

Return of Private Foundation

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

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▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2019 or tax year beginning **DEC 1, 2019**, and ending **NOV 30, 2020**

Name of foundation PEACOCK FOUNDATION, INC.		A Employer identification number 59-0999759
Number and street (or P.O. box number if mail is not delivered to street address) 4000 PONCE DE LEON BLVD.	Room/suite 450	B Telephone number 305 373-1386
City or town, state or province, country, and ZIP or foreign postal code CORAL GABLES, FL 33146		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 47,993,605.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	938,325.	934,950.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,244,051.			
	b Gross sales price for all assets on line 6a 4,678,611.				
	7 Capital gain net income (from Part IV, line 2)		1,244,051.		
	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)					
11 Other income	-13,470.	-13,470.		STATEMENT 2	
12 Total. Add lines 1 through 11	2,168,906.	2,165,531.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	185,926.	27,889.		158,037.
	14 Other employee salaries and wages	134,133.	0.		134,133.
	15 Pension plans, employee benefits	92,615.	11,445.		78,821.
	16a Legal fees				
	b Accounting fees STMT 3	38,300.	0.		38,300.
	c Other professional fees STMT 4	128,961.	128,961.		0.
	17 Interest	19,943.	19,943.		0.
	18 Taxes STMT 5	20,827.	2,120.		0.
	19 Depreciation and depletion	4,625.	0.		
	20 Occupancy	74,460.	3,723.		70,737.
	21 Travel, conferences, and meetings	4,340.	0.		4,892.
	22 Printing and publications	710.	0.		710.
	23 Other expenses STMT 6	122,488.	100,764.		25,035.
	24 Total operating and administrative expenses. Add lines 13 through 23	827,328.	294,845.		510,665.
	25 Contributions, gifts, grants paid	1,821,600.			1,821,600.
26 Total expenses and disbursements. Add lines 24 and 25	2,648,928.	294,845.		2,332,265.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-480,022.				
b Net investment income (if negative, enter -0-)		1,870,686.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	556,111.	237,407.	237,407.
	2 Savings and temporary cash investments	3,050,986.	1,103,501.	1,103,501.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		3,311.	3,311.
	10a Investments - U.S. and state government obligations STMT 8	1,652,655.	928,177.	928,177.
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 9	2,858,544.	3,873,355.	3,873,355.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 10	38,261,453.	41,753,268.	41,753,268.	
14 Land, buildings, and equipment: basis 50,970.				
Less: accumulated depreciation 11,661.	43,934.	39,309.	39,309.	
15 Other assets (describe)	93,602.	55,277.	55,277.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	46,517,285.	47,993,605.	47,993,605.	
Liabilities	17 Accounts payable and accrued expenses	22,564.	24,361.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe DEFERRED FEDERAL E)	99,760.	96,999.	
23 Total liabilities (add lines 17 through 22)	122,324.	121,360.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	46,394,961.	47,872,245.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances	46,394,961.	47,872,245.		
30 Total liabilities and net assets/fund balances	46,517,285.	47,993,605.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	46,394,961.
2 Enter amount from Part I, line 27a	2	-480,022.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 7	3	1,979,258.
4 Add lines 1, 2, and 3	4	47,894,197.
5 Decreases not included in line 2 (itemize) RETIREMENT OF OTHER ASSETS	5	21,952.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	47,872,245.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 PUBLICLY TRADED SECURITIES			
b DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, LP			
c CONWAY RIEF ONSHORE ACCESS FUND, LLC			
d CAPITAL GAINS DIVIDENDS			
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 3,649,277.		3,657,584.	-8,307.
b			211,526.
c			11,498.
d 1,029,334.			1,029,334.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-8,307.
b			211,526.
c			11,498.
d			1,029,334.
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	1,244,051.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	2,221,282.	44,295,613.	.050147
2017	2,238,678.	46,211,281.	.048444
2016	2,198,380.	45,049,797.	.048799
2015	2,143,965.	42,711,641.	.050196
2014	2,305,757.	45,113,196.	.051110

2 Total of line 1, column (d)	2	.248696
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049739
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	44,221,923.
5 Multiply line 4 by line 3	5	2,199,554.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,707.
7 Add lines 5 and 6	7	2,218,261.
8 Enter qualifying distributions from Part XII, line 4	8	2,332,265.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	18,707.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	18,707.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	18,707.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	34,063.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	34,063.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	15,356.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input checked="" type="checkbox"/> 15,356. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input checked="" type="checkbox"/> <u>FL</u>		
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> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, website address, books in care, and foreign country interests.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business interests.

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

		Yes	No
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>		
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 <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(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 13		185,926.	27,067.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
BARBARA QUESADA - 4000 PONCE DE LEON BLVD. SUITE 450, CORAL GABLES, FL	ADMIN ASSISTANT 40.00	67,245.	26,807.	0.
KATHARINE N MCCUNE - 4000 PONCE DE LEON BLVD. SUITE 450, CORAL GABLES,	OPERATIONS AND PROGRAM ASSISTANT 40.00	66,888.	19,749.	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. 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 - 309 EAST PACES FERRY ROAD SUITE 600, ATLANTA, GA 30305	INVESTMENT MANAGEMENT	87,464.

Total number of others receiving over \$50,000 for professional services 0

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

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

Total. Add lines 1 through 3 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	42,012,716.
b	Average of monthly cash balances	1b	2,882,637.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	44,895,353.
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	44,895,353.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	673,430.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	44,221,923.
6	Minimum investment return. Enter 5% of line 5	6	2,211,096.

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

1	Minimum investment return from Part X, line 6	1	2,211,096.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	18,707.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	18,707.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,192,389.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,192,389.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,192,389.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,332,265.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	2,332,265.
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	5	18,707.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,313,558.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,192,389.
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only			1,872,354.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 2,332,265.				
a Applied to 2018, but not more than line 2a ...			1,872,354.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				459,911.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				1,732,478.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015 ...				
b Excess from 2016 ...				
c Excess from 2017 ...				
d Excess from 2018 ...				
e Excess from 2019 ...				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

SEE STATEMENT 14

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ACTORS' PLAYHOUSE PRODUCTIONS, INC. 280 MIRACLE MILE CORAL GABLES, FL 33134	N/A	PC	YOUTH PROGRAMMING 2020-2021	25,000.
ALIANZA NACIONAL DE CAMPESINAS INC. 319 LAMBERT STREET, SUITE D OXNARD, CA 93036-0983	N/A	PC	SUPPORTING SOUTH FLORIDA FARMWORKERS AND THEIR FAMILIES THROUGH COVID-19 CRISIS	25,000.
BARRY UNIVERSITY 11300 NE SECOND AVENUE MIAMI SHORES, FL 33161	N/A	PC	SCHOLARSHIP SUPPORT FOR SOUTH FLORIDA MSW GRADUATE STUDENTS	50,000.
BIG BROTHERS BIG SISTERS OF GREATER MIAMI 550 NW 42 AVENUE MIAMI, FL 33126	N/A	PC	MENTORING PROGRAMS	50,000.
BRANCHES, INC. 11500 NW 12TH AVENUE MIAMI, FL 33168	N/A	PC	EMERGENCY FOOD GRANT	25,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				1,821,600.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	938,325.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,244,051.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER PARTNERSHIP LOSS			01	-13,470.	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,168,906.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	2,168,906.	2,168,906.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

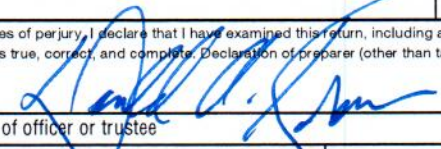
		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash			X
(2) Other assets			X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization			X
(2) Purchases of assets from a noncharitable exempt organization			X
(3) Rental of facilities, equipment, or other assets			X
(4) Reimbursement arrangements			X
(5) Loans or loan guarantees			X
(6) Performance of services or membership or fundraising solicitations			X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees			X
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 foundation. 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.			

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		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) (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	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) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below? See instr. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee  Date _____	Title TREASURER			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	SCOTT BROWN	SCOTT BROWN	02/09/21		P02104034
	Firm's name ▶ PKF O'CONNOR DAVIES, LLP			Firm's EIN ▶ 27-1728945	
Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022-5305			Phone no. (212) 286-2600		

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BRANCHES, INC. 11500 NW 12TH AVENUE MIAMI, FL 33168	N/A	PC	FLORIDA CITY AND LAKEVIEW GROW AND CLIMB PROGRAMS	50,000.
CAMILIUS HOUSE, INC. 1603 NW 7TH AVENUE MIAMI, FL 33136	N/A	PC	EMERGENCY FOOD GRANT	25,000.
CASA FAMILIA, INC. 1550 DOUGLAS ROAD, SUITE 280 CORAL GABLES, FL 33134	N/A	PC	PROGRAMS FOR PEOPLE WITH DISABILITIES	5,000.
CASA VALENTINA, INC. 2103 CORAL WAY, 2ND FLOOR MIAMI, FL 33145	N/A	PC	GENERAL OPERATING SUPPORT	15,000.
CHAPMAN PARTNERSHIP, INC. 1550 NORTH MIAMI AVENUE MIAMI, FL 33136	N/A	PC	COMPREHENSIVE HOMELESS ASSISTANCE PORTAL (CHAP) APP	35,000.
CHILDREN'S BEREAVEMENT CENTER, INC. 7600 SOUTH RED ROAD, SUITE 307 SOUTH MIAMI, FL 33143	N/A	PC	SUPPORTING CHILDREN'S HEALTHFUL GRIEVING	25,000.
CHILDREN'S HOME SOCIETY OF FLORIDA, INC. 482 SOUTH KELLER ROAD ORLANDO, FL 32810	N/A	PC	MIAMI SOUTHRIDGE COMMUNITY PARTNERSHIP SCHOOL	25,000.
Total from continuation sheets				1,646,600.

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMON THREADS 3811 BEE CAVES ROAD, SUITE 108 AUSTIN, TX 78746	N/A	PC	HEALTHY COOKING AND NUTRITION EDUCATION IN MIAMI AND COVID-19 PROGRAM RESPONSE	25,000.
CORNERSTONE CHRISTIAN CENTER OF HOMESTEAD FLORIDA, INC. 10844 SW 188TH STREET CUTLER BAY, FL 33157	N/A	PC	EMERGENCY FOOD GRANT	15,000.
COUNCIL ON FOUNDATIONS 1255 23RD ST, NW STE 200 WASHINGTON, DC 20037	N/A	PC	2020 SUPPORT CONTRIBUTION	7,500.
CRISTO REY MIAMI HIGH SCHOOL, INC. 11415 NE 2ND AVE. MIAMI, FL 33161	N/A	PC	SUMMER SUCCESS INSTITUTE	25,000.
EDUCATE TOMORROW CORP. 1717 NORTH BAYSHORE DRIVE, SUITE 203 MIAMI, FL 33132	N/A	PC	EDUCATE MIAMI	50,000.
ELLIE'S ARMY FOUNDATION 1051 NE 93RD STREET MIAMI SHORES, FL 33138	N/A	PC	FINANCIAL SUPPORT TO CHILDREN AND YOUNG ADULTS BATTLING LIFE-THREATENING ILLNESSES	2,500.
FAIRCHILD TROPICAL BOTANIC GARDEN 10901 OLD CUTLER ROAD MIAMI, FL 33156-4296	N/A	PC	INCREASING OPPORTUNITIES FOR FIELD TRIPS	50,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FEEDING SOUTH FLORIDA, INC. 2501 SW 32ND TERRACE PEMBROKE PARK, FL 33023	N/A	PC	COVID-19 EMERGENCY DISTRIBUTION PROGRAM IN MIAMI-DADE COUNTY	50,000.
FLIPANY 1777 N. DIXIE HIGHWAY FORT LAUDERDALE, FL 33305	N/A	PC	EMERGENCY FOOD GRANT	25,000.
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION, INC. 11200 SW 8TH STREET MIAMI, FL 33199	N/A	PC	STUDENT EMERGENCY FUND	2,500.
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION, INC. 11200 SW 8TH STREET MIAMI, FL 33199	N/A	PC	EMERGENCY STUDENT AID	25,000.
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION, INC. 11200 SW 8TH STREET MIAMI, FL 33199	N/A	PC	UNDERGRADUATE NURSING SCHOLARSHIPS AND STUDENT EMERGENCY NEEDS FUNDS	60,000.
FLORIDA PHILANTHROPIC NETWORK 5421 BEAUMONT CENTER DRIVE, SUITE 655 TAMPA, FL 33634	N/A	PC	2020 SUPPORT CONTRIBUTION	4,600.
FLORIDA STATE MINORITY SUPPLIER DEVELOPMENT COUNCIL 9499 NE 2ND AVENUE, SUITE 201 MIAMI, FL 33138	N/A	PC	STRENGTHENING PEOPLE, PROCESSES, PARTNERSHIPS & PROFITS FOR MICRO-SIZED MINORITY-OWNED BUSINESSES	20,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOSTER CARE REVIEW, INC. 155 NW 3RD STREET, SUITE 4338 MIAMI, FL 33128	N/A	PC	PERMANENCY ROUNDTABLE PROGRAM EXPANSION INITIATIVE	50,000.
FOUNDATION ORDER OF MALTA, INC. 299 ALHAMBRA CIRCLE, SUITE 321 CORAL GABLES, FL 33134	N/A	PC	MEDICAL MISSION EXPENSES IN DOMINICAN REPUBLIC FOR 10 HIGH SCHOOL STUDENTS	10,000.
FRIENDSHIP CIRCLE OF MIAMI, INC. 8700 SW 112TH STREET MIAMI, FL 33176	N/A	PC	PROGRAM FOR CHILDREN WITH SPECIAL NEEDS	25,000.
GIRL SCOUT COUNCIL OF TROPICAL FLORIDA, INC. 11347 S.W. 160TH STREET MIAMI, FL 33157-2799	N/A	PC	COMMUNITY TROOPS	30,000.
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD. MIAMI, FL 33137	N/A	PC	STAFF TRAINING AND DEVELOPMENT	5,000.
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD. MIAMI, FL 33137	N/A	PC	EMERGENCY GRANTS TO INDIVIDUALS THROUGH NON-SECTARIAN AGENCIES	25,000.
GREATER WASHINGTON EDUCATIONAL TELECOMMUNICATIONS ASSOCIATION, INC. 3939 CAMPBELL AVE ARLINGTON, VA 22206	N/A	PC	THE DEFINITION OF INSANITY	50,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEALTH INFORMATION PROJECT, INC. 4601 PONCE DE LEON BOULEVARD, SUITE 300 CORAL GABLES, FL 33146	N/A	PC	VIRTUAL PEER-TO-PEER CURRICULUM 2020-2021	25,000.
IAM ABLE FITNESS 14241 SW 120 ST., SUITE 107 MIAMI, FL 33186	N/A	PC	ABLE 2 TRANSITION	20,000.
JEWISH COMMUNITY SERVICES OF SOUTH FLORIDA, INC. 735 NE 125 STREET NORTH MIAMI, FL 33161-5611	N/A	PC	EMERGENCY FOOD GRANT	50,000.
KEY CLUBHOUSE OF SOUTH FLORIDA, INC. 1400 NW 54 STREET, SUITE 102 MIAMI, FL 33142	N/A	PC	RECOVERY THROUGH WORK WHILE SURVIVING THE PANDEMIC	36,000.
KRISTI HOUSE, INC. ORLOWITZ-LEE ADVOCACY CENTER 1265 N.W. 12TH AVENUE MIAMI, FL 33136	N/A	PC	TELETHERAPY TO HEAL THE HURT OF CHILD SEXUAL ABUSE	50,000.
MIAMI CHILDREN'S MUSEUM, INC. 980 MACARTHUR CAUSEWAY MIAMI, FL 33132	N/A	PC	EDUCATIONAL EXPLORATION FIELD TRIPS	25,000.
MIAMI CITY BALLET, INC. 2200 LIBERTY AVENUE MIAMI BEACH, FL 33139-1641	N/A	PC	BALLET FOR YOUNG PEOPLE AND FAMILIES	25,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MIAMI DADE COLLEGE FOUNDATION, INC. 300 N.E. SECOND AVENUE, 1423-1 MIAMI, FL 33132	N/A	PC	MIAMI BOOK FAIR GENERATION GENIUS AUTHORS PROGRAM	15,000.
MIAMI FOUNDATION FOR MENTAL HEALTH 7205 CORPORATE CENTER DRIVE, SUITE 210 MIAMI, FL 33216	N/A	PC	DATA SUPPORT TO IMPROVE CARE COORDINATION	100,000.
MIAMI MUSIC PROJECT, INC. 2000 SOUTH DIXIE HIGHWAY, SUITE 100B MIAMI, FL 33133	N/A	PC	CHILDRENS ORCHESTRA EMERGENCY RESPONSE	25,000.
MUJERES UNIDAS EN JUSTICIA, EDUCACION Y REFORMA, INC. P.O. BOX 900685 HOMESTEAD, FL 33090	N/A	PC	STAY HEALTHY 2020 PROGRAM	35,000.
NASSAU COUNTY FIRE FIGHTERS BURN CENTER FOUNDATION 65 ASPEN STREET FLORAL PARK, NY 11001	N/A	PC	IN MEMORY OF JOHN "CORT" CORTAPASSO	1,000.
NU DECO ENSEMBLE 2100 BISCAYNE BLVD. MIAMI, FL 33137	N/A	PC	NU DECO IMAGINATION AND ACCESS	25,000.
OPEN DOOR HEALTH CENTER, INC. PO BOX 901642 HOMESTEAD, FL 33030	N/A	PC	HEALTHCARE ACCESS PROGRAM	25,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PACE CENTER FOR GIRLS, INC. 1400 NW 36 STREET, SUITE 200 MIAMI, FL 33142	N/A	PC	MIAMI GENERAL OPERATING EXPENSE	25,000.
PELICAN HARBOR SEABIRD STATION 1279 NE 79TH STREET CAUSEWAY MIAMI, FL 33138	N/A	PC	GENERAL OPERATING SUPPORT	7,500.
PHILANTHROPYMIAMI INC. C/O CHASE MARKETING GROUP 2937 SW 27TH AVENUE, SUITE 306 MIAMI, FL 33133	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
SERAPHIC FIRE, INC. 2153 CORAL WAY, SUITE 401 MIAMI, FL 33145	N/A	PC	YOUTH INITIATIVE	5,000.
STAR OF THE SEA FOUNDATION, INC. 5640 MALONEY AVENUE KEY WEST, FL 33040	N/A	PC	EMERGENCY FOOD GRANT	20,000.
STAR OF THE SEA FOUNDATION, INC. 5640 MALONEY AVENUE KEY WEST, FL 33040	N/A	PC	CHILD NUTRITION PROGRAM WEEKEND FOOD PACKS	40,000.
SUNDARI FOUNDATION, INC. 217 NW 15TH STREET MIAMI, FL 33136	N/A	PC	SHELTER AND SERVICES FOR HIGH SPECIAL NEEDS HOMELESS WOMEN/YOUTH AND CHILDREN	60,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEACH FOR AMERICA, INC. 1951 NW 7TH AVE., #600 MIAMI, FL 33136	N/A	PC	ACCELERATING ACADEMIC IMPROVEMENT	50,000.
THE EDUCATION FUND 6713 MAIN STREET, SUITE 240 MIAMI LAKES, FL 33014	N/A	PC	OCEAN BANK CENTER FOR EDUCATIONAL MATERIALS AND STUDENT POWER	62,500.
THE MIAMI FOUNDATION 40 NW THIRD STREET, SUITE 305 MIAMI, FL 33128	N/A	PC	MIAMI HERALD FUND FOR INVESTIGATIVE JOURNALISM	2,500.
THE MIAMI FOUNDATION 40 NW THIRD STREET, SUITE 305 MIAMI, FL 33128	N/A	PC	MDCPS PRINCIPALS DISCRETIONARY FUNDS	20,000.
THE MURRAY DRANOFF FOUNDATION, INC. 3550 BISCAYNE BOULEVARD, SUITE 702 MIAMI, FL 33137	N/A	PC	PIANO SLAM	25,000.
UM/SCHOOL OF MEDICINE P.O. BOX 016700 (R-700) MIAMI, FL 33101	N/A	PC	SHOTZ-2-GO!	50,000.
URBANPROMISE MIAMI, INC. 985 NW 1ST STREET MIAMI, FL 33128	N/A	PC	PROGRAM ENHANCEMENT THROUGH MENTAL HEALTH EQUITY	20,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WOUNDED VETERANS RELIEF FUND INC. 300 PROSPERITY FARMS ROAD, UNIT F NORTH PALM BEACH, FL 33408	N/A	PC	EMERGENCY FINANCIAL ASSISTANCE	25,000.
YMCA OF SOUTH FLORIDA, INC. 900 SE 3 AVENUE, SUITE 300 FORT LAUDERDALE, FL 33316	N/A	PC	Y COVID-19 EMERGENCY RELIEF FUNDS PROGRAM	30,000.
Total from continuation sheets				

Name **PEACOCK FOUNDATION, INC.** Employer identification number **59-0999759**

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

Part I Required Annual Payment			
1	Total tax (see instructions)	1	18,707.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	18,707.
4	Enter the tax shown on the corporation's 2018 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	21,506.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	18,707.

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

6 The corporation is using the adjusted seasonal installment method.

7 The corporation is using the annualized income installment method.

8 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment		(a)	(b)	(c)	(d)
9	Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	04/15/20	05/15/20	08/15/20	11/15/20
10	Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	4,677.	4,677.	4,676.	4,677.
11	Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	27,063.	7,000.		
Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column		22,386.	24,709.	20,033.
13	Add lines 11 and 12		29,386.	24,709.	20,033.
14	Add amounts on lines 16 and 17 of the preceding column				
15	Subtract line 14 from line 13. If zero or less, enter -0-	27,063.	29,386.	24,709.	20,033.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-		0.	0.	
17	Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18	Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	22,386.	24,709.	20,033.	

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

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2019 and before 7/1/2019	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 6\% (0.06)}{365}$	22	\$	\$	\$
23 Number of days on line 20 after 06/30/2019 and before 10/1/2019	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$	24	\$	\$	\$
25 Number of days on line 20 after 9/30/2019 and before 1/1/2020	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 5\% (0.05)}{365}$	26	\$	\$	\$
27 Number of days on line 20 after 12/31/2019 and before 4/1/2020	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 5\% (0.05)}{366}$	28	\$	\$	\$
29 Number of days on line 20 after 3/31/2020 and before 7/1/2020	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$	30	\$	\$	\$
31 Number of days on line 20 after 6/30/2020 and before 10/1/2020	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$	32	\$	\$	\$
33 Number of days on line 20 after 9/30/2020 and before 1/1/2021	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$	34	\$	\$	\$
35 Number of days on line 20 after 12/31/2020 and before 3/16/2021	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38	\$		0.

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1	
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	1,964,284.	1,029,334.	934,950.	934,950.	
TAX EXEMPT INTEREST	3,375.	0.	3,375.	0.	
TO PART I, LINE 4	1,967,659.	1,029,334.	938,325.	934,950.	

FORM 990-PF	OTHER INCOME			STATEMENT 2	
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME		
OTHER PARTNERSHIP LOSS	-13,470.	-13,470.			
TOTAL TO FORM 990-PF, PART I, LINE 11	-13,470.	-13,470.			

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BOOKKEEPING-FABRICANT & COMPANY, PA	4,000.	0.		4,000.	
BOOKKEEPING - ALW ACCOUNTING & CONSULTING, LLC	11,300.	0.		11,300.	
AUDIT AND TAX PREP EXPENSES-PKF O'CONNOR DAVIES, LLP	23,000.	0.		23,000.	
TO FORM 990-PF, PG 1, LN 16B	38,300.	0.		38,300.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT PORTFOLIO MANAGEMENT FEES	128,961.	128,961.		0.
TO FORM 990-PF, PG 1, LN 16C	128,961.	128,961.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	18,707.	0.		0.
FOREIGN TAX	2,120.	2,120.		0.
TO FORM 990-PF, PG 1, LN 18	20,827.	2,120.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD MEETINGS	623.	312.		311.
DUES	765.	0.		765.
INSURANCE	6,910.	0.		6,910.
OFFICE EXPENSES	7,889.	0.		7,889.
POSTAGE	110.	0.		110.
EQUIPMENT RENTAL, REPAIRS AND MAINTENANCE	3,721.	0.		7,032.
OTHER PARTNERSHIP EXPENSES	100,449.	100,449.		0.
WEBSITE DESIGN	2,018.	0.		2,018.
BANK FEES	3.	3.		0.
TO FORM 990-PF, PG 1, LN 23	122,488.	100,764.		25,035.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	1,976,497.
DEFERRED FEDERAL EXCISE TAX BENEFIT	2,761.
	<hr/>
TOTAL TO FORM 990-PF, PART III, LINE 3	1,979,258.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MASSACHUSETTS EDL FING AUTH ED LN SER J REV AMT B/E OID @98.495 5.17% CPN 5		X	66,495.	66,495.
NEW YORK LIBERTY DEV CORP LIBERTY REV 4 WORLD TRADE CTR PJ B/E PTC CPN 5.75		X	209,260.	209,260.
NEW YORK NY SER D1 BABS B/E TXBL CPN 5.199% DUE 12/01/22 DTD 12/17/09 FC 06		X	273,083.	273,083.
HAMPTON CNTY SC SCH DIST 1 QSCB B/E TXBL ED FIN PG CPN 6.250% DUE 06/01/28		X	325,577.	325,577.
U S TREASURY BOND CPN 8.000% DUE 11/15/21 DTD 11/15/91 FC 05/15/92 MOODYS:	X		53,762.	53,762.
			<hr/>	<hr/>
TOTAL U.S. GOVERNMENT OBLIGATIONS			53,762.	53,762.
			<hr/>	<hr/>
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			874,415.	874,415.
			<hr/>	<hr/>
TOTAL TO FORM 990-PF, PART II, LINE 10A			928,177.	928,177.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
21ST CENTURY FOX AMER SR NOTE CPN 4.500% DUE 02/15/21 DTD 02/15/15 FC 08/15	150,756.	150,756.
BECTON DICKINSON & CO NOTE CPN 3.125% DUE 11/08/21 DTD 11/08/11 FC 05/08/12	102,506.	102,506.
MOSAIC CO SR NOTE CPN 3.750% DUE 11/15/21 DTD 10/24/11 FC 05/15/12 CALL 08/	306,417.	306,417.
HEWLETT PACKARD CO GBL NOTE CPN 4.650% DUE 12/09/21 DTD 12/09/11 FC 06/09/	208,296.	208,296.
CIGNA CORP SR NOTE CPN 4.000% DUE 02/15/22 DTD 11/10/11 FC 02/15/12 CALL 11	308,994.	308,994.
BOEING CO SR NOTE CPN 2.125% DUE 03/01/22 DTD 02/16/17 FC 09/01/17 CALL 02/	228,796.	228,796.
BOEING CO SR NOTE CPN 2.700% DUE 05/01/22 DTD 05/02/19 FC 11/01/19 MOODYS:	230,092.	230,092.
LEGGETT & PLATT INC SR NOTE CPN 3.400% DUE 08/15/22 DTD 08/15/12 FC 02/15/1	180,905.	180,905.
TOLL BROS FIN CORP GTD SR NOTE CPN 4.375% DUE 04/15/23 DTD 04/10/13 FC 10/1	265,312.	265,312.
TORONTO DOMINION BANK SR UNSECD MEDIUM TERM NOTE CPN 2.250% DUE 04/16/23 DT	248,015.	248,015.
CVS CAREMARK CORP SR NOTE CPN 4.000% DUE 12/05/23 DTD 12/05/13 FC 06/05/14	219,124.	219,124.
MCKESSON CORP NEW SR NOTE CPN 3.796% DUE 03/15/24 DTD 03/10/14 FC 09/15/14	219,148.	219,148.
JPMORGAN CHASE & CO SR NOTE FXD/VAR PERPETUAL CPN 6.125% DTD 03/10/14 FC 10	107,750.	107,750.
DOW CHEMICAL CO INTERNOTES SURVIVOR OPTION CPN 3.250% DUE 05/15/30 DTD 05/2	148,125.	148,125.
BANK AMERICA CORP REPSTG 1/25TH PFD SER DD PERPETUAL FXD/VAR CPN 6.300% DTD	172,336.	172,336.
JPMORGAN CHASE & CO DEP SHS REPSTG 1/10 PFD SER Z VAR PERPETUAL CPN 4.051%	341,955.	341,955.
CITIGROUP INC DEP SHS REPSTG 1/25TH OF PFD SER P PERPETUAL FXD/VAR CPN 5.95	215,830.	215,830.
WELLS FARGO & CO REPSTG 1/25TH PFD CL A SER U FXD/VAR PERPTL CPN 5.875% DTD	218,998.	218,998.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,873,355.	3,873,355.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANECK VECTORS PFD SECS EX FINLS ETF (PFXF)-4,000 SHARES	FMV	80,840.	80,840.
BMW BANK NORTH AMERICA SALT LAKE CITY UT CD FDIC #35141 CPN 3.05% DUE 12/20	FMV	107,126.	107,126.

PEACOCK FOUNDATION, INC.

59-0999759

SYNCHRONY BANK DRAPER UT CD FDIC #27314 CPN 3.000% DUE 05/25/21 DTD 05/25/1	FMV	202,880.	202,880.
ALLIANZGI CONV & INCOME FUND II SER A CUML PFD PERPETUAL 5.5% (NCZ'A) - 10,0	FMV	264,300.	264,300.
AT&T INC DEP SHS REPSTG 1/1000TH INT PERPTL PFD SER A 5% (T'A) - 10,000 SHAR	FMV	270,600.	270,600.
ATHENE HOLDING LTD 1/1000TH NON CUML PEF SHS SER A PERPTL FXD/VAR (ATH'A) -	FMV	168,540.	168,540.
BANK AMER CORP DEP SHS 1/1000TH NON CUML PFD SER EE \$0.01 6% PERPTL (BAC'A)	FMV	82,272.	82,272.
BANK OF AMERICA DEP SHS REPSTG 1/1000TH INT NON CUML PFD CC 6.2% PERPTL (BAC	FMV	101,800.	101,800.
BERKLEY W R CORP SUB DEBENTURE 5.75% DUE 06/01/56 (WRB'D) - 3,986 SHARES	FMV	102,081.	102,081.
CITIGROUP INC DEP SHS REPSTG 1/1000TH NONCUML SER S PERPETUAL 6.3% (C'S) - 4	FMV	102,240.	102,240.
CUSTOMERS BANCORP INC NON CUML PERPETUAL PFD SER F FXD/VAR 6% (CUBI'F) - 8,0	FMV	198,240.	198,240.
HIGHLAND INCOME FUND SER A CUMULATIVE PFD 5.375% (HFRO'A) - 8,000 SHARES	FMV	208,800.	208,800.
HUNTINGTON BANCSHARES INC DEP SHS NON CUML PFD SER D 1/40TH PERPTL 6.25 (HBA	FMV	256,600.	256,600.
JPMORGAN CHASE & COMPANY NON CUML REPSTG 1/400TH SER EE PERPTL PFD 6% (JPM'C	FMV	113,320.	113,320.
NEXTERA ENERGY CAP HLDGS INC JR SUB DEB SER N PFD 5.65% 03/01/2079 (NEE'N) -	FMV	167,040.	167,040.
PNC FINL SVCS GRP INC DEPOSITARY SHS REPSTG 1/4000TH PERPTL PFD P (PNC'P) -	FMV	211,760.	211,760.
SEMPRA ENERGY JR SUB NOTE 2079 5.75% (SREA) - 4,000 SHARES	FMV	109,200.	109,200.
STELLUS CAP INVT CORP NOTE 5.75% 09/15/22 (SCA) - 4,000 SHARES	FMV	100,160.	100,160.
STERLING BANCORP DEP SHS REPSTG 1/40TH NON CUML SER A PERPTL PFD 6.5% (STL'A	FMV	218,560.	218,560.
WELLS FARGO & CO DEP SHS REPSTG 1/1000TH NON CUML CL A X PFD PERPTL 5.5% (WF	FMV	101,920.	101,920.
WELLS FARGO & CO DEP SHS REPSTG 1/1000TH PERPTL NON CUML CL A SER V 6% (WFC'	FMV	99,920.	99,920.
WESTERN ALLIANCE BANCORP SUB DEBENTURE 6.25% 07/01/56 (WALA) - 4,000 SHARES	FMV	104,320.	104,320.

PEACOCK FOUNDATION, INC.

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FIRST TRUST EXCHANGE TRADED FUND III PFD SECS & INCOME ETF (FPE) - 10,000 SH	FMV	199,900.	199,900.
SPDR BLOOMBERG BARCLAYS SHORT TERM HIGH YIELD BOND ETF (SJNK) - 3,500 SHARES	FMV	93,240.	93,240.
DELAWARE EMERGING MARKETS INSTITUTIONAL CLASS N/L (DEMIX) - 193,405.798 SHAR	FMV	4,612,728.	4,612,728.
EATON VANCE ATLANTA CAPITAL SMID CAP FUND CLASS I N/L (EISMX) - 140,844.239	FMV	4,984,478.	4,984,478.
VULCAN VALUE PARTNERS FUND N/L (VVPLX) - 191,731.932 SHARES	FMV	4,962,022.	4,962,022.
FIRST EAGLE OVERSEAS FUND CLASS I N/L (SGOIX) - 94,889.221 SHARES	FMV	2,409,237.	2,409,237.
HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO INST CLS N/L (HLMIX) - 160,39	FMV	4,296,910.	4,296,910.
PIMCO SHORT TERM FUND INSTITUTIONAL CLASS N/L (PTSHX) - 77,232.213 SHARES	FMV	761,510.	761,510.
T. ROWE PRICE INTERNATIONAL DISCOVERY FD INVST CLASS N/L (PRIDX) - 31,122.36	FMV	2,742,814.	2,742,814.
WELLS FARGO SHORT TERM HIGH YIELD BOND FD CL I N/L (STYIX) - 224,239.462 SHA	FMV	1,832,037.	1,832,037.
ISHARES TR CORE S&P500 ETF (IVV) - 10,673 SHARES	FMV	3,877,714.	3,877,714.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, LP	FMV	5,102,762.	5,102,762.
CONWAY RIEF ONSHORE ACCESS FUND, LLC	FMV	2,505,397.	2,505,397.
TOTAL TO FORM 990-PF, PART II, LINE 13		<u>41,753,268.</u>	<u>41,753,268.</u>

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS AND INTEREST RECEIVABLE	44,587.	39,921.	39,921.
PREPAID FEDERAL EXCISE TAXES	27,063.	15,356.	15,356.
FINE ARTS	21,952.	0.	0.
TO FORM 990-PF, PART II, LINE 15	<u>93,602.</u>	<u>55,277.</u>	<u>55,277.</u>

FORM 990-PF

OTHER LIABILITIES

STATEMENT 12

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

DEFERRED FEDERAL EXCISE TAX LIABILITY

99,760.

96,999.

TOTAL TO FORM 990-PF, PART II, LINE 22

99,760.

96,999.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD A. KRESS 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	PRESIDENT AND CHAIR 2.00		0.	0.
ROBIN REITER-FARAGALLI 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	VICE PRESIDENT 1.00		0.	0.
CHARLES P. SACHER, PA 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	SECRETARY/TREASURER 1.00		0.	0.
MELANIE INK BROEKER 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	DIRECTOR 1.00		0.	0.
JORGE ECHENIQUE 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	DIRECTOR 1.00		0.	0.
JAN GRIFFIN 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	DIRECTOR 1.00		0.	0.
JOELLE M. ALLEN 4000 PONCE DE LEON BLVD. SUITE 450 CORAL GABLES, FL 33146	EXECUTIVE DIRECTOR 40.00	185,926.	27,067.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		185,926.	27,067.	0.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOELLE M. ALLEN, PEACOCK FOUNDATION, INC.
4000 PONCE DE LEON BLVD., SUITE 450
CORAL GABLES, FL 33146

TELEPHONE NUMBER

(305)373-1386

NAME OF GRANT PROGRAM

VISIT THE FOUNDATION'S WEBSITE:
[HTTPS://PEACOCKFOUNDATIONINC.ORG/GRANTS/](https://peacockfoundationinc.org/grants/)

FORM AND CONTENT OF APPLICATIONS

VISIT THE FOUNDATION'S WEBSITE:
[HTTPS://PEACOCKFOUNDATIONINC.ORG/APPLICATION-PROCEDURE/](https://peacockfoundationinc.org/application-procedure/)

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

VISIT THE FOUNDATION'S WEBSITE:
[HTTPS://PEACOCKFOUNDATIONINC.ORG/APPLICATION-PROCEDURE/](https://peacockfoundationinc.org/application-procedure/)

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor PEACOCK FOUNDATION, INC.	Identifying number (see instructions) 59-0999759
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- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? Yes No
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? Yes No

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS L.P.	13-3597020

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) DKIP (CAYMAN) LTD. II	5a Identifying number, if any
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6 Address (including country) 190 ELGIN AVENUE GEORGETOWN, GRAND CAYMAN KY1-9005 CAYMAN ISLANDS	5b Reference ID number DKIP
---	--

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
CORPORATION

- 9** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			419,928.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before .055 % (b) After .055 %
- 17 Type of nonrecognition transaction (see instructions) ▶ IRC SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

PEACOCK FOUNDATION, INC.
756359
CLIENT CODE: 1620044.000

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DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0027

P
F

Electronic Filing PDF Attachment

Peacock Foundation, Inc.
Amended and Restated By-Laws

ARTICLE 1

The mission of Peacock Foundation, Inc. is to enhance and promote the good health and well-being of children and families through contributions, gifts, and grants to eligible nonprofit organizations located in and/or of significant benefit primarily to residents of Miami-Dade County.

ARTICLE 2

Section 2.1 Directors

This Corporation shall have Directors from time to time as set forth in Article 3 hereof.

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 Directors or Officers for services rendered to the extent permissible under the Third Amended Articles of Incorporation, as the same may be amended from time to time, 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, Officers or employees.

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 of Directors

The number of Directors of this Corporation shall be not less than three (3) or more than seven (7), and as fixed from time to time by the Directors. The number of Directors shall remain the same if not otherwise determined by the Directors.

The current Directors of this Corporation shall be, automatically by virtue of their being a Member and/or Director upon the effective date of the filing of the Third Amended Articles of Incorporation of the Corporation, the following individuals:

<u>Name</u>	<u>Address</u>
Robin Reiter-Faragalli	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146
Charles P. Sacher	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146
Jan Griffin	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146
Jorge Echenique, M.D.	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146
Melanie Ink Broeker	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146
Donald A. Kress	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146
Joëlle Allen	4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146

Each of the current Directors of this Corporation shall continue to serve as a Director until the death, resignation or removal by the Directors at a duly called special meeting. Any adult of good character, integrity and prudence is qualified for Directorship and may be elected at any annual or special meeting of the Directors held for that purpose by a vote of a majority of the remaining Directors, although less than a quorum, or by a sole remaining Director.

No Director shall be personally liable to the creditors of the Corporation for any of the debts or liabilities of the Corporation. No Director shall be liable to any assessment. No Director shall have the right to sell or transfer his or her Directorship or his or her rights

or privileges as such, or to substitute another person as a Director in his or her place. Any person ceasing to be a Director, whether voluntarily or by removal or by death, shall forfeit all rights and privileges of Directorship.

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 Annual Meeting of Directors of the Corporation

The Annual Meeting of Directors of this Corporation shall be held in the first quarter 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.

Section 3.4 Special Meetings of the Directors of the Corporation

A special meeting of the Directors of this Corporation may be called at any time by the President or by fifty (50%) percent or more of the Directors of this Corporation.

Section 3.5 Notices

The Executive Director shall mail or deliver electronically a notice of such annual or special meeting, which shall be signed by the Executive Director, to each Director of this Corporation at his or her home address or office address or email address as specified by each Director in such manner as the Executive Director may request as the same appears upon the records of this Corporation, at least five (5) 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. 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. If the Directors 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 duly and regularly called.

Section 3.6 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 of this Corporation.

Section 3.7 Vacancies

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

Section 3.8 Resignation

Any Director 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 specified therein, or if the time is not specified therein, upon its acceptance by the Board of Directors.

Section 3.9 Removal

The Board of Directors, by a majority vote, shall have the right and power to remove any Director or Officer of the Corporation with or without cause.

Section 3.10 Voting

Every Director in good standing shall have the right and be entitled to one (1) vote, in person or by electronic device, upon every proposal properly submitted to vote at any meeting of the Board of Directors.

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 elect each year, at the Annual Meeting of said Board of Directors, 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 (1) office.

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 each annual meeting of the Board of Directors, or at any special meeting thereof, 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; preside at all meetings of the Directors of the Corporation; sign all checks for the payment of money; and sign all deeds, mortgages, and other written instrument of the Corporation. The President shall, upon the affirmative vote of a majority vote of the Board of Directors, employ and dismiss the Executive Director. 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 or her 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 shall seal and attest all deeds, mortgages, and other written instruments of said Corporation. Said Secretary shall affix the seal of said Corporation, if any, to any and all instruments of said Corporation. He or she shall keep a list of all the Directors of the Corporation, their home and office addresses and their email addresses as updated by the Directors from time to time. The Secretary shall keep a record of the Meetings of the Directors 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; 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 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 (1) 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 (1) 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 end on the 30th day of November 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. The Board of Directors shall review the investment performance of such investment advisory service as the Board of Directors shall determine at each Meeting of the Board of Directors and shall require representatives of such advisory service to attend each such meeting, either in person or electronically.

ARTICLE 8

The private property of the Directors 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 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. Any Director seeking to avail himself or herself of the rights and remedies under this Article 8 shall give reasonable written notice to the Board of Directors of his or her intent to seek protection hereunder.

ARTICLE 9

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

ARTICLE 10

These By-Laws 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

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, that have been designated as “publicly supported” by the Internal Revenue Service within the meaning of the Internal Revenue Code of 1986. Any references in these By-Laws 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.

ARTICLE 12

The Corporate Seal shall bear the words “Peacock Foundation, Inc.” which shall be between two (2) 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.