11         | 01/27/14     | 6,730.43            | 13,196.64 |                         | 6,466.21               |
| 341.00  | 02/28/11         | 01/30/14     | 6,652.40            | 13,152.58 |                         | 6,500.18               |
| 129.00  | 12/01/11         | 01/30/14     | 3,077.58            | 4,975.61  |                         | 1,898.03               |
| 171.00  | 12/01/11         | 01/30/14     | 4,079.58            | 6,583.57  |                         | 2,503.99               |
| <b>Gulfport Energy Corporation (GPOR)</b>     |                  |              |                     |           |                         |                        |
| 90.00   | 01/10/13         | 04/22/14     | 3,525.16            | 6,621.83  |                         | 3,096.67               |
| 480.00  | 01/17/13         | 04/22/14     | 19,245.46           | 35,316.42 |                         | 16,070.96              |
| <b>Investors Bankcorp Incorporated (ISBC)</b> |                  |              |                     |           |                         |                        |
| 0.500   | 04/10/06         | 05/09/14     | 2.65                | 5.22      |                         | 2.57                   |
| <b>Istar Finl Incorporated Reit (STAR)</b>    |                  |              |                     |           |                         |                        |
| 116 000                                       | 02/03/14         | 11/13/14     | 1,738.13            | 1,651.25  | (86.88)                 |                        |
| 153 000                                       | 02/03/14         | 11/14/14     | 2,292.54            | 2,186.26  | (106.28)                |                        |
| 42 000  | 02/03/14         | 11/14/14     | 629.32              | 599.11    | (30.21)                 |                        |
| 50 000  | 02/03/14         | 11/17/14     | 749.20              | 710.98    | (38.22)                 |                        |
| 49 000  | 02/03/14         | 11/17/14     | 734.21              | 694.80    | (39.41)                 |                        |
| 44 000  | 02/03/14         | 11/17/14     | 659.29              | 624.08    | (35.21)                 |                        |
| 7.000   | 02/03/14         | 11/18/14     | 104.89              | 99.82     | (5.07)                  |                        |
| 61 000  | 02/03/14         | 11/18/14     | 914.02              | 867.71    | (46.31)                 |                        |
| <b>Keycorp New (KEY)</b>                      |                  |              |                     |           |                         |                        |
| 2,380.00                                      | 11/05/12         | 08/04/14     | 20,184.31           | 31,373.65 |                         | 11,189.34              |
| 931.00  | 11/05/12         | 08/14/14     | 7,895.62            | 12,225.98 |                         | 4,330.36               |
| 604.00  | 11/05/12         | 08/15/14     | 5,122.40            | 7,937.95  |                         | 2,815.55               |
| 1,760.00                                      | 11/05/12         | 08/28/14     | 14,926.21           | 23,737.65 |                         | 8,811.44               |
| 1,221.00                                      | 11/05/12         | 09/02/14     | 10,355.06           | 16,684.60 |                         | 6,329.54               |
| 474.00  | 11/05/12         | 09/03/14     | 4,019.90            | 6,462.60  |                         | 2,442.70               |
| <b>Leucadia Nat'l Corporation (LUK)</b>       |                  |              |                     |           |                         |                        |
| 480.00  | 11/14/12         | 02/12/14     | 9,672.58            | 13,498.52 |                         | 3,825.94               |
| 179.00  | 12/03/12         | 02/12/14     | 3,702.18            | 4,780.72  |                         | 1,078.54               |
| 750.00  | 12/03/12         | 02/18/14     | 16,333.15           | 21,126.31 |                         | 4,793.16               |
| 210.00  | 12/03/12         | 02/28/14     | 4,573.28            | 5,881.99  |                         | 1,308.71               |
| 550.00  | 12/03/12         | 02/28/14     | 11,977.64           | 15,402.21 |                         | 3,424.57               |
| <b>News Corporation New CL A (NWSA)</b>       |                  |              |                     |           |                         |                        |
| 1,800.00                                      | 06/09/13         | 10/06/14     | 28,380.24           | 28,647.62 |                         | 267.38                 |
| 1,350.00                                      | 06/19/13         | 10/09/14     | 21,285.18           | 21,034.69 |                         | (250.49)               |
| 490.00  | 06/19/13         | 10/20/14     | 7,725.73            | 7,233.22  |                         | (492.51)               |
| 825.00  | 08/12/13         | 10/20/14     | 13,149.59           | 12,178.38 |                         | (971.21)               |
| 1,585.00                                      | 08/12/13         | 11/05/14     | 25,263.16           | 24,234.90 |                         | (1,028.26)             |
| 460.00  | 10/07/13         | 11/05/14     | 7,325.73            | 7,033.47  |                         | (292.26)               |
| 40.00   | 10/07/13         | 11/06/14     | 637.02              | 626.82    |                         | (10.20)                |
| 25.00   | 10/07/13         | 11/06/14     | 398.14              | 389.61    |                         | (8.53)                 |
| 146.00  | 10/07/13         | 11/06/14     | 2,325.12            | 2,272.43  |                         | (52.69)                |
| 1,049.00                                      | 10/07/13         | 11/06/14     | 16,705.85           | 16,209.32 |                         | (496.53)               |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity  | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds  | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|---|------------------|--------------|---------------------|-----------|-------------------------|------------------------|
| 118 00  | 12/09/13         | 11/06/14     | 2,084 25            | 1,823 35  | (260 90)                |                        |
| 516.00  | 12/09/13         | 11/07/14     | 9,114.15            | 7,832 80  | (1,281 35)              |                        |
| 148 00  | 12/09/13         | 11/07/14     | 2,614 14            | 2,260 03  | (354 11)                |                        |
| 58 00   | 12/09/13         | 11/10/14     | 1,024 46            | 879.33    | (145 13)                |                        |
| <b>Oshkosh Corporation (OSK)</b>                  |                  |              |                     |           |                         |                        |
| 20 00   | 01/25/13         | 01/22/14     | 673 43              | 1,075 89  | 402 46                  |                        |
| 240 00  | 02/07/13         | 01/22/14     | 9,574 75            | 12,910 72 | 3,335 97                |                        |
| 80 00   | 03/15/13         | 01/22/14     | 3,241 38            | 4,303.57  | 1,062.19                |                        |
| 500 00  | 03/15/13         | 04/21/14     | 20,258 66           | 28,429 47 |                         | 8,170 81               |
| <b>Owens Corning New (OC)</b>                     |                  |              |                     |           |                         |                        |
| 835.00  | 11/05/12         | 08/01/14     | 28,893 92           | 28,619 07 |                         | (274 85)               |
| <b>Pioneer Nat Res Company</b>                    |                  |              |                     |           |                         |                        |
| 35 00   | 11/05/12         | 03/10/14     | 3,770 81            | 6,792 71  |                         | 3,021 90               |
| 166.00  | 11/05/12         | 10/14/14     | 17,884 41           | 27,995 00 |                         | 10,110.59              |
| 149 00  | 11/05/12         | 10/15/14     | 16,052 87           | 24,661 78 |                         | 8,608 91               |
| 130 00  | 11/05/12         | 10/27/14     | 14,005 86           | 22,859 61 |                         | 8,853.75               |
| <b>Plains All America Pipeline (PAA)</b>          |                  |              |                     |           |                         |                        |
| 1,310 00  | 11/05/12         | 01/27/14     | 59,658.32           | 66,444 27 |                         | 6,785 95               |
| <b>Plum Creek Timber Company Inc Reit (PCL)</b>   |                  |              |                     |           |                         |                        |
| 510.00  | 11/05/12         | 01/23/14     | 22,009 82           | 22,248.87 |                         | 239 05                 |
| 405 00  | 11/05/12         | 08/05/14     | 17,478 38           | 16,411.16 |                         | (1,067 22)             |
| 266.00  | 11/05/12         | 08/14/14     | 11,479 63           | 10,769 97 |                         | (709 66)               |
| 274 00  | 11/05/12         | 08/15/14     | 11,824 88           | 11,069 79 |                         | (755 09)               |
| 545 00  | 11/05/12         | 08/27/14     | 23,520 29           | 22,294 69 |                         | (1,225 60)             |
| <b>Range Res Corporation (RRC)</b>                |                  |              |                     |           |                         |                        |
| 150 00  | 11/05/12         | 05/29/14     | 9,990 98            | 13,663 16 |                         | 3,672.18               |
| 180.00  | 11/05/12         | 06/04/14     | 11,989 17           | 16,722.22 |                         | 4,733 05               |
| 70 00   | 11/05/12         | 06/04/14     | 4,662 46            | 6,530 88  |                         | 1,868 42               |
| 20 00   | 11/05/12         | 06/09/14     | 1,332.13            | 1,868 75  |                         | 536 62                 |
| 132 00  | 11/05/12         | 06/09/14     | 8,792 05            | 12,195.86 |                         | 3,403 81               |
| 18 00   | 11/05/12         | 06/10/14     | 1,198.92            | 1,611 37  |                         | 412 45                 |
| <b>Raymond James Financial (RJF)</b>              |                  |              |                     |           |                         |                        |
| 390 00  | 09/01/09         | 01/22/14     | 8,451.38            | 21,051 13 |                         | 12,599 75              |
| 115 00  | 09/01/09         | 02/04/14     | 2,492 07            | 5,634.90  |                         | 3,142 83               |
| 85 00   | 09/01/09         | 02/04/14     | 1,841 97            | 4,141 81  |                         | 2,299 84               |
| 120 00  | 09/09/09         | 02/04/14     | 2,969 81            | 6,237 09  |                         | 3,267 28               |
| 202 00  | 09/09/09         | 02/04/14     | 4,686.72            | 9,891 56  |                         | 5,204 84               |
| 500 00  | 09/09/09         | 02/13/14     | 11,600.80           | 25,561 01 |                         | 13,960.21              |
| 350 00  | 07/27/10         | 02/13/14     | 9,643 59            | 17,892 70 |                         | 8,249 11               |
| <b>Rayonier Advanced Matls (RYAM)</b>             |                  |              |                     |           |                         |                        |
| 0.604   | 01/27/14         | 07/09/14     | 21.55               | 24 58     | 3 03                    |                        |
| 0.056   | 01/27/14         | 09/16/14     | 2 01                | 2 29      | 0 28                    |                        |
| 65 00   | 01/27/14         | 11/05/14     | 2,318 70            | 1,815 14  | (503 56)                |                        |
| 40 00   | 01/27/14         | 11/05/14     | 1,426.89            | 1,117.77  | (309 12)                |                        |
| 59 00   | 01/27/14         | 11/06/14     | 2,104 66            | 1,648.51  | (456.15)                |                        |
| 74.00   | 01/27/14         | 11/07/14     | 2,639.75            | 2,071 86  | (567 89)                |                        |
| <b>Rayonier Incorporated Reit (RYN)</b>           |                  |              |                     |           |                         |                        |
| 790 00  | 01/27/14         | 11/17/14     | 25,854 45           | 21,010 61 | (4,843 84)              |                        |
| <b>Ryman Hospitality Pptys Incorporated (RHP)</b> |                  |              |                     |           |                         |                        |
| 280 00  | 11/05/12         | 02/08/13     |                     |           | (50 85)                 |                        |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity  | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds  | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|---|------------------|--------------|---------------------|-----------|-------------------------|------------------------|
| 220 00  | 08/21/13         | 10/13/14     | 7,444 93            | 9,752 09  |                         | 2,307.16               |
| <b>Schnitzer Steel Industries (SCHN)</b>          |                  |              |                     |           |                         |                        |
| 280.00  | 11/12/08         | 03/13/14     | 6,781.29            | 7,291 42  |                         | 510.13                 |
| 70 00   | 12/01/08         | 03/13/14     | 1,656 14            | 1,822 86  |                         | 166.72                 |
| 140 00  | 12/01/08         | 05/05/14     | 3,312 27            | 3,843 32  |                         | 531.05                 |
| 150 00  | 12/09/08         | 05/05/14     | 5,059 31            | 4,117.84  |                         | (941.47)               |
| 210.00  | 04/09/09         | 05/05/14     | 8,100 06            | 5,764 98  |                         | (2,335 08)             |
| 220 00  | 04/09/09         | 06/06/14     | 8,485 77            | 5,506.76  |                         | (2,979 01)             |
| 50.00   | 07/31/12         | 06/06/14     | 1,440.01            | 1,251 53  |                         | (188.48)               |
| 10 00   | 08/10/12         | 06/06/14     | 321 31              | 250.31    |                         | (71.00)                |
| 480.00  | 08/10/12         | 06/13/14     | 15,422 93           | 12,272.02 |                         | (3,150.91)             |
| 18 00   | 08/10/12         | 06/25/14     | 578 36              | 451 86    |                         | (126.50)               |
| 112.00  | 08/10/12         | 06/25/14     | 3,598 68            | 2,804.42  |                         | (794 26)               |
| 20.00   | 01/30/13         | 06/25/14     | 579 48              | 500 79    |                         | (78.69)                |
| 39 00   | 01/30/13         | 06/25/14     | 1,129.99            | 977 89    |                         | (152 10)               |
| 182 00  | 01/30/13         | 06/26/14     | 5,273 29            | 4,782 10  |                         | (491.19)               |
| 79.00   | 01/30/13         | 06/26/14     | 2,288 95            | 2,079 05  |                         | (209.90)               |
| <b>Sinclair Broadcast Group, Inc. CL A (SBGI)</b> |                  |              |                     |           |                         |                        |
| 70 00   | 04/11/13         | 02/03/14     | 1,620 50            | 2,102 03  | 481 53                  |                        |
| 360.00  | 04/11/13         | 02/03/14     | 8,415 61            | 10,810.43 | 2,394 82                |                        |
| 200.00  | 04/12/13         | 02/03/14     | 5,276 54            | 6,005 80  | 729 26                  |                        |
| 111 00  | 04/12/13         | 09/23/14     | 2,928 48            | 2,834 76  |                         | (93.72)                |
| 189 00  | 04/12/13         | 09/23/14     | 4,986 33            | 4,854.79  |                         | (131.54)               |
| 63.00   | 04/15/13         | 09/23/14     | 1,612 18            | 1,618 26  |                         | 6 08                   |
| 267 00  | 04/15/13         | 09/24/14     | 6,832 55            | 6,828 93  |                         | (3.62)                 |
| 78.00   | 04/16/13         | 09/24/14     | 2,072 79            | 1,994 97  |                         | (77.82)                |
| 232.00  | 04/16/13         | 09/25/14     | 6,165.21            | 5,972 38  |                         | (192 83)               |
| 250 00  | 04/25/13         | 09/25/14     | 6,974 77            | 6,435 76  |                         | (539.01)               |
| 380 00  | 04/25/13         | 09/26/14     | 10,601 66           | 10,021 02 |                         | (580 64)               |
| 178.00  | 06/05/13         | 09/26/14     | 4,343 79            | 4,694.06  |                         | 350.27                 |
| 312 00  | 06/05/13         | 09/29/14     | 7,613 83            | 8,290.80  |                         | 676.97                 |
| 240 00  | 06/05/13         | 10/07/14     | 5,856.79            | 6,114 73  |                         | 257.94                 |
| 600 00  | 09/18/13         | 10/07/14     | 17,775 90           | 15,286 81 |                         | (2,489.09)             |
| <b>Susser Hldgs Corporation (SUSSOLDD)</b>        |                  |              |                     |           |                         |                        |
| 133.00  | 01/22/13         | 05/05/14     | 5,592 32            | 10,516 37 |                         | 4,924.05               |
| 47 00   | 01/23/13         | 05/05/14     | 1,950.42            | 3,716 31  |                         | 1,765.89               |
| 3.00  | 01/23/13         | 05/07/14     | 124 49              | 240 00    |                         | 115.51                 |
| 63 00   | 01/25/13         | 05/07/14     | 2,660 42            | 5,039.97  |                         | 2,379.55               |
| 14 00   | 01/25/13         | 05/07/14     | 591.20              | 1,112 94  |                         | 521.74                 |
| 6 00  | 01/29/13         | 05/07/14     | 249 04              | 476.98    |                         | 227.94                 |
| 156.00  | 01/29/13         | 05/07/14     | 6,475 09            | 12,467 75 |                         | 5,992.66               |
| 88 00   | 01/29/13         | 05/08/14     | 3,652 62            | 6,992 12  |                         | 3,339.50               |
| 110 00  | 01/29/13         | 05/27/14     | 4,565 77            | 8,667.81  |                         | 4,102.04               |
| 70.00   | 02/01/13         | 05/27/14     | 2,911 30            | 5,515 88  |                         | 2,604.58               |
| 110.00  | 05/02/13         | 05/27/14     | 5,979 26            | 8,667 80  |                         | 2,688 54               |
| 280.00  | 05/02/13         | 05/30/14     | 15,219 93           | 22,167.13 |                         | 6,947.20               |
| 75 00   | 05/02/13         | 06/04/14     | 4,076 77            | 5,970.00  |                         | 1,893.23               |
| 129.00  | 05/02/13         | 06/04/14     | 7,012 04            | 10,260 13 |                         | 3,248.09               |
| 70 00   | 05/02/13         | 06/05/14     | 3,804 98            | 5,569 90  |                         | 1,764.92               |
| 6 00  | 05/02/13         | 06/06/14     | 326.14              | 477 30    |                         | 151.16                 |
| 270 00  | 05/02/13         | 06/16/14     | 14,676 37           | 21,528 65 |                         | 6,852.28               |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

**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 |
|---|---------------|-----------|------------------|-----------|----------------------|---------------------|
| 80.00                                     | 05/02/13      | 06/20/14  | 4,348.55         | 6,382.26  |                      | 2,033.71            |
| 130.00                                    | 05/08/13      | 06/20/14  | 6,765.79         | 10,371.16 |                      | 3,605.37            |
| 50.00                                     | 05/08/14      | 06/20/14  | 2,602.22         | 3,995.33  |                      | 1,393.11            |
| 20.00                                     | 05/09/13      | 06/20/14  | 1,021.29         | 1,598.13  |                      | 576.84              |
| 100.00                                    | 05/09/13      | 06/23/14  | 5,106.47         | 8,007.24  |                      | 2,900.77            |
| 200.00                                    | 05/17/13      | 06/23/14  | 9,937.94         | 16,014.48 |                      | 6,076.54            |
| 100.00                                    | 05/17/13      | 07/14/14  | 4,968.97         | 7,968.34  |                      | 2,999.37            |
| 270.00                                    | 06/26/13      | 07/14/14  | 12,594.83        | 21,514.53 |                      | 8,919.70            |
| 220.00                                    | 10/09/13      | 07/14/14  | 11,123.64        | 17,530.36 | 6,406.72             |                     |
| <b>Tribune Pubg Company (TPUB)</b>        |               |           |                  |           |                      |                     |
| 111.75                                    | 02/15/13      | 08/06/14  | 1,433.49         | 2,343.97  |                      | 910.48              |
| 64.25                                     | 02/15/13      | 08/06/14  | 825.52           | 1,347.65  |                      | 522.13              |
| 11.50                                     | 02/15/13      | 08/08/14  | 147.76           | 242.24    |                      | 94.48               |
| 49.50                                     | 03/13/13      | 08/08/14  | 680.63           | 1,042.67  |                      | 362.04              |
| 18.00                                     | 03/13/13      | 09/04/14  | 247.50           | 342.07    |                      | 94.57               |
| 63.00                                     | 03/13/13      | 09/08/14  | 866.26           | 1,279.19  |                      | 412.93              |
| 137.00                                    | 03/13/13      | 09/08/14  | 1,883.76         | 2,768.77  |                      | 885.01              |
| 32.50                                     | 03/18/13      | 09/08/14  | 452.68           | 656.83    |                      | 204.15              |
| 114.50                                    | 04/30/13      | 09/08/14  | 1,606.58         | 2,314.05  |                      | 707.47              |
| 3.00                                      | 04/30/13      | 09/09/14  | 42.09            | 63.93     |                      | 21.84               |
| <b>Trinity Industries Inc (TRN)</b>       |               |           |                  |           |                      |                     |
| 110.00                                    | 11/11/10      | 12/10/13  | 2,716.74         | 5,723.19  |                      | 3,006.45            |
| 390.00                                    | 11/21/12      | 12/10/13  | 11,818.91        | 20,291.30 |                      | 8,472.39            |
| <b>Universal American Corp New (UAM)</b>  |               |           |                  |           |                      |                     |
| 326.00                                    | 11/06/12      | 12/12/13  | 2,976.38         | 2,354.81  |                      | (621.57)            |
| 42.00                                     | 11/06/12      | 12/12/13  | 383.46           | 304.41    |                      | (79.05)             |
| 100.00                                    | 11/06/12      | 12/19/13  | 913.00           | 706.09    |                      | (206.91)            |
| 50.00                                     | 11/06/12      | 12/19/13  | 456.50           | 355.24    |                      | (101.26)            |
| 401.00                                    | 11/06/12      | 12/24/13  | 3,661.13         | 2,943.32  |                      | (717.81)            |
| 284.00                                    | 11/06/12      | 01/15/14  | 2,592.92         | 2,078.84  |                      | (514.08)            |
| 2,647.00                                  | 11/06/12      | 01/21/14  | 24,167.11        | 19,285.70 |                      | (4,881.41)          |
| <b>Vail Resorts Inc (MTN)</b>             |               |           |                  |           |                      |                     |
| 90.00                                     | 11/26/07      | 04/02/14  | 4,579.44         | 6,299.56  |                      | 1,720.12            |
| 190.00                                    | 07/18/08      | 04/02/14  | 7,049.65         | 13,299.08 |                      | 6,249.43            |
| 132.00                                    | 07/18/08      | 05/22/14  | 4,897.65         | 9,251.34  |                      | 4,353.69            |
| 133.00                                    | 07/18/08      | 05/22/14  | 4,934.75         | 9,343.36  |                      | 4,408.61            |
| 125.00                                    | 07/18/08      | 06/02/14  | 4,637.92         | 8,811.79  |                      | 4,173.87            |
| 25.00                                     | 04/03/09      | 06/02/14  | 619.23           | 1,762.36  |                      | 1,143.13            |
| 100.00                                    | 04/03/09      | 06/02/14  | 2,476.92         | 7,080.59  |                      | 4,603.67            |
| 105.00                                    | 04/03/09      | 06/03/14  | 2,600.77         | 7,433.21  |                      | 4,832.44            |
| <b>Visteon Corp New (VC)</b>              |               |           |                  |           |                      |                     |
| 160.00                                    | 11/05/12      | 01/22/14  | 7,940.64         | 13,328.16 |                      | 5,387.52            |
| 140.00                                    | 11/05/12      | 02/03/14  | 6,948.06         | 11,098.50 |                      | 4,150.44            |
| 40.00                                     | 11/05/12      | 05/09/14  | 1,985.16         | 3,611.32  |                      | 1,626.16            |
| 80.00                                     | 11/05/12      | 05/09/14  | 3,970.32         | 7,240.91  |                      | 3,270.59            |
| 100.00                                    | 11/05/12      | 05/12/14  | 4,962.90         | 9,204.29  |                      | 4,241.39            |
| 160.00                                    | 11/05/12      | 07/23/14  | 7,940.64         | 15,434.19 |                      | 7,493.55            |
| 135.00                                    | 11/05/12      | 07/30/14  | 6,699.92         | 12,990.21 |                      | 6,290.29            |
| 185.00                                    | 11/05/12      | 10/10/14  | 9,181.36         | 16,782.91 |                      | 7,601.55            |
| <b>White Mtns Ins Group Limited (WTM)</b> |               |           |                  |           |                      |                     |
| 10.00                                     | 11/05/12      | 02/05/14  | 5,128.59         | 5,637.59  |                      | 509.00              |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

**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 |
|---|---------------|-----------|------------------|------------|----------------------|---------------------|
| <b>American Express (AXP)</b>                                       |               |           |                  |            |                      |                     |
| 100 00  | 03/15/11      | 03/24/14  | 4,285 75         | 9,093 82   |                      | 4,808.07            |
| 600.00  | 03/16/11      | 03/24/14  | 25,760 46        | 54,562 91  |                      | 28,802 45           |
| <b>Apache Corp (APA)</b>  |               |           |                  |            |                      |                     |
| 900 00  | 11/18/09      | 11/14/14  | 91,109.25        | 65,001.06  |                      | (26,108 19)         |
| 300 00  | 11/11/13      | 11/14/14  | 26,913 45        | 21,667 02  |                      | (5,246 43)          |
| <b>AT&amp;T Inc (T)</b>   |               |           |                  |            |                      |                     |
| 812 00  | 08/04/10      | 05/21/14  | 21,648 98        | 28,519.00  |                      | 6,870 02            |
| 1,400 00  | 08/05/10      | 05/21/14  | 37,457 70        | 49,170 69  |                      | 11,712.99           |
| <b>Ebay Incorporated (EBAY)</b>                                     |               |           |                  |            |                      |                     |
| 1,600.00  | 02/19/10      | 03/06/14  | 37,464 00        | 94,800 91  |                      | 57,336 91           |
| 300 00  | 11/11/13      | 03/06/14  | 15,786 99        | 17,775 17  | 1,988.18             |                     |
| <b>Halliburton Company (HAL)</b>                                    |               |           |                  |            |                      |                     |
| 600 00  | 09/22/11      | 11/18/14  | 19,897 56        | 29,817.54  |                      | 9,919 98            |
| 400 00  | 11/07/11      | 11/18/14  | 15,185 44        | 19,878 36  |                      | 4,692 92            |
| 900 00  | 11/08/11      | 11/18/14  | 34,557 93        | 44,726.31  |                      | 10,168 38           |
| <b>Knowles Corporation (KN)</b>                                     |               |           |                  |            |                      |                     |
| 150.00  | 02/24/05      | 03/24/14  | 1,868 78         | 4,717.39   |                      | 2,848.61            |
| 600 00  | 09/07/07      | 03/24/14  | 9,504 03         | 18,869 58  |                      | 9,365 55            |
| <b>Kohls Incorporated (KSS)</b>                                     |               |           |                  |            |                      |                     |
| 1,000 00  | 05/12/11      | 06/11/14  | 54,909 70        | 52,828 83  |                      | (2,080 87)          |
| <b>Laboratory Corporation America Holdings (LH)</b>                 |               |           |                  |            |                      |                     |
| 600 00  | 11/18/09      | 12/03/13  | 44,713 50        | 60,049 17  |                      | 15,335 67           |
| <b>Microsoft Corporation (MSFT)</b>                                 |               |           |                  |            |                      |                     |
| 300 00  | 11/21/08      | 06/13/14  | 5,544 48         | 12,389 72  |                      | 6,845 24            |
| <b>Time Warner Cable Inc (TWC)</b>                                  |               |           |                  |            |                      |                     |
| 500 00  | 03/29/10      | 08/07/14  | 26,128 40        | 72,076 40  |                      | 45,948 00           |
| <b>Icahn Enterprises LP Fin Corp Senior Note 8.00% Due 01/15/18</b> |               |           |                  |            |                      |                     |
| 150,000   | 04/16/13      | 01/21/14  | 161,433 68       | 156,375.00 | (5,058.68)           |                     |
| 100,000   | 09/25/13      | 01/21/14  | 105,188 00       | 104,250 00 | (938 00)             |                     |
| <b>PPL Energy Supply LLC Sr Note 4.60% Due 12/15/21</b>             |               |           |                  |            |                      |                     |
| 200,000   | 10/04/13      | 06/26/14  | 195,130 00       | 197,400 00 | 2,270.00             |                     |
| <b>US West Communications Inc 7.125% Due 11/15/43</b>               |               |           |                  |            |                      |                     |
| 200,000   | 07/17/12      | 12/09/13  | 203,082 89       | 192,568.75 |                      | (10,514 14)         |
| <b>Massachusetts Edl Fin Partial Call Ser J 5.00% Due 01/01/14</b>  |               |           |                  |            |                      |                     |
| 10,000  | 07/28/11      | 01/02/14  | 9,930 00         | 10,000.00  |                      | 70 00               |
| <b>Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)</b>                |               |           |                  |            |                      |                     |
| 300   | 12/21/07      | 02/26/14  | 5,628.40         | 6,950 87   |                      | 1,322 47            |
| <b>Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)</b>                |               |           |                  |            |                      |                     |
| 300   | 12/24/07      | 02/26/14  | 5,630 58         | 6,950.88   |                      | 1,320 30            |
| <b>Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)</b>                |               |           |                  |            |                      |                     |
| 1,400   | 12/26/07      | 02/26/14  | 26,266.85        | 32,437 44  |                      | 6,170 59            |
| <b>Assured Guaranty Muni Hldgs Inc 6.25% (AGO'E)</b>                |               |           |                  |            |                      |                     |
| 1,000   | 08/28/08      | 02/26/14  | 10,893 50        | 23,169.60  |                      | 12,276 10           |
| <b>Massachusetts Edl Fin Partial Call Ser J 5.00% Due 01/01/14</b>  |               |           |                  |            |                      |                     |
| 10,000  | 07/28/11      | 07/01/14  | 9,943 45         | 10,000 00  |                      | 56 55               |
| <b>Barclays Bk Delaware CD 3.150% Due 08/19/14</b>                  |               |           |                  |            |                      |                     |
| 95,000  | 08/19/09      | 08/19/14  | 94,052 50        | 95,000 00  |                      | 947.50              |
| <b>Flushing Savings Bank CD 3.00% Due 08/21/14</b>                  |               |           |                  |            |                      |                     |
| 95,000  | 08/14/09      | 08/21/14  | 99,002 50        | 100,000.00 |                      | 997 50              |
| <b>First Eagle Overseas Fund (SGOIX)</b>                            |               |           |                  |            |                      |                     |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity   | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds     | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|--|------------------|--------------|---------------------|--------------|-------------------------|------------------------|
| 3,364.566  | 08/06/12         | 10/28/14     | 73,515.77           | 79,000.00    |                         | 5,484.23               |
| <b>Harding Loevner International (HLMIX)</b>           |                  |              |                     |              |                         |                        |
| 4,415.875  | 08/07/12         | 10/28/14     | 64,869.20           | 79,000.00    |                         | 14,130.80              |
| <b>John Hancock Emerging Markets Fund CL I (JEVIX)</b> |                  |              |                     |              |                         |                        |
| 96,899.225   | 06/06/13         | 11/14/14     | 1,000,000.00        | 1,006,782.95 |                         | 6,782.95               |
| 102,040.816  | 08/19/13         | 11/14/14     | 1,000,000.00        | 1,060,204.08 |                         | 60,204.08              |
| 3,602.411  | 12/24/13         | 11/14/14     | 36,348.33           | 37,429.05    | 1,080.72                |                        |
| 23,474.178   | 05/27/14         | 11/14/14     | 250,000.00          | 243,896.71   | (6,103.29)              |                        |
| <b>Pimco Total Return Fund-Inst (PTRRX)</b>            |                  |              |                     |              |                         |                        |
| 91,679.070   | 10/26/09         | 10/01/14     | 997,473.63          | 1,000,218.66 |                         | 2,745.03               |
| 1,934.740  | 11/02/09         | 10/01/14     | 21,166.06           | 21,108.01    |                         | (58.05)                |
| 1,439.745  | 12/01/09         | 10/01/14     | 15,894.78           | 15,707.62    |                         | (187.16)               |
| 918.655  | 12/11/09         | 10/01/14     | 10,004.15           | 10,022.53    |                         | 18.38                  |
| 3,302.520  | 12/11/09         | 10/01/14     | 35,964.44           | 36,030.49    |                         | 66.05                  |
| 1,352.828  | 01/04/10         | 10/01/14     | 14,610.54           | 14,759.35    |                         | 148.81                 |
| 1,014.894  | 02/01/10         | 10/01/14     | 11,123.24           | 11,072.49    |                         | (50.75)                |
| 999.886  | 03/01/10         | 10/01/14     | 10,988.75           | 10,908.76    |                         | (79.99)                |
| 1,047.651  | 04/01/10         | 10/01/14     | 11,566.07           | 11,429.87    |                         | (136.20)               |
| 1,072.973  | 05/03/10         | 10/01/14     | 11,942.19           | 11,706.14    |                         | (236.05)               |
| 891.787  | 06/01/10         | 10/01/14     | 9,898.84            | 9,729.40     |                         | (169.44)               |
| 972.242  | 07/01/10         | 10/01/14     | 10,947.45           | 10,607.16    |                         | (340.29)               |
| 1,030.455  | 08/02/10         | 10/01/14     | 11,747.19           | 11,242.26    |                         | (504.93)               |
| 947.609  | 09/01/10         | 10/01/14     | 10,935.41           | 10,338.41    |                         | (597.00)               |
| 970.506  | 10/01/10         | 10/01/14     | 11,257.87           | 10,588.22    |                         | (669.65)               |
| 1,044.356  | 11/01/10         | 10/01/14     | 12,208.52           | 11,393.92    |                         | (814.60)               |
| 1,014.222  | 12/01/10         | 10/01/14     | 11,653.41           | 11,065.16    |                         | (588.25)               |
| 5,505.074  | 12/10/10         | 10/01/14     | 59,454.80           | 60,060.36    |                         | 605.56                 |
| 12,039.584   | 12/10/10         | 10/01/14     | 130,027.51          | 131,351.86   |                         | 1,324.35               |
| 1,184.517  | 01/03/11         | 10/01/14     | 12,852.01           | 12,923.08    |                         | 71.07                  |
| 981.846  | 02/01/11         | 10/01/14     | 10,653.03           | 10,711.94    |                         | 58.91                  |
| 899.947  | 03/01/11         | 10/01/14     | 9,791.42            | 9,818.42     |                         | 27.00                  |
| 927.165  | 04/01/11         | 10/01/14     | 10,087.55           | 10,115.37    |                         | 27.82                  |
| 912.926  | 05/02/11         | 10/01/14     | 10,069.57           | 9,960.02     |                         | (109.55)               |
| 853.269  | 06/01/11         | 10/01/14     | 9,437.16            | 9,309.17     |                         | (127.99)               |
| 822.547  | 07/01/11         | 10/01/14     | 9,039.79            | 8,973.99     |                         | (65.80)                |
| 770.425  | 08/01/11         | 10/01/14     | 8,551.72            | 8,405.34     |                         | (146.38)               |
| 639.000  | 09/01/11         | 10/01/14     | 7,035.39            | 6,971.49     |                         | (63.90)                |
| 704.119  | 10/03/11         | 10/01/14     | 7,597.44            | 7,681.94     |                         | 84.50                  |
| 692.590  | 11/01/11         | 10/01/14     | 7,556.16            | 7,556.16     |                         | 0.00                   |
| 761.766  | 12/01/11         | 10/01/14     | 8,211.84            | 8,310.87     |                         | 99.03                  |
| 1,536.432  | 12/30/11         | 10/01/14     | 16,639.56           | 16,762.47    |                         | 122.91                 |
| 749.868  | 01/03/12         | 10/01/14     | 8,151.06            | 8,181.06     |                         | 30.00                  |
| 696.774  | 02/01/12         | 10/01/14     | 7,748.13            | 7,601.80     |                         | (146.33)               |
| 550.353  | 03/01/12         | 10/01/14     | 6,119.92            | 6,004.35     |                         | (115.57)               |
| 682.197  | 04/02/12         | 10/01/14     | 7,565.57            | 7,442.77     |                         | (122.80)               |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity                                      | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds     | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|---|------------------|--------------|---------------------|--------------|-------------------------|------------------------|
| 625 929                                       | 05/01/12         | 10/01/14     | 7,022.92            | 6,828 89     |                         | (194 03)               |
| 692 852                                       | 06/01/12         | 10/01/14     | 7,815.37            | 7,559 02     |                         | (256 35)               |
| 618 975                                       | 07/02/12         | 10/01/14     | 6,994 42            | 6,753 02     |                         | (241 40)               |
| 249 264                                       | 07/31/12         | 10/01/14     | 2,859.06            | 2,719.47     |                         | (139 59)               |
| 533 257                                       | 08/31/12         | 10/01/14     | 6,132 45            | 5,817 83     |                         | (314 62)               |
| 429 188                                       | 09/28/12         | 10/01/14     | 4,970 00            | 4,682 44     |                         | (287 56)               |
| 630.421                                       | 10/31/12         | 10/01/14     | 7,306 58            | 6,877.89     |                         | (428 69)               |
| 646 480                                       | 11/30/12         | 10/01/14     | 7,512 10            | 7,053 10     |                         | (459 00)               |
| 3,052 251                                     | 12/12/12         | 10/01/14     | 34,673 57           | 33,300 06    |                         | (1,373 51)             |
| 2,240 301                                     | 12/12/12         | 10/01/14     | 25,449.82           | 24,441.68    |                         | (1,008 14)             |
| 0.059   | 12/14/12         | 10/01/14     | 0 67                | 0 64         |                         | (0 03)                 |
| 0 019   | 12/14/12         | 10/01/14     | 0.22                | 0.21         |                         | (0 01)                 |
| 2,330.582                                     | 12/27/12         | 10/01/14     | 26,195 74           | 25,426 65    |                         | (769 09)               |
| 512 630                                       | 12/31/12         | 10/01/14     | 5,761 96            | 5,592 79     |                         | (169 17)               |
| 392.385                                       | 01/31/13         | 10/01/14     | 4,390.79            | 4,280 92     |                         | (109 87)               |
| 296 858                                       | 03/01/13         | 10/01/14     | 3,333.71            | 3,238.72     |                         | (94 99)                |
| 379.770                                       | 04/01/13         | 10/01/14     | 4,268 62            | 4,143 29     |                         | (125 33)               |
| 446.390                                       | 05/01/13         | 10/01/14     | 5,062 06            | 4,870 12     |                         | (191 94)               |
| 379.475                                       | 06/03/13         | 10/01/14     | 4,200 79            | 4,140.07     |                         | (60 72)                |
| 268 533                                       | 07/01/13         | 10/01/14     | 2,889 41            | 2,929.70     |                         | 40.29                  |
| 331.665                                       | 08/01/13         | 10/01/14     | 3,578 67            | 3,618.46     |                         | 39.79                  |
| 358 154                                       | 09/03/13         | 10/01/14     | 3,814 34            | 3,907 46     |                         | 93 12                  |
| 274 486                                       | 10/01/13         | 10/01/14     | 2,969.94            | 2,994 64     | 24 70                   |                        |
| 307.748                                       | 11/01/13         | 10/01/14     | 3,354 45            | 3,357 53     | 3 08                    |                        |
| 295 052                                       | 12/02/13         | 10/01/14     | 3,210 17            | 3,219 02     | 8 85                    |                        |
| 891 520                                       | 12/12/13         | 10/01/14     | 9,583 84            | 9,726.48     | 142.64                  |                        |
| 170.394                                       | 12/12/13         | 10/01/14     | 1,831 74            | 1,859 00     | 27 26                   |                        |
| 216 841                                       | 01/02/14         | 10/01/14     | 2,318 03            | 2,365 74     | 47.71                   |                        |
| 217 186                                       | 02/03/14         | 10/01/14     | 2,349 95            | 2,369 50     | 19 55                   |                        |
| 236 813                                       | 03/03/14         | 10/01/14     | 2,571 79            | 2,583 63     | 11 84                   |                        |
| 278 326                                       | 04/01/14         | 10/01/14     | 3,000 35            | 3,036 54     | 36 19                   |                        |
| 293 704                                       | 05/01/14         | 10/01/14     | 3,183 75            | 3,204 31     | 20 56                   |                        |
| 373 954                                       | 06/02/14         | 10/01/14     | 4,094 80            | 4,079 84     | (14 96)                 |                        |
| 303.536                                       | 07/01/14         | 10/01/14     | 3,329.79            | 3,311 58     | (18 21)                 |                        |
| 337.947                                       | 08/01/14         | 10/01/14     | 3,680 24            | 3,687.00     | 6.76                    |                        |
| 317.329                                       | 09/02/14         | 10/01/14     | 3,487 45            | 3,462.05     | (25 40)                 |                        |
| 247.603                                       | 10/01/14         | 10/01/14     | 2,691 45            | 2,701.35     | 9 90                    |                        |
| <b>Vanguard 500 Index Fund Signal (VIFSX)</b> |                  |              |                     |              |                         |                        |
| 14,274 507                                    | 08/06/12         | 05/12/14     | 1,517,665.59        | 2,066,520 38 |                         | 548,854 79             |
| 148.161                                       | 09/24/12         | 05/12/14     | 16,469 53           | 21,449 27    |                         | 4,979.74               |
| 208 511                                       | 12/24/12         | 05/12/14     | 22,681 85           | 30,186.14    |                         | 7,504 29               |
| 103 624                                       | 03/22/13         | 05/12/14     | 12,188.20           | 15,001 64    |                         | 2,813 44               |
| 102 773                                       | 06/24/13         | 05/12/14     | 12,455 00           | 14,878.45    | 2,423.45                |                        |
| 102 448                                       | 09/23/13         | 05/12/14     | 13,333 61           | 14,831 40    | 1,497 79                |                        |
| 81.622  | 12/24/13         | 05/12/14     | 11,354 42           | 11,816.41    | 461 99                  |                        |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity                                    | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost | Proceeds   | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|---|------------------|--------------|---------------------|------------|-------------------------|------------------------|
| 68 501                                      | 03/24/13         | 05/12/14     | 9,734.03            | 9,916.89   | 182.86                  |                        |
| <b>American Express (AXP)</b>               |                  |              |                     |            |                         |                        |
| 395 00                                      | 05/02/11         | 01/07/14     | 19,593.85           | 35,628.14  |                         | 16,034.29              |
| 885.00                                      | 05/02/11         | 01/29/14     | 43,900.16           | 76,127.97  |                         | 32,227.81              |
| 225 00                                      | 08/20/13         | 01/29/14     | 17,008.91           | 19,354.57  | 2,345.66                |                        |
| 115.00                                      | 11/11/13         | 01/29/14     | 9,379.39            | 9,892.33   | 512.94                  |                        |
| <b>Apple Incorporated (APPL)</b>            |                  |              |                     |            |                         |                        |
| 136 00                                      | 08/25/10         | 05/08/14     | 32,572.85           | 80,198.77  |                         | 47,625.92              |
| 76 00                                       | 08/25/10         | 05/13/14     | 18,202.48           | 44,601.41  |                         | 26,398.93              |
| 47.00                                       | 04/04/11         | 05/13/14     | 15,969.90           | 27,582.45  |                         | 11,612.55              |
| 895 00                                      | 04/04/11         | 07/08/14     | 43,443.95           | 85,232.36  |                         | 41,788.41              |
| 790 00                                      | 04/04/11         | 10/23/14     | 38,347.17           | 82,806.44  |                         | 44,459.27              |
| <b>Berkshire Hathaway Inc (BRK.B)</b>       |                  |              |                     |            |                         |                        |
| 233 00                                      | 06/02/11         | 05/05/14     | 18,009.37           | 29,457.90  |                         | 11,448.53              |
| 400 00                                      | 06/02/11         | 05/08/14     | 30,917.37           | 50,692.67  |                         | 19,775.30              |
| 102 00                                      | 06/02/11         | 05/13/14     | 7,883.93            | 12,862.98  |                         | 4,979.05               |
| 478 00                                      | 08/10/11         | 05/13/14     | 33,357.90           | 60,279.47  |                         | 26,921.57              |
| 97 00                                       | 08/10/11         | 11/12/14     | 6,769.28            | 14,115.18  |                         | 7,345.90               |
| 468 00                                      | 02/16/12         | 11/12/14     | 36,829.68           | 68,102.09  |                         | 31,272.41              |
| <b>Cogizant Technology (CTSH)</b>           |                  |              |                     |            |                         |                        |
| 1,310 00                                    | 05/07/12         | 05/13/14     | 36,773.27           | 63,646.90  |                         | 26,873.63              |
| <b>Cummings Inc (CMI)</b>                   |                  |              |                     |            |                         |                        |
| 75 00                                       | 08/10/11         | 05/05/14     | 6,596.39            | 11,247.36  |                         | 4,650.97               |
| 607 00                                      | 06/08/12         | 05/05/14     | 58,635.53           | 91,028.61  |                         | 32,393.08              |
| 13 00                                       | 06/08/12         | 05/13/14     | 1,255.79            | 1,979.51   |                         | 723.72                 |
| 190.00                                      | 07/13/12         | 05/13/14     | 16,665.66           | 28,931.27  |                         | 12,265.61              |
| <b>E M C Corporation Mass (EMC)</b>         |                  |              |                     |            |                         |                        |
| 2,075 00                                    | 05/02/11         | 05/13/14     | 58,878.48           | 52,442.19  |                         | (6,436.29)             |
| 2,670.00                                    | 05/02/11         | 11/20/14     | 75,761.71           | 79,905.19  |                         | 4,143.48               |
| 3,380.00                                    | 04/11/13         | 11/20/14     | 77,454.73           | 101,153.39 |                         | 23,698.66              |
| <b>Express Scripts Hldg Company (ESRX)</b>  |                  |              |                     |            |                         |                        |
| 45 00                                       | 09/12/11         | 05/13/14     | 1,974.41            | 3,045.92   |                         | 1,071.51               |
| 575.00                                      | 09/16/11         | 05/13/14     | 23,650.19           | 38,920.02  |                         | 15,269.83              |
| <b>Gilead Sciences Inc (GILD)</b>           |                  |              |                     |            |                         |                        |
| 1,525 00                                    | 05/02/11         | 04/17/14     | 30,778.88           | 106,644.70 |                         | 75,865.82              |
| 220.00                                      | 08/20/13         | 04/17/14     | 13,092.35           | 15,384.81  | 2,292.46                |                        |
| 210 00                                      | 11/11/13         | 04/17/14     | 14,145.14           | 14,685.50  | 540.36                  |                        |
| <b>Google Inc (GOOG)</b>                    |                  |              |                     |            |                         |                        |
| 62.00                                       | 01/27/12         | 01/07/14     | 35,867.23           | 70,313.81  |                         | 34,446.58              |
| 38 00                                       | 01/27/12         | 05/13/14     | 10,973.98           | 19,994.36  |                         | 9,020.38               |
| <b>LKQ Corporation (LKQ)</b>                |                  |              |                     |            |                         |                        |
| 1,195 00                                    | 02/27/14         | 05/13/14     | 32,351.64           | 34,746.04  | 2,394.40                |                        |
| <b>M &amp; T BK Corporation (MTB)</b>       |                  |              |                     |            |                         |                        |
| 439 00                                      | 07/01/13         | 05/13/14     | 49,888.14           | 53,147.78  | 3,259.64                |                        |
| <b>Mead Johnson Nutrition Company (MJN)</b> |                  |              |                     |            |                         |                        |
| 805 00                                      | 03/05/12         | 05/13/14     | 66,636.05           | 69,672.92  |                         | 3,036.87               |
| <b>Monster Beverage Corp (MNST)</b>         |                  |              |                     |            |                         |                        |
| 1,555.00                                    | 10/26/12         | 03/05/14     | 71,120.72           | 114,482.24 |                         | 43,361.52              |
| 345.00                                      | 08/20/13         | 03/05/14     | 20,783.79           | 25,399.59  | 4,615.80                |                        |
| 480 00                                      | 11/11/14         | 03/05/14     | 26,707.15           | 35,338.57  | 8,631.42                |                        |
| <b>Now Incorporated (DNOW)</b>              |                  |              |                     |            |                         |                        |
| 0 75  | 09/26/11         | 06/06/14     | 15.75               | 25.43      |                         | 9.68                   |

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for 990-PF

Fiscal Year Ended: November 30, 2014

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

| Quantity  | Date<br>Acquired | Date<br>Sold | Acquisition<br>Cost  | Proceeds             | Short Term<br>Gain/Loss | Long Term<br>Gain/Loss |
|---|------------------|--------------|----------------------|----------------------|-------------------------|------------------------|
| <b><i>Perrigo Company (PRGOOLD)</i></b>           |                  |              |                      |                      |                         |                        |
| 125 00  | 12/19/13         | 10/07/14     | 19,417.45            | 18,767.42            | (650.03)                |                        |
| 390 00  | 12/19/13         | 10/07/14     | 60,582.44            | 58,554.37            | (2,028.07)              |                        |
| <b><i>Perrigo Company Plc Shs (PRGO)</i></b>      |                  |              |                      |                      |                         |                        |
| 125 00  | 05/02/11         | 12/19/13     | 11,246.81            | 19,418.70            |                         | 8,171.89               |
| 800 00  | 08/10/11         | 12/19/13     | 67,136.05            | 124,279.68           |                         | 57,143.63              |
| 395.00  | 08/20/13         | 12/19/13     | 47,393.15            | 61,363.09            | 13,969.94               |                        |
| 165 00  | 08/30/13         | 12/19/13     | 19,960.38            | 25,632.68            | 5,672.30                |                        |
| <b><i>Priceline Grp Incorp Com New (PCLN)</i></b> |                  |              |                      |                      |                         |                        |
| 18 00   | 10/15/12         | 05/13/14     | 10,653.47            | 20,771.90            |                         | 10,118.43              |
| <b><i>Qualcomm Incorporated (QCOM)</i></b>        |                  |              |                      |                      |                         |                        |
| 405 00  | 05/02/11         | 05/13/14     | 23,298.64            | 32,061.73            |                         | 8,763.09               |
| 795.00  | 09/13/11         | 05/13/14     | 41,589.69            | 62,936.00            |                         | 21,346.31              |
| <b><i>Schlumberger Limited (SLB)</i></b>          |                  |              |                      |                      |                         |                        |
| 265.00  | 09/26/11         | 05/13/14     | 15,745.11            | 26,145.86            |                         | 10,400.75              |
| <b><i>Stericycle Incorporated (SRCL)</i></b>      |                  |              |                      |                      |                         |                        |
| 277 00  | 05/02/11         | 05/13/14     | 25,390.70            | 31,100.91            |                         | 5,710.21               |
| <b><i>Varian Medical Systems (VAR)</i></b>        |                  |              |                      |                      |                         |                        |
| 500 00  | 04/26/12         | 05/13/14     | 32,042.90            | 40,891.78            |                         | 8,848.88               |
| <b><i>VISA Incorporated Com Class A (V)</i></b>   |                  |              |                      |                      |                         |                        |
| 305 00  | 05/02/11         | 01/29/14     | 24,094.17            | 66,521.87            |                         | 42,427.70              |
| 168 00  | 05/02/11         | 05/13/14     | 13,271.55            | 35,189.61            |                         | 21,918.06              |
| <b>TOTALS</b>                                     |                  |              | <b>10,100,854.45</b> | <b>12,207,285.48</b> | <b>48,858.68</b>        | <b>2,057,521.50</b>    |
| <b>Part IV Capital Gains and Losses</b>           |                  |              |                      |                      |                         | <b>2,106,380.18</b>    |

**PEACOCK FOUNDATION, INC. EIN: 59-0999759**

Schedule of Information for Form 990-PF

**Fiscal Year Ended:** November 30, 2014

**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 |
|---|--|---------------------------------------|---|-----------------------------------|
| <b>Robin Reiter-Faragalli</b><br>100 SE 2nd St , Suite 2370<br>Miami, FL 33131-2127 | President<br>2 Hours                               | -0-                                   | -0-   | -0-                               |
| <b>Jan Griffin</b><br>100 SE 2nd St , Suite 2370<br>Miami, FL 33131-2127            | Vice President<br>5 Hours                          | -0-                                   | -0-   | -0-                               |
| <b>Charles P. Sacher, PA</b><br>100 SE 2nd St , Suite 2370<br>Miami, FL 33131-2127  | Secretary/Treasurer<br>5 Hours                     | -0-                                   | -0-   | -0-                               |
| <b>Jorge Echenique</b><br>100 SE 2nd St., Suite 2370<br>Miami, FL 33131-2127        | Member<br>.5 Hours                                 | -0-                                   | -0-   | -0-                               |
| <b>Melanie Ink Broeker</b><br>100 SE 2nd St , Suite 2370<br>Miami, FL 33131-2127    | Member<br>.5 Hours                                 | -0-                                   | -0-   | -0-                               |
| <b>Donald Kress</b><br>100 SE 2nd St , Suite 2370<br>Miami, FL 33131-2127           | Member<br>5 Hours                                  | -0-                                   | -0-   | -0-                               |
| <b>Joelle M. Allen</b><br>100 SE 2nd St , Suite 2370<br>Miami, FL 33131-2127        | Executive Director<br>40 Hours                     | 157,200                               | 23,421  | -0-                               |



## FACT SHEET

### Purpose

Founded in 1947 by Henry B. Peacock, Jr., Peacock Foundation, Inc.'s mission is to enhance and promote the good health and well-being of children, families, and the underprivileged through contributions, gifts, and grants to eligible nonprofit organizations primarily in Miami-Dade County. 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, primarily Miami-Dade County.

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, *Grant Application Guidelines* will be mailed to organizations invited to submit a full proposal. Complete proposals are presented to and reviewed by the Board of Directors.

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.**

**PEACOCK FOUNDATION, INC., EIN: 59-0999759**

Schedule of Information for Form 990-PF

Fiscal Year Ended: November 30, 2014

**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):

| <b>PAYEE ORGANIZATION<br/>CITY, STATE</b>   | <b>PURPOSE OF GRANT OR<br/>CONTRIBUTION</b> | <b>AMOUNT</b> |
|---|---|---------------|
| <b>Actors' Playhouse, Inc</b><br>280 Miracle Mile<br>Coral Gables, FL 33134                             | 2014-2015 Youth Programming                 | 25,000.00     |
| <b>Barry University</b><br>11300 NE 2nd Ave<br>Miami Shores, FL 33161                                   | Scholarship Support for Grad Students       | 30,000 00     |
| <b>The Beacon Council - Development Foundation, Inc</b><br>80 SW 8th St., Suite 2400<br>Miami, FL 33130 | Talent Development Network                  | 35,000.00     |
| <b>Big Brothers/Big Sisters of Greater Miami</b><br>701 SW 27th Ave., #800<br>Miami, FL 33135           | Community Compact Initiative                | 50,000.00     |
| <b>Boggy Creek Gang, Inc.</b><br>30500 Brantley Branch Road<br>Eustace, FL 32736                        | 2014 Summer Camp                            | 25,000 00     |
| <b>Breakthrough Miami, Inc.</b><br>3575 Main Highway<br>Coconut Grove, FL 33133                         | 2014 Program Support                        | 50,000.00     |
| <b>Camillus House</b><br>1603 NW 7th Ave<br>Miami, FL 33136   | Food for the Needy                          | 50,000 00     |
| <b>Cancer Support Comm Greater Miami, Inc</b><br>8609 S Dixie Hwy<br>Miami, FL 33143                    | Education & Outreach Director               | 42,000.00     |
| <b>Chapman Partnership, Inc</b><br>1550 N Miami Ave<br>Miami, FL 33136                                  | Mobile Dental Unit                          | 25,000 00     |
| <b>Charlee of Dade County, Inc</b><br>155 S Miami Ave., Suite 700<br>Miami, FL 33130                    | Family Team Conferencing                    | 25,000 00     |
| <b>College Summit, Inc.</b><br>250 NE 17th Terr<br>Miami, FL 33132                                      | College Access                              | 30,000 00     |
| <b>Communities In Schools of Miami, Inc.</b><br>11965 SW 142 Terr., Unit 102<br>Miami, FL 33186         | AmeriCorps Match                            | 40,000.00     |
| <b>Council on Foundations</b><br>P O Box 75661<br>Baltimore, MD 21275-5661                              | 2014 Grant Contribution                     | 4,380.00      |
| <b>Diabetes Research Institute Foundation</b><br>3440 Hollywood Blvd., #100<br>Hollywood, FL 33021      | IL-2 Therapy Research                       | 50,000 00     |

Grants and Contributions Paid During the Year Ended November 30, 2014

| PAYEE ORGANIZATION<br>CITY, STATE   | PURPOSE OF GRANT OR<br>CONTRIBUTION        | AMOUNT    |
|---|--|-----------|
| <b>The Education Fund</b><br>6713 Main St., Suite 240<br>Miami Lakes, FL 33014  | Plant a Thousand Gardens - Collaborative   | 50,000.00 |
| <b>Educate Tomorrow Corp.</b><br>1717 N Bayshore Drive, #203<br>Miami, FL 33132   | 2014-15 Program Support                    | 37,500.00 |
| <b>Fairchild Tropical Garden</b><br>10901 Old Cutler Road<br>Miami, FL 33156-4296                                       | Education Program                          | 50,000.00 |
| <b>Feeding South Florida</b><br>2501 SW 32nd Terr<br>Pembroke Park, FL 32023  | Back Program                               | 50,000.00 |
| <b>Florida International University Foundation, Inc</b><br>11200 SW 8th St., University Park MARC540<br>Miami, FL 33199 | Undergraduate Nursing Scholarships         | 50,000.00 |
| <b>Florida Philanthropic Network</b><br>1211 N Westshore Blvd., #314<br>Tampa, FL 33607                                 | Grant Contribution                         | 4,000.00  |
| <b>Foster Care Review, Inc.</b><br>4500 Biscayne Blvd., Suite 100<br>Miami, FL 33137                                    | Permanency Roundtable Program              | 40,000.00 |
| <b>Girl Scout Council of Tropical Florida, Inc</b><br>11347 SW 160th St<br>Miami, FL 33157-2799                         | STEM: iGirls and be a Friend First Program | 30,000.00 |
| <b>Jack &amp; Jill Childrens Center</b><br>1315 W Broward Blvd<br>Fort Lauderdale, FL 33312                             | Family Strengthening Program               | 25,000.00 |
| <b>Jewish Community Services of S Florida, Inc</b><br>735 NE 125th St<br>N Miami, FL 33161                              | Senior Emergency Meal                      | 60,000.00 |
| <b>Key Clubhouse of South Florida</b><br>1400 NW 54th St., #102<br>Miami, FL 33142                                      | Program Expansion                          | 35,000.00 |
| <b>Kristi House, Inc</b><br>Oriowitz-Lee Advocacy Center, 1265 NW 12th Ave<br>Miami, FL 33136                           | Medical Billing Coordinator                | 48,500.00 |
| <b>Leave A Legacy</b><br>777 Brickell Ave , Suite 707<br>Miami, FL 33131  | Philanthropy Miami 2014                    | 5,000.00  |
| <b>Legal Services of Greater Miami, Inc.</b><br>3000 Biscayne Blvd., Suite 500<br>Miami, FL 33137                       | Renters Education & Human Services         | 30,000.00 |
| <b>Marjory Stoneman Douglas Biscayne Nature Center</b><br>6767 Crandon Blvd<br>Key Biscayne, FL 33149                   | Environmental - Arts Educational<br>Trips  | 30,000.00 |
| <b>Miami Book Fair International, Inc</b><br>300 NE 2nd Ave<br>Miami, FL 33132  | Generation Genius Authors Program          | 10,000.00 |

Grants and Contributions Paid During the Year Ended November 30, 2014

| PAYEE ORGANIZATION<br>CITY, STATE  | PURPOSE OF GRANT OR<br>CONTRIBUTION                     | AMOUNT     |
|--|---|------------|
| <b>Miami Bridge Youth and Family Services, Inc</b><br>2810 NW South River Drive<br>Miami, FL 33125         | Case Management   | 40,000.00  |
| <b>Miami Coalition for the Homeless</b><br>140 W Flagler St., Suite 105<br>Miami, FL 33130                 | Youth Homeless Initiative                               | 25,000 00  |
| <b>Miami Jewish Health Systems, Inc.</b><br>5200 NE 2nd Ave<br>Miami, FL 33137                             | Advanced Cardiac Life Support Training                  | 30,000 00  |
| <b>Miami Lighthouse for the Blind</b><br>601 SW 8th Ave<br>Miami, FL 33130                                 | Low Vision Program for Seniors                          | 47,500 00  |
| <b>Miami Theatre Center, Inc</b><br>9806 NE 2nd Ave<br>Miami Shores, FL 33138                              | 2014 Education Program                                  | 30,000.00  |
| <b>Museum of Science, Inc</b><br>3280 South Miami Ave<br>Miami, FL 33129-2832                              | Enhanced Educational Access Program                     | 35,000.00  |
| <b>Network for Teaching Entrepreneurs</b><br>5901 SW 74th St., Suite 210<br>Miami, FL 33143                | Coaching Teenpreneurs                                   | 60,000 00  |
| <b>Open Door Health Center, Inc</b><br>1350 SW 4th St<br>Homestead, FL 33030                               | Operating Support                                       | 25,000.00  |
| <b>The Salvation Army</b><br>1907 NW 38th St<br>Miami, FL 33135-0370                                       | Food for the Needy                                      | 50,000.00  |
| <b>Schott Communities</b><br>6591 S Flamingo Road<br>Cooper City, FL 33330-3915                            | Art Therapy Program                                     | 20,000 00  |
| <b>South Florida Council Boy Scouts of America</b><br>15255 NW 82nd Ave<br>Miami Lakes, FL 33016           | Multi-Cultural Markets                                  | 25,000.00  |
| <b>South Florida National Parks Trust, Inc.</b><br>1390 S Dixie Hwy., Suite 2203<br>Coral Gables, FL 33146 | 2014-2015 Everglades Environmental<br>Education Program | 35,000 00  |
| <b>SSJ Health Foundation, Inc</b><br>3661 S Miami Ave., Suite 103<br>Miami, FL 33133                       | St. John Bosco Clinic Volunteer Coordinator             | 35,000 00  |
| <b>Star of the Sea Foundation, Inc.</b><br>5640 Maloney Ave<br>Key West, FL 33040                          | Food for the Needy                                      | 50,000 00  |
| <b>Switchboard of Miami, Inc.</b><br>701 SW 27th Ave., #1000<br>Miami, FL 33135                            | HELPages  | 50,000.00  |
| <b>Teach for America, Inc</b><br>3550 Biscayne Blvd., #403<br>Miami, FL 33137                              | Homestead Program                                       | 100,000.00 |

Grants and Contributions Paid During the Year Ended November 30, 2014

| <b>PAYEE ORGANIZATION<br/>CITY, STATE</b>   | <b>PURPOSE OF GRANT OR<br/>CONTRIBUTION</b> | <b>AMOUNT</b> |
|---|---|---------------|
| <b>The Musical Arts School of Miami, Inc</b><br>1444 Biscayne Blvd , Suite 302<br>Miami, FL 33132 | 2014-2015 Education Concerts                | 30,000 00     |
| <b>The Sundari Foundation, Inc.</b><br>1514 NW 2nd Ave<br>Miami, FL 33136                         | Lotus House Program                         | 32,000 00     |
| <b>Women in Distress of Broward County, Inc.</b><br>PO Box 50187<br>Lighthouse Point, FL 33074    | Therapy Services                            | 50,000 00     |
| <b>WPBT-2 Public Television</b><br>P.O. Box 610002<br>Miami, FL 33261-0002                        | Membership & Great Performances             | 50,000 00     |
| <b>Zoological Society of Florida, Inc</b><br>12400 SW 152nd St<br>Miami, FL 33177-1499            | Conservation Teen Scientist                 | 30,000 00     |

**Part XV, Line 3a: Total Grants and Contributions 1,860,880.00**

**Peacock Foundation, Inc.**  
**Bylaws**

**ARTICLE 1**

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.

**ARTICLE 2**

Section 2.1 Members

This Corporation shall have Members from time to time.

Section 2.2 No Stock

The Corporation shall not issue shares of stock.

Section 2.3 Nonprofit Operations

The Corporation is a Florida-based not-for-profit corporation. No dividend will be paid, and no part of the income or assets of this Corporation will be distributed to its Directors or Officers. However the Corporation may contract in due course of business with its Officers or Directors for services rendered to the extent permissible under the Articles of Incorporation, under law and under Section 501 (c) (3) of the United States Internal Revenue Code of 1986 (hereinafter "Code"). In each instance, the Conflict of Interest Policy of Peacock Foundation, Inc. will be in effect.

Section 2.4 No Loans to Directors or Officers

This Corporation will loan no money to any of its Directors or Officers

Section 2.5 No Vested Rights

No Director or Officer of this Corporation has any vested right, interest, or privilege of, in, or to, the rights, property, assets, functions, or affairs of the Corporation.

## ARTICLE 3

### Section 3.1 Membership

The number of Members of this Corporation shall be not less than three or more than seven, and as fixed from time to time by the Members. The number of Members shall remain the same if not otherwise determined by the Members.

The Members of this Corporation shall elect each year, at the Annual Meeting of The Directors and Members of Peacock Foundation, Inc., or at any special meeting in lieu thereof, the number of Directors specified in the Corporation's Bylaws, and if necessary in order to fill a vacancy or because of an increase in the number of Directors, one or more Directors may be elected at any special Meeting of the Directors and Members.

### Section 3.2 Duties

The business and affairs of this Corporation and the general policies to be followed by the Corporation shall be the responsibility of the Board of Directors.

### Section 3.3 Term of Office

Members shall be elected for a term of three years, or until the end of their respective terms if elected to fill a vacancy, and until their respective successors are elected and have qualified. Directors and Members may be re-appointed for two subsequent three year terms. Once a Director has reached the limit of nine years, the Director may be re-elected as a Member.

Members and Directors elected after April 26, 2013 will have staggered terms.

### Section 3.4 Annual Meeting of Directors and Members of Peacock Foundation, Inc.

The Annual Meeting of Directors and Members of this Corporation shall be held on the fourth Friday of January of each calendar year at 10 o'clock A.M., or at such other time and place in lieu thereof as may be determined by the Board of Directors, at which time there shall be elected by the Members of this Corporation a Board of Directors consisting of three Members, and the Members shall then transact such other business as shall come before the meeting.

#### 3.4.1 Special Meetings

A special meeting of the Directors and Members of this Corporation may be called at any time by the President, by the Board of Directors, or by 50% or more of the Members of this Corporation.

### 3.4.2 Notices

The Executive Director shall mail or deliver electronically a notice of such call, which shall be signed by the Executive Director, to each Director and Member of this Corporation, at his home address as it appears upon the records of this Corporation, at least five days before such meeting, said notice stating the time, place and objects of said meeting. A special meeting may also be held when a majority of the Board of Directors of this Corporation shall be present at a meeting, however called or notified, and shall sign a written consent thereto on the record of the meeting. If the Directors or the Members of the Corporation shall severally and/or collectively consent in writing to any action to be taken by this Corporation, such action shall be as valid a corporate act as though it had been authorized at a meeting of said Directors or said Members duly and regularly called.

### 3.4.3. Quorum

A majority of the Board of Directors of this Corporation, represented either in person or by electronic device, shall constitute a quorum for the transaction of business at all meetings of the Directors and Members of this Corporation.

### 3.4.4 Vacancies

Any vacancy on the Board of Directors, if not filled at a meeting of the Directors and Members, may be filled, for the balance of the unexpired term, by the Directors remaining in office.

### 3.4.5 Resignation

Any Director or Member may resign at any time by giving written notice to the Board of Directors or the President. Any such resignation shall take effect at the time specifies herein, or if the time is not specified therein, upon its acceptance by the Board of Directors.

### 3.4.6 Removal

The other Directors, by a majority vote at any meeting of the Board of Directors at which a quorum is present, may remove a Member or an officer of the Board of Directors, with or without cause, whenever it is deemed in the best interests of the Corporation.

### 3.4.7 Voting

Every Director and Member in good standing shall have the right and be entitled to one vote, in person or by electronic device, upon every proposal properly submitted to vote at any meeting of the Board of Directors and Members.

#### ARTICLE 4

The Board of Directors shall have the general control and management of all the property and affairs and business of this Corporation, and shall exercise all the powers and be responsible for the performance of all the duties of this Corporation. Said Board of Directors shall from their numbers elect each year, at the annual meeting of said Board of Directors, which shall be held immediately after the Annual Meeting of Directors and Members of this Corporation, a President, a Vice-President, a Secretary, and a Treasurer; but any or all of the last aforesaid officers may be elected at any special meeting of said Board of Directors. Said President shall be Chairman of the Board of Directors. A Director may hold more than one office.

A special meeting of the Board of Directors may be called by the Chairman thereof or by one Director; in which cases, a written notice thereof shall be mailed or delivered electronically, by said Chairman, or said Director, to the other Directors, at their home address as it appears on the records of this Corporation, five days before said meeting. Said Board of Directors may hold a special meeting at any time without notice when all the Directors are present at said meeting and consent to the holding of said meeting. A majority in number of said Directors, at any meeting duly assembled, shall constitute a quorum for the transaction of business, and the act of a majority of the Directors at any meeting where there is such a quorum shall be the act of said Board of Directors.

#### ARTICLE 5

The Officers of this Corporation shall be a President, a Vice-President, a Secretary, and a Treasurer. They shall be elected by the Board of Directors at their annual meetings, or at any special meeting, and may be discharged at any time by said Board of Directors. Officers must be Directors.

The President shall have the general management and control of all the property and affairs and business of said Corporation and shall exercise all the powers and be responsible for the performance of all the duties of said Corporation, subject however to the control of the Board of Directors; may preside at all meetings of the Members of the Corporation; may sign all checks for the payment of money; and may sign all deeds, mortgages, and other written instrument of the Corporation. Said President may affix the seal of said Corporation, if any, to any and all instruments of said Corporation. The President shall employ and dismiss the Executive Director, with a majority vote of the Board of Directors. The President shall give general support and supervision to the Executive Director, including an Annual Performance Review.

The Vice-President shall perform such duties as may be assigned to him by the President. In case of the death, disability, removal, or absence of the President from the State of Florida, the Vice-President may perform all the duties of the President.

The Secretary may seal and attest all deeds, mortgages, and other written instruments of said Corporation. He shall keep a record of the Meetings of the Directors and Members of the

Corporation and shall have the custody of all the books, records, seal, papers, and other documents of said Corporation.

The Treasurer shall keep accounts of all moneys, properties and effects of the Corporation; shall keep a list of all the Members of the Corporation; shall deposit all money and checks of this Corporation to the credit of this Corporation in such bank or banks or other institution as the President shall designate; and shall perform such other duties as may be assigned to the Treasurer by the President.

## ARTICLE 6

### Section 6.1 Appointment of Committees

The Board of Directors may designate and appoint one or more Committees and delegate to such Committees specific and prescribed authority. Committee chair and members shall be appointed and removed by the Board of Directors. Standing Committees such as Audit, Finance, and Investments will be a Committee of the whole.

### Section 6.2 Action by Committee Without a Meeting

Action required or permitted to be taken at a Committee meeting may be taken without a meeting if the action is taken by all of the Committee Members. The action must be evidenced by one or more written consents describing the action taken and signed by each Committee Member. Any such written consent shall be filed with or entered upon the records of the Corporation. A consent signed under this section has the effect of a meeting vote and may be described as such in any document. Action taken under this section is effective when the last Committee Member signs the consent, unless the consent specifies a different effective date.

## ARTICLE 7

### Section 7.1 Fiscal Year

The fiscal year of the Corporation shall begin on the first day of December of each year.

### Section 7.2 Audit and Bookkeeping

All books and records of the Corporation, and all funds thereof, shall be audited as may be required from time to time by applicable law. The Board of Directors will engage an outside auditing firm and will review annually.

### Section 7.3 Investment Services

The Board of Directors will determine the Investment Policy of the Corporation and will review annually. The Board of Directors shall hire an investment advisory service to manage the investable assets of the Corporation and will review annually.

## **ARTICLE 8** Indemnification

The private property of the Directors and Members of this Corporation shall not be liable for its corporate debts. To the extent permitted by Florida Statutes and by the applicable provisions of the Internal Revenue Code and the regulations governing 501 (c) 3 organizations, the Corporation shall indemnify and defend its Directors and Members from and against liability arising from their offices or for their acts on behalf of the Corporation.

The Corporation may purchase insurance for the purpose of indemnifying its Directors and Members. Any person seeking to avail themselves rights and remedies under this Article 8 shall give reasonable written notice to the Board of Directors of their intent to seek protection hereunder.

## **ARTICLE 9** Rules of Order

“Roberts Rule of Order”, as revised, shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

## **ARTICLE 10** Amendments

These Bylaws may be amended, revised, repealed, or rescinded by a majority vote of the Board of Directors at any meeting of the Board of Directors.

## **ARTICLE 11** Dissolution

Upon termination, dissolution or winding up of this Corporation in any manner or for any reason, its assets, if any remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to, and only to, one or more organization or organizations described in Section 501 (c) 3 of the Code, and such meaning of the Internal Revenue Code shall be “publicly supported” within the meaning of the Code. Any references herein to any provision of the Internal Revenue Code of 1986 shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded, as the case may be.

6 (Revised 2/25/2013; Approved 4/26/2013)

**ARTICLE 12**  
Corporate Seal

The Corporate Seal shall bear the words "Peacock Foundation, Inc." which shall be between two concentric circles, and on the inside of the inner circle shall be the words "Florida" "CORPORATION NOT FOR PROFIT" and the figures "1947" an impression of such seal appearing below.