

Hendon & Slate, P.C.
P.O. Box 9
Fremont, MI 49412
231-924-6890

The Gerber Foundation

4747 West 48th St.
Fremont, MI 49412

2007 Form 990-PF

Filing Instructions
The Gerber Foundation
Private Foundation Tax Return

Taxable Year Ended December 31, 2007

Date Due: August 15, 2008

Remittance: None is required. Your Form 990-PF for the tax year ended 12/31/07 shows a total overpayment of \$51,987, all of which is to be credited to your estimated tax liability for the coming year. Do not mail a copy of this return.

Signature: You are using a Personal Identification Number (PIN) for signing your return electronically. Sign the IRS e-file Authorization and mail it as soon as possible to:

Hendon & Slate, P.C.
P.O. Box 9
Fremont, MI 49412

Other: Initial and date the copies of the IRS e-file Signature Authorization and the Form 990-PF. Retain them for your records.

Your return is being filed electronically with the IRS and is not required to be mailed. Mailing a paper copy of your return to the IRS will delay the processing of your return.

IRS e-file Signature Authorization for an Exempt Organization

Form **8879-EO**

OMB No. 1545-1878

For calendar year 2007, or fiscal year beginning 2007, and ending , 20

2007

▶ **Do not send to the IRS. Keep for your records.**

Department of the Treasury
Internal Revenue Service

▶ **See instructions.**

Return ID (20-digit number) ▶

Name of exempt organization

THE GERBER FOUNDATION

Employer identification number

38-6068090

Name and title of officer

**STAN M. VANDERROEST
TREASURER**

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount from the return if any. If you check the box on line 1a, 2a, 3a, 4a, or 5a, below, and the amount on that line for the return for which you are filing this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than 1 line in Part I.

1a Form 990 check here ▶ <input type="checkbox"/>	b Total revenue, if any (Form 990, line 12)	1b	_____
2a Form 990-EZ check here ▶ <input type="checkbox"/>	b Total revenue, if any (Form 990-EZ, line 9)	2b	_____
3a Form 1120-POL check here ▶ <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b	_____
4a Form 990-PF check here ▶ <input checked="" type="checkbox"/>	b Tax Based on Investment Income (Form 990-PF, Part VI, line 5)	4b	138,586
5a Form 8868 check here ▶ <input type="checkbox"/>	b Balance Due (Form 8868, line 3c)	5b	_____

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2007 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) an indication of any refund offset, (c) the reason for any delay in processing the return or refund, and (d) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize **HENDON & SLATE, P.C.** to enter my PIN **62117** as my signature
ERO firm name do not enter all zeros
on the organization's tax year 2007 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2007 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature } _____ Date } **5/16/08**

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit EFIN followed by your five-digit self-selected PIN.

38063812345
do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2007 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers.

ERO's signature } _____ Date } _____

**ERO Must Retain This Form—See Instructions
Do Not Submit This Form To the IRS Unless Requested To Do So**

For Paperwork Reduction Act Notice, see back of form.

Form **8879-EO** (2007)

Form **990-PF**

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

OMB No. 1545-0052

2007

Department of the Treasury
Internal Revenue Service

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

For calendar year 2007, or tax year beginning , and ending

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

Use the IRS label.	Name of foundation THE GERBER FOUNDATION	A Employer identification number 38-6068090
Otherwise, print or type.	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 4747 WEST 48TH ST. 153	B Telephone number (see page 10 of the instructions) 231-924-3175
See Specific Instructions.	City or town, state, and ZIP code FREMONT MI 49412	C If exemption application is pending, check here <input checked="" type="checkbox"/> u
		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> u
		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> u
		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> u
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> u
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) u \$ 88,481,587	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see pg. 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	26,640	26,640		
	4 Dividends and interest from securities	1,639,695	1,639,695		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	12,599,578			
	b Gross sales price for all assets on line 6a 191913257				
	7 Capital gain net income (from Part IV, line 2)		12,599,578		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 2	231,355	71,905			
12 Total. Add lines 1 through 11	14,497,268	14,337,818	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	70,507	616		69,891
	14 Other employee salaries and wages	18,997	182		18,815
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	29,645			29,645
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	166,619	12,619		
	19 Depreciation (attach schedule) and depletion STMT 5	2,129			
	20 Occupancy	26,154			26,154
	21 Travel, conferences, and meetings	31,459			31,459
	22 Printing and publications	3,313			3,313
	23 Other expenses (att. sch.) STMT 6	516,345	465,835		50,510
	24 Total operating and administrative expenses. Add lines 13 through 23	865,168	479,252		229,787
	25 Contributions, gifts, grants paid	4,689,073			4,689,073
26 Total expenses and disbursements. Add lines 24 and 25	5,554,241	479,252	0	4,918,860	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	8,943,027				
b Net investment income (if negative, enter -0-)		13,858,566			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing						
	2	Savings and temporary cash investments	1,170,612	1,438,846	1,438,846			
	3	Accounts receivable u						
		Less: allowance for doubtful accounts u						
	4	Pledges receivable u						
		Less: allowance for doubtful accounts u						
	5	Grants receivable						
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)						
	7	Other notes and loans receivable (att. schedule) u						
		Less: allowance for doubtful accounts u						
	8	Inventories for sale or use						
	9	Prepaid expenses and deferred charges						
	10a	Investments—U.S. and state government obligations (attach schedule) STMT 7	2,727,739					
	b	Investments—corporate stock (attach schedule) SEE STMT 8	62,375,791	85,667,897	85,937,019			
	c	Investments—corporate bonds (attach schedule) SEE STMT 9	13,062,035	1,174,256	1,102,337			
	11	Investments—land, buildings, and equipment: basis u						
	Less: accumulated depreciation (attach sch.) u							
12	Investments—mortgage loans							
13	Investments—other (attach schedule)							
14	Land, buildings, and equipment: basis u 40,633							
	Less: accumulated depreciation (attach sch.) u STMT 10 37,248	5,180	3,385	3,385				
15	Other assets (describe u)							
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	79,341,357	88,284,384	88,481,587				
Liabilities	17	Accounts payable and accrued expenses						
	18	Grants payable						
	19	Deferred revenue						
	20	Loans from officers, directors, trustees, and other disqualified persons						
	21	Mortgages and other notes payable (attach schedule)						
	22	Other liabilities (describe u)						
	23	Total liabilities (add lines 17 through 22)	0	0				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here u <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.							
	24	Unrestricted	79,341,357	88,284,384				
	25	Temporarily restricted						
	26	Permanently restricted						
	Foundations that do not follow SFAS 117, check here u <input type="checkbox"/> and complete lines 27 through 31.							
	27	Capital stock, trust principal, or current funds						
	28	Paid-in or capital surplus, or land, bldg., and equipment fund						
	29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see page 17 of the instructions)	79,341,357	88,284,384					
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	79,341,357	88,284,384					

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 79,341,357
2	Enter amount from Part I, line 27a	2 8,943,027
3	Other increases not included in line 2 (itemize) u	3
4	Add lines 1, 2, and 3	4 88,284,384
5	Decreases not included in line 2 (itemize) u	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 88,284,384

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SALE OF INVESTMENTS	P	7/01/02	7/01/07
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	191,913,257	179,313,679	12,599,578	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			12,599,578	
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	12,599,578
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2006	4,823,147	83,970,319	0.057439
2005	4,427,965	79,369,089	0.055790
2004	4,135,663	77,760,545	0.053185
2003	3,672,227	71,410,802	0.051424
2002	3,006,528	73,592,114	0.040854
2	Total of line 1, column (d)		0.258692
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		0.051738
4	Enter the net value of noncharitable-use assets for 2007 from Part X, line 5		88,146,994
5	Multiply line 4 by line 3		4,560,549
6	Enter 1% of net investment income (1% of Part I, line 27b)		138,586
7	Add lines 5 and 6		4,699,135
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		4,919,194

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 51,987.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?' and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Responses are marked with 'X' or 'N/A'.

Part VII-A Statements Regarding Activities (continued)

11a At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. (see page 20 of the instructions) 11a X
b If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a? N/A 11b
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address WWW.GERBERFOUNDATION.ORG
14 The books are in care of CATHY OBITS Telephone no. 231-924-3175
4747 WEST 48TH STREET
Located at FREMONT, MI ZIP+4 49412
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041— Check here u
and enter the amount of tax-exempt interest received or accrued during the year u 15

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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? Yes No X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A 1b
Organizations relying on a current notice regarding disaster assistance check here u
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 2007? N/A 1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? Yes No X No
If "Yes," list the years u 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.) N/A 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. u 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X No
b If "Yes," did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.) N/A 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007? 4b X

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

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

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

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

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

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

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No **N/A**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If you answered "Yes" to 6b, also file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11				

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

If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CATHY OBITS 4747 W. 48TH STREET FREMONT MI 49412	FOUND. MGR. 40	61,648	13,496	0

Total number of other employees paid over \$50,000 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
3 All other program-related investments. See page 24 of the instructions.	

Total. Add lines 1 through 3

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	88,733,038
b	Average of monthly cash balances	1b	756,296
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	89,489,334
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	89,489,334
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,342,340
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	88,146,994
6	Minimum investment return. Enter 5% of line 5	6	4,407,350

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	4,407,350
2a	Tax on investment income for 2007 from Part VI, line 5	2a	138,586
b	Income tax for 2007. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	138,586
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,268,764
4	Recoveries of amounts treated as qualifying distributions	4	159,450
5	Add lines 3 and 4	5	4,428,214
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,428,214

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	4,918,860
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	334
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,919,194
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	138,586
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,780,608

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1	Distributable amount for 2007 from Part XI, line 7				4,428,214
2	Undistributed income, if any, as of the end of 2006:				
a	Enter amount for 2006 only				
b	Total for prior years: 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2007:				
a	From 2002				
b	From 2003	114,455			
c	From 2004	364,346			
d	From 2005	545,085			
e	From 2006	379,532			
f	Total of lines 3a through e	1,403,418			
4	Qualifying distributions for 2007 from Part XII, line 4: u \$ 4,919,194				
a	Applied to 2006, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 27 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 27 of the instructions)				
d	Applied to 2007 distributable amount				4,428,214
e	Remaining amount distributed out of corpus	490,980			
5	Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,894,398			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	1,894,398			
10	Analysis of line 9:				
a	Excess from 2003	114,455			
b	Excess from 2004	364,346			
c	Excess from 2005	545,085			
d	Excess from 2006	379,532			
e	Excess from 2007	490,980			

Part XIV Private Operating Foundations (see page 27 of the 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 2007, enter the date of the ruling **u**

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

	Tax year				(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here **u** if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
CATHY OBITS 231-924-3175
4747 WEST 48TH STREET FREMONT MI 49412

b The form in which applications should be submitted and information and materials they should include:
GRANT APPLICATION FORM

c Any submission deadlines:
FEBRUARY 15 AND AUGUST 15

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE STATEMENT 12

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SEE ATTACHED FREMONT MI 49412			SEE ATTACHED	4,689,073
Total			u 3a	4,689,073
b Approved for future payment N/A				
Total			u 3b	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here section containing signature and title lines for the preparer, and a 'Paid Preparer's Use Only' section with fields for firm name (HENDON & SLATE, P.C.), address (P.O. BOX 9, FREMONT, MI 49412), SSN/PTIN (371-50-3888), and EIN (38-2563599).

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Desc			How Rec'd					
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depr	Net G/L	
PRINTER			PURCHASE					
	6/15/96	12/31/07	\$	2,700	\$	2,700	\$	
TOTAL			\$	<u>0</u>	\$	<u>2,700</u>	\$	
				<u>2,700</u>	<u>0</u>	<u>2,700</u>	<u>0</u>	

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
SECURITIES LITIGATIONS	\$ 71,905	\$ 71,905	\$
PRIOR YEAR GRANTS REFUNDED	159,450		
TOTAL	<u>\$ 231,355</u>	<u>\$ 71,905</u>	<u>\$ 0</u>

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CROWE CHIZEK	\$ 10,500	\$	\$	\$ 10,500
HENDON & SLATE	19,145			19,145
TOTAL	<u>\$ 29,645</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 29,645</u>

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAXES	\$ 154,000	\$	\$	\$
OTHER INVESTMENT TAXES	12,619	12,619		
TOTAL	<u>\$ 166,619</u>	<u>\$ 12,619</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements

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

<u>Desc</u>	<u>Date Acquired</u>	<u>Cost Basis</u>	<u>PY Depr</u>	<u>Method</u>	<u>Life</u>	<u>CY Depr</u>	<u>Net Investment Income</u>	<u>Adj Net Income</u>
OFFICE FURNITURE (TABLE/FILE CABINETS)	8/10/99	\$ 949	\$ 949	S/L	7	\$	\$	\$
CUSTER OFFICE FURNITURE	11/22/99	6,100	6,100	S/L	7			
TELEPHONE SYSTEM	2/13/00	1,659	1,639	S/L	7	20		
CUSTER OFFICE FURNITURE	5/26/00	6,583	6,191	S/L	7	392		
SOUND STATION WITH 2 MICS	3/15/01	1,079	899	S/L	7	154		
2 ARMLESS UPHOLSTERED CHAIRS	10/15/01	736	552	S/L	7	105		
SHELVING UNITS	8/08/02	629	185	S/L	15	42		
SOFTWARE (MICOREEDGE)	11/25/02	15,443	15,443	S/L	3			
COMPUTER (NANCY)	3/20/03	2,152	1,614	S/L	5	430		
PRINTER	6/15/96	2,700	2,700	S/L	5			
DIGITAL CAMERA	11/12/04	314	97	S/L	7	45		
COMPUTER	12/04/04	2,000	833	S/L	5	400		
SCANNER	2/01/05	193	74	S/L	5	39		
COLOR PRINTER	10/28/05	560	131	S/L	5	111		
FAX MACHINE	11/23/05	200	43	S/L	5	40		
LAPTOP	11/23/05	1,702	369	S/L	5	340		
MONITOR	10/23/07	334		S/L	5	11		

Federal Statements

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

	Date Acquired	Desc	Cost Basis	PY Depr	Method	Life	CY Depr	Net Investment Income	Adj Net Income
TOTAL			\$ 43,333	\$ 37,819			\$ 2,129	\$ 0	\$ 0

Federal Statements

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
EXPENSES				
INVESTMENT FEES	59,142	59,142		
OTHER INVESTMENT FEES	341	341		
SPA MANAGEMENT FEES	406,352	406,352		
INSURANCE	8,515			8,515
CONTRACTED SERVICES	3,594			3,594
MISCELLANEOUS	3,287			3,287
MEALS	3,018			3,018
DUES & SUBSCRIPTIONS	26,216			26,216
SUPPLIES	1,194			1,194
POSTAGE	4,686			4,686
TOTAL	<u>\$ 516,345</u>	<u>\$ 465,835</u>	<u>\$ 0</u>	<u>\$ 50,510</u>

Federal Statements

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$ 2,727,739	\$	COST	\$
TOTAL	<u>\$ 2,727,739</u>	<u>\$ 0</u>		<u>\$ 0</u>

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STATE STREET INVESTMENTS	\$58,375,792	\$60,613,435	COST	\$59,652,098
STATE STREET HEDGE FUNDS	<u>3,999,999</u>	<u>25,054,462</u>	COST	<u>26,284,921</u>
TOTAL	<u>\$62,375,791</u>	<u>\$85,667,897</u>		<u>\$85,937,019</u>

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STATE STREET INVESTMENTS	\$13,062,035	\$ 1,174,256	COST	\$ 1,102,337
TOTAL	<u>\$13,062,035</u>	<u>\$ 1,174,256</u>		<u>\$ 1,102,337</u>

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

Description	Beginning Net Book	End Cost/Basis	End Accum Depr	Net Fair Mkt Value
	\$ 5,180	\$ 40,633	\$ 37,248	\$ 3,385
TOTAL	<u>\$ 5,180</u>	<u>\$ 40,633</u>	<u>\$ 37,248</u>	<u>\$ 3,385</u>

Federal Statements

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

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
BARBARA IVENS 4747 WEST 48TH STREET FREMONT MI 49412	PRESIDENT	1	0	0	0
FERNANDO FLORES-NEW 4747 WEST 48TH STREET FREMONT MI 49412	V. PRESIDENT	1	0	0	0
TRACY BAKER 4747 WEST 48TH STREET FREMONT MI 49412	SECRETARY	1	0	0	0
STAN VANDERROEST 4747 WEST 48TH STREET FREMONT MI 49412	TREASURER	1	0	0	0
STEVEN POOLE 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
TED DAVIS 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
MICHAEL EBERT 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
NANCY NEVIN-FOLINO 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
JANE JEANNERO 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0

Federal Statements

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

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
DAVE JOSLIN 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
WILLIAM WEIL, JR. 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
CAROLYN MORBY 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
RANDY PUFF 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
JOHN JAMES 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
WILLIAM BUSH, MD 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
BARBARA IVENS 4747 WEST 48TH STREET FREMONT MI 49412	PRESIDENT	1	0	0	0
FERNANDO FLORES-NEW 4747 WEST 48TH STREET FREMONT MI 49412	V. PRESIDENT	1	0	0	0
TRACY BAKER 4747 WEST 48TH STREET FREMONT MI 49412	SECRETARY	1	0	0	0

Federal Statements

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

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
STAN VANDERROEST 4747 WEST 48TH STREET FREMONT MI 49412	TREASURER	1	0	0	0
STEVEN POOLE 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
TED DAVIS 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
MICHAEL EBERT 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
NANCY NEVIN-FOLINO 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
JANE JEANNERO 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
DAVE JOSLIN 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
WILLIAM WEIL, JR. 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
CAROLYN MORBY 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0

Federal Statements

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

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
RANDY PUFF 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
JOHN JAMES 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0
WILLIAM BUSH, MD 4747 WEST 48TH STREET FREMONT MI 49412	TRUSTEE	1	0	0	0

Federal Statements

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

Description

GRANT APPLICATION FORM

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

Description

FEBRUARY 15 AND AUGUST 15

Statement 12 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

THE FOUNDATION FOCUSES IN THE AREA OF INFANTS, CHILDREN,
NUTRITION, AND HEALTH