

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

2004

Department of the Treasury
Internal Revenue Service

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

For calendar year 2004, 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. Otherwise, print or type. See Specific Instructions.	Name of organization DICK AND BETSY DEVOS FOUNDATION	A Employer identification number 38-2902412
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 126 OTTAWA AVENUE NW, SUITE 500	B Telephone number (616)643-4700
	City or town, state, and ZIP code GRAND RAPIDS, MI 49503	C If exemption application is pending, check here <input type="checkbox"/> 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 Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 27,126,765.** (Part I, column (d) must be on cash basis.)

J Accounting method Cash Accrual
 Other (specify) _____

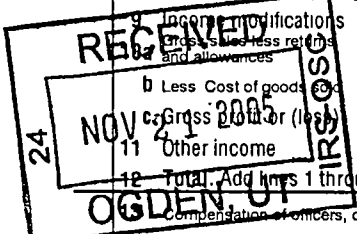
E If private foundation status was terminated under section 507(b)(1)(A), check here
 F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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)
1 Contributions, gifts, grants, etc., received	14,005,615.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	396.	396.		STATEMENT 2
4 Dividends and interest from securities	314,514.	313,690.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	115,212.			STATEMENT 1
b Gross sales price for all assets on line 6a 11,133,068.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications (gross sales less returns and allowances)				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	-36,259.	-25,830.		STATEMENT 4
12 Total. Add lines 1 through 11	14,399,478.	288,256.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 5	1,600.	400.		1,200.
c Other professional fees STMT 6	183,684.	59,484.		124,200.
17 Interest				
18 Taxes STMT 7	13,688.	1,360.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	110,094.	105,216.		1,008.
24 Total operating and administrative expenses. Add lines 13 through 23	309,066.	166,460.		126,408.
25 Contributions, gifts, grants paid	3,239,999.			3,239,999.
26 Total expenses and disbursements. Add lines 24 and 25	3,549,065.	166,460.		3,366,407.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	10,850,413.			
b Net investment income (if negative, enter -0-)		121,796.		
c Adjusted net income (if negative, enter -0-)			N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions.

Form **990-PF** (2004)

SCANNED NOV 28 2005



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			
	2 Savings and temporary cash investments	601,417.	69,161.	69,161.
	3 Accounts receivable ▶ 20,973.			
	Less allowance for doubtful accounts ▶	57,853.	20,973.	20,000.
	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			
	10a Investments - U S and state government obligations	8,978,282.		
	b Investments - corporate stock STMT 11	695,004.	1,230,500.	1,250,334.
	c Investments - corporate bonds	840,831.		
Liabilities	11 Investments - land buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	4,057,643.	24,408,467.	25,787,270.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	15,231,030.	25,729,101.	27,126,765.
	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				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	15,231,030.	25,729,101.		
30 Total net assets or fund balances	15,231,030.	25,729,101.		
31 Total liabilities and net assets/fund balances	15,231,030.	25,729,101.		

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	15,231,030.
2 Enter amount from Part I, line 27a	2	10,850,413.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	26,081,443.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	352,342.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,729,101.

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			
b	SEE ATTACHED STATEMENTS		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	11,133,068.	11,017,856.	115,212.

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			
b			
c			
d			
e			115,212.

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	115,212.
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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

1 Enter the appropriate amount in each column for each year; see 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))
2003	3,423,662.	7,906,162.	.4330372
2002	3,685,054.	7,370,240.	.4999910
2001	3,399,138.	8,858,735.	.3837047
2000	2,684,575.	6,471,738.	.4148152
1999	1,922,420.	4,926,676.	.3902063

2 Total of line 1, column (d)	2	2.1217544
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.4243509
4 Enter the net value of noncharitable-use assets for 2004 from Part X, line 5	4	14,692,046.
5 Multiply line 4 by line 3	5	6,234,583.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,218.
7 Add lines 5 and 6	7	6,235,801.
8 Enter qualifying distributions from Part XII, line 4	8	3,366,407.

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 letter: _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,436.
c	All other domestic organizations 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	2,436.
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	2,436.
6	Credits/Payments		
a	2004 estimated tax payments and 2003 overpayment credited to 2004	6a	7,470.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	9,217.
7	Total credits and payments Add lines 6a through 6d	7	16,687.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,251.
11	Enter the amount of line 10 to be Credited to 2005 estimated tax 14,251. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X
11	X	

1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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 organization in connection with the activities.

1c Did the organization file Form 1120-POL for this year?

2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the organization ▶ \$ 0. (2) On organization managers. ▶ \$ 0.

3 Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers ▶ \$ 0.

2 Has the organization engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

3 Has the organization 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

4a Did the organization have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the organization have at least \$5,000 in assets at any time during the year?
If "Yes," complete Part II, col. (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MICHIGAN

b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2004 or the taxable year beginning in 2004 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?
Web site address ▶ N/A

12 The books are in care of ▶ JERRY L. TUBERGEN Telephone no ▶ (616) 454-4114
Located at ▶ 126 OTTAWA NW, SUITE 500, GRAND RAPIDS, MI ZIP+4 ▶ 49503

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year ▶ N/A

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

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

	Yes	No
1a During the year did the organization (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		<input checked="" type="checkbox"/>
c Did the organization 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 2004?		<input checked="" type="checkbox"/>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2004, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2004?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years	_____	
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	_____	
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2004 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2004.)	N/A	
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		<input checked="" type="checkbox"/>
b Did the organization 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 2004?		<input checked="" type="checkbox"/>
5a During the year did the organization 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 509(a)(1), (2), or (3), or section 4940(d)(2)?	<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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	_____	
6a Did the organization, 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 organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870.		<input checked="" type="checkbox"/>

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.

(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		0.	0.	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
NONE				

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

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
NONE		

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	14,857,065.
b Average of monthly cash balances	1b	58,718.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	14,915,783.
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	14,915,783.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	223,737.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,692,046.
6 Minimum investment return. Enter 5% of line 5	6	734,602.

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	734,602.
2a Tax on investment income for 2004 from Part VI, line 5	2a	2,436.
b Income tax for 2004 (This does not include the tax from Part VI)	2b	28,940.
c Add lines 2a and 2b	2c	31,376.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	703,226.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	703,226.
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	703,226.

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	3,366,407.
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	3,366,407.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,366,407.

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 2003	(c) 2003	(d) 2004
1 Distributable amount for 2004 from Part XI, line 7				703,226.
2 Undistributed income, if any, as of the end of 2003				
a Enter amount for 2003 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2004				
a From 1999	1,679,656.			
b From 2000	2,375,306.			
c From 2001	2,964,937.			
d From 2002	3,323,086.			
e From 2003	3,425,994.			
f Total of lines 3a through e	13,768,979.			
4 Qualifying distributions for 2004 from Part XII, line 4 ▶ \$	3,366,407.			
a Applied to 2003, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	3,366,407.	SEE STATEMENT 9		
d Applied to 2004 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2004 (If an amount appears in column (d), the same amount must be shown in column (a))	703,226.			703,226.
6 Enter the net total of each column as indicated below:	16,432,160.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2003 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2004 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2005				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1999 not applied on line 5 or line 7	976,430.			
9 Excess distributions carryover to 2005. Subtract lines 7 and 8 from line 6a	15,455,730.			
10 Analysis of line 9				
a Excess from 2000	2,375,306.			
b Excess from 2001	2,964,937.			
c Excess from 2002	3,323,086.			
d Excess from 2003	3,425,994.			
e Excess from 2004	3,366,407.			

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 2004, enter the date of the ruling ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	
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 organization had \$5,000 or more in assets at any time during the year-see page 26 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))

SEE STATEMENT 14

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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

DICK AND BETSY DEVOS, 126 OTTAWA NW STE 500, GRAND RAPIDS, MI 49503

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

LETTER OF REQUEST

c Any submission deadlines:

NONE

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

NONE

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)				
<p><i>a Paid during the year</i></p> <p>SEE ATTACHED STATEMENT 16</p>				<p>3,239,999.</p>
Total				<p>▶ 3a 3,239,999.</p>
<p><i>b Approved for future payment</i></p> <p>NONE</p>				
Total				<p>▶ 3b 0.</p>

Part XVI-A Analysis of Income-Producing Activities

Table with columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: 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 organization'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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1d regarding transfers and transactions with noncharitable exempt organizations.

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 organization 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 No

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

I am preparing these schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete to the best of my knowledge and belief.

11/15/05 T. Devos

Schedule B
(Form 990, 990-EZ, or
990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No 1545-0047

2004

Name of organization

Employer identification number

DICK AND BETSY DEVOS FOUNDATION

38-2902412

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

General Rule-

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules-

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions
for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Name of organization DICK AND BETSY DEVOS FOUNDATION	Employer identification number 38-2902412
--	---

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DICK AND BETSY DEVOS 126 OTTAWA AVENUE N.W., SUITE 500 GRAND RAPIDS, MI 49503	\$ 14,005,615.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

DICK AND BETSY DEVOS FOUNDATION

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 ALTERRA HEALTHCARE CORP	P	VARIOUS	VARIOUS
b SELIGMAN NEW TECH FD INC	P	VARIOUS	VARIOUS
c THE NORTHERN TRUST STATEMENT - SHORT TERM	P	VARIOUS	VARIOUS
d THE NORTHERN TRUST STATEMENT - LONG TERM	P	VARIOUS	VARIOUS
e MAJESTY II-QP, L.P. K-1 SHORT TERM	P	VARIOUS	VARIOUS
f MAJESTY II-QP, L.P. K-1 LONG TERM	P	VARIOUS	VARIOUS
g MAJESTY II-QP, L.P. K-1 LONG TERM	P	VARIOUS	VARIOUS
h MAJESTY II-QP, L.P. K-1 SECTION 1256	P	VARIOUS	VARIOUS
i MAJESTY II-QP, L.P. K-1 SECTION 1231	P	VARIOUS	VARIOUS
j RDV PACKAGING LLC K-1 SECTION 1231	P	VARIOUS	VARIOUS
k HANGAR 4 EAGLE I, L.P. K-1	P	VARIOUS	VARIOUS
l HANGAR 4 EAGLE I, L.P. K-1	P	VARIOUS	VARIOUS
m LOEB ARBITRAGE FUND K-1 SECTION 1256	P	VARIOUS	VARIOUS
n LOEB ARBITRAGE FUND K-1 SECTION 1256	P	VARIOUS	VARIOUS
o LOEB ARBITRAGE FUND K-1 SHORT TERM	P	VARIOUS	VARIOUS

(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 2.		195,004.	-195,002.
b 2,659.		2,659.	0.
c 10,376,732.		10,376,026.	706.
d 753,675.		752,836.	839.
e		-16,231.	16,231.
f		-32,849.	32,849.
g		32.	-32.
h		-525.	525.
i		-1.	1.
j		249.	-249.
k		26,179.	-26,179.
l		5,157.	-5,157.
m		16,047.	-16,047.
n		6,411.	-6,411.
o		-175,723.	175,723.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-195,002.
b			0.
c			706.
d			839.
e			16,231.
f			32,849.
g			-32.
h			525.
i			1.
j			-249.
k			-26,179.
l			-5,157.
m			-16,047.
n			-6,411.
o			175,723.

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
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

DICK AND BETSY DEVOS FOUNDATION

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 LOEB ARBITRAGE FUND K-1 SHORT TERM	P	VARIOUS	VARIOUS
b LOEB ARBITRAGE FUND K-1 LONG TERM	P	VARIOUS	VARIOUS
c LOEB ARBITRAGE FUND K-1 LONG TERM	P	VARIOUS	VARIOUS
d FREEDOM CAPITAL MANAGEMENT LP K-1	P	VARIOUS	VARIOUS
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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		-93,346.	93,346.
b		9,286.	-9,286.
c		-54,945.	54,945.
d		1,590.	-1,590.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FM 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			93,346.
b			-9,286.
c			54,945.
d			-1,590.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	115,212.
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

8886

Reportable Transaction Disclosure Statement

Form (Rev June 2004)

Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

OMB No 1545-1800

Attachment Sequence No. **137**

Name(s) shown on return **DICK AND BETSY DEVOS FOUNDATION** Identifying number **38-2902412**

Number, street, and room or suite no
126 OTTAWA AVE NW, STE 500
City or town, state, and ZIP code

GRAND RAPIDS, MI 49503

1a Name of reportable transaction **TOTAL RETURN SWAP AND/OR CREDIT DEFAULT SWAP** **1b** Tax shelter registration number (11-digits) (if any)

2 Identify the type of reportable transaction Check the box(es) that apply (see instructions)

- a** Listed transaction
- b** Confidential transaction
- c** Transaction with contractual protection
- d** Loss transaction
- e** Transaction with significant book-tax difference
- f** Transaction with brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ CONTINGENT DEFERRED SWAP, NOTICE 2002-35

DETAILS AVAILABLE UPON REQUEST

4 Enter the number of transactions reported on this form

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ MAJESTY II-QP, L.P. EIN: 35-3565016

6 Enter in **columns (a) and (b)** below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction

(a) Name	(b) Address
NONE	

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

THE DICK AND BETSY DEVOS FOUNDATION ("TAXPAYER") IS A PASSIVE INVESTOR IN MAJESTY II-QP, L.P. WHICH INVESTS IN ASLAN CAPITAL FUND I, LP ("FUND"). AS A PASSIVE INVESTOR, THE TAXPAYER DOES NOT PARTICIPATE IN EITHER THE MANAGEMENT OR INVESTMENT DECISIONS OF FUND. FUND TRADES IN VARIOUS STOCK, SECURITIES, AND RELATED FINANCIAL INSTRUMENTS FOR ITS OWN ACCOUNT. THE REGULAR ACTIVITY AND PURPOSE OF THE FUND IS TO GENERATE A PRE-TAX ECONOMIC RETURN FOR ITS INVESTORS. FUND HAS ENTERED INTO MANY OF THE SWAPS DISCUSSED BELOW AS PART OF THIS REGULAR ACTIVITY AND PURSUANT TO THIS SAME PURPOSE. THE TRANSACTION, TO WHICH FUND IS A PARTY, IS AN EQUITY SWAP (CONTRACT FOR DIFFERENCES) THAT IS EXPECTED TO REQUIRE A SERIES OF PAYMENTS FROM PARTY A TO PARTY B DURING THE TERM OF THE TRANSACTION WITH A POTENTIAL PAYMENT FROM PARTY B TO PARTY A AT THE MATURITY OR EARLY TERMINATION OF THE CONTRACT. IT IS POSSIBLE THAT THE FUND COULD BE PARTY A IN CERTAIN TRANSACTIONS AND PARTY B IN OTHER DISTINCT TRANSACTIONS. THE BACK-END PAYMENT IS NOT DESCRIBED IN THE TRANSACTION DOCUMENTS AS THE SUM OF TWO AMOUNTS. FUND DOES NOT BELIEVE THAT THE SWAPS THEY ENGAGE IN ARE SUBSTANTIALLY SIMILAR TO THE CONTINGENT DEFERRED SWAP IN NOTICE 2002-35. HOWEVER, DUE TO THE LACK OF CLARITY, DISCLOSURE OF THESE TRANSACTIONS IS BEING FILED ON A PROTECTIVE BASIS.

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details)

FUND WILL ACCOUNT FOR THE SWAP(S) UNDER REG. SECTION 1.446-3. IT IS EXPECTED THAT PARTY A WILL RECOGNIZE SWAP EXPENSE DURING THE TERM OF THE SWAP(S) AND MAY RECOGNIZE SWAP INCOME, BUT ONLY AT THE MATURITY OR OTHER TERMINATION OF THE SWAP(S).

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

FUND IS A PARTNERSHIP WITH LIMITED PARTNERS. THE REGULAR ACTIVITY AND PURPOSE OF THE FUND IS TO GENERATE A PRE-TAX ECONOMIC RATE OF RETURN. FUND GENERATES INCOME AND LOSS FROM ITS REGULAR ACTIVITY AND PROVIDES RELEVANT INFORMATION TO EACH PARTNER FOR PURPOSES OF FILING THEIR RESPECTIVE TAX RETURN. A PARTNER'S SHARE OF ANY INCOME OR LOSS REFERRED TO ON LINE 8 IS AVAILABLE TO BE CLAIMED ON A PARTNER'S TAX RETURN FOR 2004.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ALTERRA HEALTHCARE CORP	2.	195,004.	0.	PURCHASED 0.	VARIOUS -195,002.	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SELIGMAN NEW TECH FD INC	2,659.	2,659.	0.	PURCHASED 0.	VARIOUS 0.	VARIOUS 0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
THE NORTHERN TRUST STATEMENT - SHORT TERM	10,376,732.	10,376,026.	0.	PURCHASED 0.	VARIOUS 706.	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
THE NORTHERN TRUST STATEMENT - LONG TERM	753,675.	752,836.	0.	0.	839.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MAJESTY II-QP, L.P. K-1 SHORT TERM	0.	-16,231.	0.	0.	16,231.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MAJESTY II-QP, L.P. K-1 LONG TERM	0.	-32,849.	0.	0.	32,849.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MAJESTY II-QP, L.P. K-1 LONG TERM	0.	32.	0.	0.	-32.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MAJESTY II-QP, L.P. K-1 SECTION 1256	0.	-525.	0.	0.	525.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MAJESTY II-QP, L.P. K-1 SECTION 1231	0.	-1.	0.	0.	1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RDV PACKAGING LLC K-1 SECTION 1231	0.	249.	0.	0.	-249.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
HANGAR 4 EAGLE I, L.P. K-1	0.	26,179.	0.	0.	-26,179.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
HANGAR 4 EAGLE I, L.P. K-1	0.	5,157.	0.	PURCHASED	VARIOUS	VARIOUS
	0.	5,157.	0.			-5,157.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LOEB ARBITRAGE FUND K-1 SECTION 1256	0.	16,047.	0.	PURCHASED	VARIOUS	VARIOUS
	0.	16,047.	0.			-16,047.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LOEB ARBITRAGE FUND K-1 SECTION 1256	0.	6,411.	0.	PURCHASED	VARIOUS	VARIOUS
	0.	6,411.	0.			-6,411.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LOEB ARBITRAGE FUND K-1 SHORT TERM	0.	-175,723.	0.	PURCHASED	VARIOUS	VARIOUS
	0.	-175,723.	0.			175,723.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LOEB ARBITRAGE FUND K-1 SHORT TERM	0.	-93,346.	0.	PURCHASED	VARIOUS	VARIOUS
						93,346.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LOEB ARBITRAGE FUND K-1 LONG TERM	0.	9,286.	0.	PURCHASED	VARIOUS	VARIOUS
						-9,286.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LOEB ARBITRAGE FUND K-1 LONG TERM	0.	-54,945.	0.	PURCHASED	VARIOUS	VARIOUS
						54,945.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FREEDOM CAPITAL MANAGEMENT LP K-1	0.	1,590.	0.	PURCHASED	VARIOUS	VARIOUS
						-1,590.

CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						115,212.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
DEPARTMENT OF THE TREASURY	23.
MACATAWA BANK	373.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	396.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIFTH THIRD BANCORP	32,646.	0.	32,646.
FREEDOM CAPITAL MANAGEMENT LP K-1 INTEREST	53,141.	0.	53,141.
HANGAR 4 EAGLE I, L.P, K-1 DIVIDENDS	3,392.	0.	3,392.
HANGAR 4 EAGLE I, L.P, K-1 INTEREST	4,852.	0.	4,852.
INNER CITY CHRISTIAN FEDERATION INTEREST	1,900.	0.	1,900.
MAJESTY II-QP L.P. K-1 DIVIDEND	7,575.	0.	7,575.
MAJESTY II-QP L.P. K-1 INTEREST	12,871.	0.	12,871.
OPPENHEIMER & CO., INC.	16.	0.	16.
RDV AUTO, LLC K-1 INTEREST	13,090.	0.	13,090.
RDV PACKAGING LLC K-1 INTEREST	174,084.	0.	174,084.
THE NORTHERN TRUST (26-01195) DIVIDENDS	324.	0.	324.
THE NORTHERN TRUST (26-01195) INTEREST	9,799.	0.	9,799.
THE NORTHERN TRUST (26-01195) TAX EXEMPT INTEREST	824.	0.	824.
TOTAL TO FM 990-PF, PART I, LN 4	314,514.	0.	314,514.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	AMOUNT
MAJESTY II-QP, LP K-1 ORDINARY INCOME	155.
MAJESTY II-QP, LP K-1 ORDINARY INCOME	27,435.
MAJESTY II-QP, LP K-1 SECTION 988 INCOME	57.
MAJESTY II-QP, LP K-1 RENTAL INCOME	-131.
RDV PACKAGING LLC K-1 ORDINARY INCOME	-4,645.

RDV PACKAGING LLC K-1 RENTAL INCOME	1,184.
LOEB ARBITRAGE FUND K-1 ORDINARY INCOME	-53,191.
LOEB ARBITRAGE FUND K-1 ORDINARY INCOME	-7,123.
TOTAL TO FORM 990-PF, PART I, LINE 11, COLUMN A	-36,259.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,600.	400.		1,200.
TO FORM 990-PF, PG 1, LN 16B	1,600.	400.		1,200.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	183,684.	59,484.		124,200.
TO FORM 990-PF, PG 1, LN 16C	183,684.	59,484.		124,200.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX WITHHELD	12,328.	0.		0.
FOREIGN TAX	1,360.	1,360.		0.
TO FORM 990-PF, PG 1, LN 18	13,688.	1,360.		0.

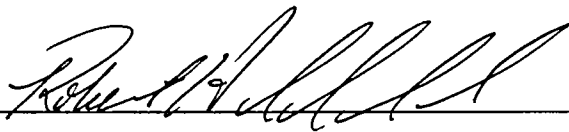
FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	1,536.	1,536.		0.
BANK FEES	392.	392.		0.
FILING FEES	20.	0.		20.
MISCELLANEOUS	578.	0.		578.
PORTFOLIO DEDUCTIONS	48,072.	48,072.		0.
POSTAGE	298.	0.		298.
MEALS	3,870.	0.		0.
INVESTMENT INTEREST EXPENSE	55,216.	55,216.		0.
CHARITABLE CONTRIBUTIONS (FROM K-1'S)	112.	0.		112.
TO FORM 990-PF, PG 1, LN 23	110,094.	105,216.		1,008.

FOOTNOTES

STATEMENT 9

DICK AND BETSY DEVOS FOUNDATION
 126 OTTAWA AVENUE, N.W., SUITE 500
 GRAND RAPIDS, MI 49503
 EIN 38-2902412, FORM 990-PF
 YEAR ENDED DECEMBER 31, 2004

PART XIII - COMPUTATION OF UNDISTRIBUTED INCOME
 (ELECTION): PURSUANT TO REG. SEC. 53.4942(A)-3(D)(2)
 TAXPAYER HEREBY ELECTS TO APPLY ITS 2004 QUALIFYING
 DISTRIBUTION TO CORPUS.



FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
DESCRIPTION		AMOUNT	
BOOK/TAX DIFFERENCE ON INTEREST AND DIVIDENDS			6,055.
BOOK/TAX DIFFERENCE ON FLOW-THROUGH INCOME			346,287.
TOTAL TO FORM 990-PF, PART III, LINE 5			352,342.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK - SEE STATEMENT 15	1,230,500.	1,250,334.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,230,500.	1,250,334.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SELIGMAN NEW TECHNOLOGIES FUND	238,694.	28,716.	
OTHER INVESTMENTS - SEE STATEMENT 15	24,169,773.	25,758,554.	
TOTAL TO FORM 990-PF, PART II, LINE 13	24,408,467.	25,787,270.	

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
RICHARD M. DEVOS JR 126 OTTAWA AVENUE NW, SUITE 500 GRAND RAPIDS, MI 49503	PRESIDENT NOMINAL	0.	0.	0.
ELISABETH DEVOS 126 OTTAWA AVENUE NW, SUITE 500 GRAND RAPIDS, MI 49503	VICE PRESIDENT NOMINAL	0.	0.	0.
JERRY L. TUBERGEN 126 OTTAWA AVENUE NW, SUITE 500 GRAND RAPIDS, MI 49503	COO/VP/SECT. NOMINAL	0.	0.	0.
WILLIAM J. BOER 126 OTTAWA AVENUE NW, SUITE 500 GRAND RAPIDS, MI 49503	VP/ASST SECT. NOMINAL	0.	0.	0.
ROBERT H. SCHIERBEEK 126 OTTAWA AVENUE NW, SUITE 500 GRAND RAPIDS, MI 49503	TREASURER NOMINAL	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

RICHARD M. DEVOS JR
ELISABETH DEVOS

DICK and BETSY DEVOS FOUNDATION
EIN 38-2902412
YEAR ENDED 12/31/04
FORM 990PF - PART II INVESTMENTS

	Book Value	Market
<u>CORPORATE STOCK</u>		
UNION ACCEPTANCE CORP.	500,000	15,000
FIFTH THIRD BANCORP	730,500	1,235,334
	1,230,500	1,250,334
<u>OTHER ASSETS</u>		
<u>MUTUAL FUNDS</u>		
SELIGMAN NEW TECHNOLOGIES FUND	238,694	28,716
	238,694	28,716
<u>OTHER</u>		
HANGAR 4 PARTNERS	1,000,000	907,294
LOEB ARBITRAGE FUND	5,000,000	5,580,500
MAJESTY II-IP, LP	1,000,000	1,239,468
FREEDOM CAPITAL MANAGEMENT LP	16,344,473	16,344,473
RDV AUTO, LLC	0	61,944
RDV PACKAGING, LLC	825,300	1,624,875
	24,169,773	25,758,554
TOTAL OTHER ASSETS	24,408,467	25,787,270

Dick and Betsy DeVos Foundation

EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Act One, Inc 1763 North Gower Street Hollywood, CA 90028	None	501(c)(3)	Unrestricted Grant to General Fund	30,000
The Acton Institute For The Study of Religion and Liberty 161 Ottawa Avenue NW, Suite 301 The Waters Building Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	2,400
Ada Christian School 6206 Ada Dr SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
American Autoimmune Related Diseases Association 22100 Gratiot Eastpointe East Detroit, MI 48021	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
American Cancer Society - Great Lakes Division, Inc. 400 Ann NW Grand Rapids, MI 49504	None	501(c)(3)	Unrestricted Grant to General Fund	1,900
American Center of Oriental Research 656 Beacon St 5th Floor Boston, MA 02215	None	501(c)(3)	Unrestricted Grant to General Fund	1,600
American Education Reform Council 2025 North Summit Ave Suite 103 Milwaukee, WI 53202	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
American Enterprise Institute for Public Policy Research 1150 Seventeenth Street NW Washington, DC 20036	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
The American Legion 2121 East Grand River Ave Lansing, MI 48912	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Aquinas College 1607 Robinson Road SE Grand Rapids, MI 49502-6006	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Arts Council of Greater Grand Rapids, Inc. PO Box 2265 Grand Rapids, MI 49501-2265	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
The Becket Fund 1350 Connecticut Ave NW Suite 605 Washington, D C , 20036	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Big World Ventures, Inc. P O Box 703203 Tulsa, OK 74170	None	501(c)(3)	Unrestricted Grant to General Fund	500
Blodgett Butterworth Health Care Foundation 100 Michigan NE - MC 4 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	100,000

Dick and Betsy DeVos Foundation

EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Boy Scouts of America, Gerald R. Ford Council 3213 Walker NW Grand Rapids, MI 49544	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Boys & Girls Club of America 1230 W Peachtree St , NW Atlanta, GA 30348-5771	None	501(c)(3)	Unrestricted Grant to General Fund	250
Calvin College 3201 Burton St SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Campus Crusade for Christ 3419 Santa Monica Drive Orlando, FL 32827	None	501(c)(3)	Unrestricted Grant to General Fund	1,200
Camp Tall Turf 935 Baxter Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Christian Counseling Center 3355 Eagle Park Drive NE, Suite 106 Grand Rapids, MI 49525-7004	None	501(c)(3)	Unrestricted Grant to General Fund	7,500
Christian Learning Center 2520 Eastern Avenue S E Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
City Vision, Inc. 1422 Madison SE Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Close Up Foundation 44 Canal Center Plaza Alexandria, VA 22314-1592	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Community Youth Connection, Inc. 1118 Orren St. NE Washington, D C 20002	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Compass Academy 44 Grandville Ave SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	20,000
Cornerstone Schools Association 6861 E Nevada Suite 300 Detroit, MI 48234	None	501(c)(3)	Unrestricted Grant to General Fund	4,000
Council for National Policy 10329-A Democracy Lane Fairfax, VA 22030	None	501(c)(3)	Unrestricted Grant to General Fund	1,750
Council of Michigan Foundations One South Harbor Avenue PO Box 599, Suite 3 Grand Haven, MI 49417	None	501(c)(3)	Unrestricted Grant to General Fund	1,400

Dick and Betsy DeVos Foundation

EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Criminal Justice Chaplaincy Park Professional Building 345 State Street SE Grand Rapids, MI 49503-4349	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Cure International, Inc. 701 Bosler Ave. Lemoyne, PA 17043	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Davenport University 415 East Fulton Street Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	59,950
Dead Sea Scrolls Foundation 110 S Columbia St Warsaw, IN 46580	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
DeVos Children's Hospital Foundation 100 Michigan NE - MC 4 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	7,000
Dwelling Place of Grand Rapids 101 Sheldon Blvd. SE, Suite 2 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Edison Institute, Inc. 20900 Oakwood Blvd Dearborn, MI 48124	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Education Freedom Fund 201 Monroe NW Suite 350 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	303,000
English Language Institute/ China P.O. Box 265 San Dimas, CA 91773-9864	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
The Federalist Society for Law & Public Policy Studies 1015 18th Street NW Suite 425 Washington, DC 20036	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Fight for Children, Inc. 8133 Leesburg Pike Suite 410 Vienna, VA 22182	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Flannel P.O Box 3228 25 Ionia Ave SW Suite 300 Grand Rapids, MI 49501-3228	None	501(c)(3)	Unrestricted Grant to General Fund	453,349
Foundation for Traditional Values P O Box 80108 Lansing, MI 48908-0108	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
The Gathering 601 Shelley Dr. Suite 201 Tyler, TX 75701	None	501(c)(3)	Unrestricted Grant to General Fund	5,000

Dick and Betsy DeVos Foundation

EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Good Samaritan Ministries 513 E 8th Street Suite 25 Holland, MI 49423	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Gospel Communications International PO Box 455 Muskegon, MI 49443-0455	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Grand Action Foundation 120 Lyon Street NW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	75,000
Grand Rapids Area Chamber of Commerce 111 Pearl Street NW Grand Rapids, MI 49502-3395	None	501(c)(3)	Unrestricted Grant to General Fund	1,650
Grand Rapids Art Museum 155 Division North Grand Rapids, MI 49503-3154	None	501(c)(3)	Unrestricted Grant to General Fund	26,000
Grand Rapids Ballet Co. 341 Ellsworth Ave SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Grand Rapids Chamber Foundation PO Box 230321 Grand Rapids, MI 49523	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Grand Rapids Children's Museum 22 Sheldon Avenue N E Grand Rapids, MI 49503-3218	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Grand Rapids Christian High School 2300 Plymouth Ave , SE Grand Rapids, MI 49506-5297	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Grand Rapids Christian School Association 1812 Sylvan SE Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	500
Grand Rapids Community College 143 Bostwick Avenue S E Grand Rapids, MI 49503-3295	None	Gov/Pub Ed.	Unrestricted Grant to General Fund	3,400
Grand Rapids Community Foundation 209-C Waters Building 161 Ottawa Avenue, N W Grand Rapids, MI 49503-2703	None	501(c)(3)	Unrestricted Grant to General Fund	250
Grand Rapids Griffins Youth Foundation 200 Ottawa NW Suite 500 Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Grand Rapids Student Advancement Foundation 118 Commerce SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	2,500

Dick and Betsy DeVos Foundation
EIN 38-2902412
Year Ended 12/31/04
Form 990PF - Part XV Supplementary Information
Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Grand Rapids Youth Commonwealth, Inc. 235 Straight N W Grand Rapids, MI 49504	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Health Intervention Services 15 Andre SE Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Heritage Foundation 214 Massachusetts Avenue NE Washington, DC 20002-4999	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Hispanic Center of Western Michigan 730 Grandville Avenue S W Grand Rapids, MI 49503-4920	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Holland Christian Schools 956 Ottawa Avenue Holland, MI 49423	None	501(c)(3)	Unrestricted Grant to General Fund	15,000
Holland Community Hospital Foundation 854 South Washington Suite 100 Holland, MI 49423	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Holland Home 2100 Raybrook Avenue SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Holy Family Oratory of St. Philip Neri, Inc. 219 Woodward Ave Kalamazoo, MI 49007	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Home Repair Services 1100 S Division Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Hope College 141 East 12th Street Holland, MI 49423-9988	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Hope Network Foundation 755 36th St. SE P.O Box 890 Grand Rapids, MI 49518-0890	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Hospice of Michigan in Grand Rapids 1260 Ekhart NE Grand Rapids, MI 49503-1268	None	501(c)(3)	Unrestricted Grant to General Fund	3,000
Hospice of Naples 1095 Whippoorwill Lane Naples, FL 34105-3847	None	501(c)(3)	Unrestricted Grant to General Fund	500
Hugh Michael Beahan Foundation 302 Sheldon Blvd S E Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	4,400

Dick and Betsy DeVos Foundation

EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Indian River Hospital Foundation, Inc. 1000 36th St Vero Beach, FL 32960	None	501(c)(3)	Unrestricted Grant to General Fund	11,000
Inner City Christian Federation 816 Madison SE Grand Rapids, MI 49507	None	501(c)(3)	Unrestricted Grant to General Fund	60,000
Institute For Justice 1717 Pennsylvania Avenue, Suite 200 Washington, DC 20006	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Institute for Marriage and Public Policy 1413 K Street NW, Suite 1000 Washington, DC 20005	None	501(c)(3)	Unrestricted Grant to General Fund	150,000
International Aid 17011 Hickory Spring Lake, MI 49456	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
International Steward 4595 Broadmoor SE Suite 295 Grand Rapids, MI 49512	None	501(c)(3)	Unrestricted Grant to General Fund	20,000
James Madison Center for Free Speech 1747 Pennsylvania Ave., NW, Ste 1000 Washington, DC 20006	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Jubilee Jobs, Inc. 935 Baxter SE Baxter Community Center Grand Rapids, MI 49506	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Junior Achievement of the Michigan Great Lakes, Inc. 3665 28th St SE Suite C Grand Rapids, MI 49512	None	501(c)(3)	Unrestricted Grant to General Fund	2,500
Kent County Medical Society Alliance 1400 Michigan Street NE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Kent County Parks Foundation P O. Box 230165 Grand Rapids, MI 49523	None	501(c)(3)	Unrestricted Grant to General Fund	4,520
LaGrave Avenue Christian Reformed Church 107 LaGrave Avenue SE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Life Services System 11172 Adams Street Holland, MI 49423	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Little Star, Inc. P.O. Box 11569 Aspen, CO 81612	None	501(c)(3)	Unrestricted Grant to General Fund	25,000

Dick and Betsy DeVos Foundation
EIN 38-2902412
Year Ended 12/31/04
Form 990PF - Part XV Supplementary Information
Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Mackinac Center for Public Policy 140 West Main Street P.O. Box 568 Midland, MI 48640	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Mars Hill Bible Church 3501 Fairlanes Ave. SW Grandville, MI 49418	None	501(c)(3)	Unrestricted Grant to General Fund	51,000
Mastermedia International 330 N Sixth St. Suite 110 Redlands, CA 92374-3312	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Mel Trotter Ministries 225 Commerce Avenue SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Michigan Humanities Council 119 Pere Marquette Suite 3B Lansing, MI 48912-1270	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Michigan Parkinson Foundation 30161 Southfield Rd Ste 119 Southfield, MI 48076	None	501(c)(3)	Unrestricted Grant to General Fund	500
Michigan State University Michigan Political Leadership Program 321 Berkey Hall East Lansing, MI 48824-1111	None	Govt/Pub Ed	Unrestricted Grant to General Fund	4,750
Michigan Youth Challenge 5500 Armstrong Road, Building 13 Battle Creek, MI 49016-1099	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Michigan's West Coast 140 Monroe Center NW, Suite 300 Grand Rapids, MI 49503-2893	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Mothers Without Borders 125 E. Main St Suite 402 American Fork, UT 84003	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
National Multiple Sclerosis Society 733 Third Ave New York City, NY 10017	None	501(c)(3)	Unrestricted Grant to General Fund	250
National Relief Network P.O. Box 150023 Grand Rapids, MI 49515	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
National Symphony Orchestra Association 2700 F St NW Washington, D C 20566	None	501(c)(3)	Unrestricted Grant to General Fund	23,600
New Focus National 6837 Lake Michigan Drive P.O Box 351 Allendale, MI 49401	None	501(c)(3)	Unrestricted Grant to General Fund	10,000

Dick and Betsy DeVos Foundation
EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
New Urban Learning 600 Antoinette Detroit, MI 48202	None	501(c)(3)	Unrestricted Grant to General Fund	179,000
Open Arms Community Development Associates 381 Stonehenge Dr SW Grandville, MI 49418	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Orlando Magic Youth Foundation 8701 Maitland Summit Blvd Orlando, FL 32810	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Parents Challenge 2 N Cascade Ave , Suite 1280 Colorado Springs, CO 80903	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
The Philanthropy Roundtable 1150 17th Street NW Suite 503 Washington, DC 20036	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Pioneers, Inc. 10123 William Carey Dr Orlando, FL 32832-6931	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
The Potter's House 810 VanRaalte SW Grand Rapids, MI 49509	None	501(c)(3)	Unrestricted Grant to General Fund	102,550
Pray America P O Box 14070 Lansing, MI 48901-4070	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Pregnancy Resource Center 415 Cherry SE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	20,000
Princeton University 221 Nassau Hall Princeton, NJ 08544	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
Public Museum of Grand Rapids 272 Pearl Street NW Grand Rapids, MI 49504-5371	None	501(c)(3)	Unrestricted Grant to General Fund	9,570
Rehoboth Christian School PO Box 41 Rehoboth, NM 87322-0041	None	501(c)(3)	Unrestricted Grant to General Fund	150,000
RidgePoint Community Church 340 104th Ave Holland, MI 49423-9149	None	501(c)(3)	Unrestricted Grant to General Fund	50,000
The Right Place Waters Building 111 Pearl Street NW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	2,000

Dick and Betsy DeVos Foundation

EIN 38-2902412

Year Ended 12/31/04

Form 990PF - Part XV Supplementary Information

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Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Right to Life of Michigan Educational Foundation 2340 Porter Street SW PO Box 901 Grand Rapids, MI 49509-0901	None	501(c)(3)	Unrestricted Grant to General Fund	25,000
Safe Haven Ministries 3501 Lake Eastbrook SE Suite 335 Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Senior Meals Program 1279 Cedar St NE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	500
Snow Bible Church 1877 18 Mile Road Kent City, MI 49330	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Southside Vineyard Fellowship Church 1040 26th St SW Wyoming, MI 49509	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
Southwest Michigan First Corporation 346 West Michigan Ave Kalamazoo, MI 49007-3737	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Spring Arbor University 106 E Main Spring Arbor, MI 49283	None	501(c)(3)	Unrestricted Grant to General Fund	4,300
Spring Hill Initiatives P.O Box 42 Ewart, MI 49631	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
Thunderbird - American Graduate School of International Mgmt. 15249 N 59th Ave Glendale, AZ 85306-6000	None	501(c)(3)	Unrestricted Grant to General Fund	55,000
United States Central Command Memorial Foundation MacDill Air Force Base Tampa, FL 33629	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
United States Holocaust Memorial Museum P O. Box 97349 Washington, DC 20090-7349	None	501(c)(3)	Unrestricted Grant to General Fund	29,800
United Way - Heart of West Michigan 118 Commerce SW Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	30,000
Urban Institute for Contemporary Arts 41 Sheldon Blvd SE Grand Rapids, MI 49503-4227	None	501(c)(3)	Unrestricted Grant to General Fund	4,900
Van Andel Institute 333 Bostwick NE Grand Rapids, MI 49503	None	501(c)(3)	Unrestricted Grant to General Fund	5,000

Dick and Betsy DeVos Foundation
EIN 38-2902412
Year Ended 12/31/04
Form 990PF - Part XV Supplementary Information
Line 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

Recipient Name and Address	Relationship to Donor	Foundation Status of Recipient	Purpose of Grant	Amount
Veterans Council of Indian River County P O Box 2164 Vero Beach, FL 32961	None	501(c)(3)	Unrestricted Grant to General Fund	1,000
Word Investments, Inc. 3366 Burton Street SE Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	5,000
World of Hope Foundation 101 Constitution Ave NW #800 Washington, D C 20001	None	501(c)(3)	Unrestricted Grant to General Fund	100,000
World Vision 34834 Weyerhaeuser Way South Federal Way, WA 98001	None	501(c)(3)	Unrestricted Grant to General Fund	24,820
Yeshiva Beth Yehudah Foundation 15751 West Lincoln P O Box 2044 Southfield, MI 48037	None	501(c)(3)	Unrestricted Grant to General Fund	4,940
Young Life - National Office P.O Box 520 Colorado Springs, CO 80901	None	501(c)(3)	Unrestricted Grant to General Fund	10,000
Young Life Greater Grand Rapids 5989 Tahoe Dr SE Suite 240 Grand Rapids, MI 49546	None	501(c)(3)	Unrestricted Grant to General Fund	500
Grand Total				3,239,999

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

Part I Automatic 3-Month Extension of Time—Only submit original (no copies needed)

Form 990-T corporations requesting an automatic 6-month extension—check this box and complete Part I only
All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile.

Type or print	Name of Exempt Organization DICK AND BETSY DEVOS FOUNDATION	Employer identification number 38-2902412
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 126 OTTAWA AVENUE, N.W., SUITE 500	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GRAND RAPIDS, MI 49503	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ JERRY TUBERGEN

Telephone No. ▶ (616) 454-4114 FAX No. ▶ (616) 456-4654

- If the organization does **not** have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) . If this is for the **whole** group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a **Form 990-T corporation**) extension of time until AUGUST 15, 2005 to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year 2004 or
 ▶ tax year beginning _____, 20__, and ending _____, 20__.

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. \$ 16,689.00

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit \$ 16,689.00

c **Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions \$ 0.00

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 12-2004)

- If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** and check this box **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (not automatic) 3-Month Extension of Time—Must File Original and One Copy.

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization DICK AND BETSY DEVOS FOUNDATION	Employer identification number 38-2902412
	Number, street, and room or suite no. If a P O box, see instructions. 126 OTTAWA AVENUE, N.W., SUITE 500	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions GRAND RAPIDS, MI 49503	

Check type of return to be filed (File a separate application for each return):

- Form 990
- Form 990-T (sec. 401(a) or 408(a) trust)
- Form 5227
- Form 990-BL
- Form 990-T (trust other than above)
- Form 6069
- Form 990-EZ
- Form 1041-A
- Form 8870
- Form 990-PF
- Form 4720

STOP: Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of JERRY TUBERGEN
Telephone No. (616) 454-4114 FAX No. (616) 456-4654
- If the organization does **not** have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole** group, check this box . If it is for **part** of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until NOVEMBER 15, 2005.
- 5 For calendar year 2004, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period
- 7 State in detail why you need the extension ALL OF THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE AT THIS TIME.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	\$ 16,689.00
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	\$ 16,689.00
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	\$ 0.00

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature [Signature] 70008922 Title CPA Date 8/12/05

Notice to Applicant—To Be Completed by the IRS

- We have approved this application. Please attach this form to the organization's return
- We have **not** approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
- We have **not** approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested
- Other _____

Director _____ By _____ Date _____

Alternate Mailing Address — Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above.

Type or print	Name DELOITTE TAX LLP	EXTENSION APPROVED AUG 29 2005 FIELD DIRECTOR, SUBMISSION PROCESSING, OGDEN
	Number and street (include suite, room, or apt. no.) or a P.O. box number 700 BRIDGEWATER PLACE, 333 BRIDGE STREET, N.W.	
	City or town, province or state, and country (including postal or ZIP code) GRAND RAPIDS, MI 49504-5359	