

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

2006

Department of the Treasury
Internal Revenue Service

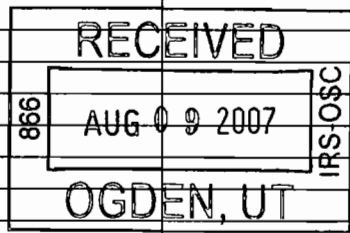
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2006, 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 foundation ARCUS FOUNDATION	A Employer identification number 38-3332791
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 402 EAST MICHIGAN AVENUE	B Telephone number 269-373-4373
	City or town, state, and ZIP code KALAMAZOO, MI 49007	C If exemption application is pending, check here <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	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
	I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 122,470,165. (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
	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)
	1 Contributions, gifts, grants, etc., received	68,648,374.		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	2,419,478.	2,419,478.		STATEMENT 2
	4 Dividends and interest from securities	307,203.	307,203.		STATEMENT 3
	5a Gross rents	29,058.	29,058.		STATEMENT 4
	b Net rental income or (loss) 29,058.				
	6a Net gain or (loss) from sale of assets not on line 10	4,714,092.			STATEMENT 1
	b Gross sales price for all assets on line 6a 101860995.				
	7 Capital gain net income (from Part IV, line 2)		101833041.		
	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				
	12 Total. Add lines 1 through 11	76,118,205.	104588780.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	222,658.	11,133.		211,525.
	14 Other employee salaries and wages	742,140.	37,107.		661,666.
	15 Pension plans, employee benefits	197,844.	9,892.		183,651.
	16a Legal fees STMT 5	108,733.	0.		112,199.
	b Accounting fees STMT 6	65,859.	0.		63,512.
	c Other professional fees STMT 7	357,868.	0.		371,315.
	17 Interest	59,157.	0.		0.
	18 Taxes STMT 8	2,105,000.	0.		0.
	19 Depreciation and depletion	169,348.	0.		
	20 Occupancy	89,618.	4,481.		85,137.
	21 Travel, conferences, and meetings	166,646.	8,332.		167,825.
	22 Printing and publications	50,530.	0.		51,740.
23 Other expenses STMT 9	260,466.	5,691.		228,581.	
24 Total operating and administrative expenses Add lines 13 through 23	4,595,867.	76,636.		2,137,151.	
25 Contributions, gifts, grants paid	18,989,558.			16,834,443.	
26 Total expenses and disbursements Add lines 24 and 25	23,585,425.	76,636.		18,971,594.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	52,532,780.				
b Net investment income (if negative, enter -0-)		104512144.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		1,000.	1,000.
	2 Savings and temporary cash investments		85,138,295.	85,138,295.
	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	3,642.	30,786.	30,786.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	69,220,030.	33,446,314.	33,446,314.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 3,488,216.				
Less: accumulated depreciation STMT 12 ▶ 243,824.	3,098,138.	3,244,392.	3,244,392.	
15 Other assets (describe ▶ STATEMENT 13)	505,910.	609,378.	609,378.	
16 Total assets (to be completed by all filers)	72,827,720.	122,470,165.	122,470,165.	
Liabilities	17 Accounts payable and accrued expenses	95,463.	150,256.	
	18 Grants payable	10,067,688.	12,204,218.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	7,019,057.	915,371.	
23 Total liabilities (add lines 17 through 22)	17,182,208.	13,269,845.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	55,645,512.	109,200,320.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	55,645,512.	109,200,320.		
31 Total liabilities and net assets/fund balances	72,827,720.	122,470,165.		

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	55,645,512.
2 Enter amount from Part I, line 27a	2	52,532,780.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	1,022,028.
4 Add lines 1, 2, and 3	4	109,200,320.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	109,200,320.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHMENT A	D		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 101,860,995.		27,954.	101,833,041.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			101,833,041.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	101,833,041.
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 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))
2005	17,852,484.	61,516,776.	.290205
2004	32,375,336.	43,183,127.	.749722
2003	5,878,400.	25,844,746.	.227450
2002	3,798,652.	10,621,777.	.357629
2001	3,986,268.	13,671,473.	.291576

2 Total of line 1, column (d)	2	1.916582
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	.383316
4 Enter the net value of noncharitable-use assets for 2006 from Part X, line 5	4	115,644,185.
5 Multiply line 4 by line 3	5	44,328,266.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,045,121.
7 Add lines 5 and 6	7	45,373,387.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	18,971,594.

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 foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,090,243.
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	2,090,243.
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	2,090,243.
6	Credits/Payments:		
a	2006 estimated tax payments and 2005 overpayment credited to 2006	6a	1,855,393.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	250,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,105,393.
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	15,150.
11	Enter the amount of line 10 to be: Credited to 2007 estimated tax <input type="checkbox"/> 15,150. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities *Continued*

<p>11a At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. (see instructions)</p>	11a		X
<p>b If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?</p>	11b		
<p>12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract?</p>	12		X
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Web site address ► <u>WWW.ARCUSFOUNDATION.ORG</u></p>	13	X	
<p>14 The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>212-488-3000</u> Located at ► <u>119 WEST 24TH STREET 9TH FL, NEW YORK, NY</u> ZIP+4 ► <u>10011</u></p>			
<p>15 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</p>	15		N/A

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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
<p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p>b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here</p>	1b		X
<p>c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2006?</p>	1c		X
<p>2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):</p> <p>a At the end of tax year 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____</p> <p>b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____</p>	2b		
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2006 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2006.</i>) N/A</p>	3b		
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p>b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2006?</p>	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If you answered "Yes" to 6b, also file Form 8870.

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

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

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

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

(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
JON L. STRYKER 402 EAST MICHIGAN AVENUE KALAMAZOO, MI 49007	PRESIDENT 35.00	0.	0.	0.
DANIEL SCHWARTZ 402 EAST MICHIGAN AVENUE KALAMAZOO, MI 49007	BOARD MEMBER 10.00	0.	0.	0.
URVASHI VAID 402 EAST MICHIGAN AVENUE KALAMAZOO, MI 49007	EXECUTIVE DIRECTOR 40.00	222,658.	40,654.	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
JEFFREY ARNSTEIN 402 E. MICH. AVE, KALAMAZOO, MI 49007	CHIEF FINANCIAL OFFICER 40.00	151,977.	25,275.	
LINDA MAY 402 E. MICH. AVE, KALAMAZOO, MI 49007	ASSOCIATE DIRECTOR 40.00	113,948.	21,817.	
SARAH HANSEN 402 E. MICH. AVE, KALAMAZOO, MI 49007	SENIOR FELLOW 24.00	64,962.	7,574.	
CAROL SNAPP 402 E. MICH. AVE, KALAMAZOO, MI 49007	PROG. AND COMM. OFFICER 40.00	55,996.	19,338.	

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
PATTERSON, BELKNAP, WEBB & TYLER, LLP 1133 AVE. OF THE AMERICAS, NY, NY 10036	LEGAL SERVICES	111,649.
PHILLIPS OPPENHEIM 521 FIFTH AVENUE, 29TH FLOOR, NY, NY 10175	EXECUTIVE SEARCH FIRM	88,535.
KATHERINE PEASE & ASSOCIATES 6645 S. OLYMPUS DRIVE, EVERGREEN, CO 80439	PROGRAMATIC CONSULTING	74,400.

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	
3 All other program-related investments. See instructions.	
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	31,352,317.
b	Average of monthly cash balances	1b	86,052,947.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	117,405,264.
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	117,405,264.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,761,079.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	115,644,185.
6	Minimum investment return. Enter 5% of line 5	6	5,782,209.

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	5,782,209.
2a	Tax on investment income for 2006 from Part VI, line 5	2a	2,090,243.
b	Income tax for 2006. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,090,243.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,691,966.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,691,966.
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	3,691,966.

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	18,971,594.
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	18,971,594.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,971,594.

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 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7				3,691,966.
2 Undistributed income, if any, as of the end of 2005				
a Enter amount for 2005 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2006:				
a From 2001	3,405,970.			
b From 2002	3,364,751.			
c From 2003	4,688,879.			
d From 2004	30604642.			
e From 2005	15156581.			
f Total of lines 3a through e	57,220,823.			
4 Qualifying distributions for 2006 from Part XII, line 4: ▶ \$ 18,971,594.				
a Applied to 2005, 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)	0.			
d Applied to 2006 distributable amount				3,691,966.
e Remaining amount distributed out of corpus	15,279,628.			
5 Excess distributions carryover applied to 2006 (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:	72,500,451.			
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 2005. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2006. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2007				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 2001 not applied on line 5 or line 7	3,405,970.			
9 Excess distributions carryover to 2007. Subtract lines 7 and 8 from line 6a	69,094,481.			
10 Analysis of line 9:				
a Excess from 2002	3,364,751.			
b Excess from 2003	4,688,879.			
c Excess from 2004	30604642.			
d Excess from 2005	15156581.			
e Excess from 2006	15279628.			

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 2006, 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)

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

Table with 5 columns: Tax year (a) 2006, Prior 3 years (b) 2005, (c) 2004, (d) 2003, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests (Assets, Endowment, Support, Gross investment income).

b 85% of line 2a
c Qualifying distributions from Part XII, line 4 for each year listed
d Amounts included in line 2c not used directly for active conduct of exempt activities
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:
a "Assets" alternative test - enter:
(1) Value of all assets
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
c "Support" alternative test - enter:
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
(3) Largest amount of support from an exempt organization
(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

JON L. STRYKER

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

SEE STATEMENT 15

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 <i>Paid during the year</i> ATTACHMENT B	N/A			16,834,443.
Total				▶ 3a 16,834,443.
b <i>Approved for future payment</i> ATTACHMENT C	N/A			12,204,218.
Total				▶ 3b 12,204,218.

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			14	2,419,478.	
4 Dividends and interest from securities			14	307,203.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property			16	29,058.	
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	4,714,092.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		7,469,831.	0.
13 Total. Add line 12, columns (b), (d), and (e)				7,469,831.	7,469,831.

(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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	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) of the Code (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		

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

Signature of officer or trustee: Thomas Bly Date: 07-17-07 Title: Executive Director

Paid Preparer's Use Only	Preparer's signature: <u>Thomas Bly</u>	Date: <u>7/1/07</u>	Check if self-employed: <input type="checkbox"/>	Preparer's SSN or PTIN: <u>P00234022</u>
	Firm's name (or yours if self-employed), address, and ZIP code: <u>O'CONNOR DAVIES MUNNS & DOBBINS, LLP</u> <u>60 EAST 42ND STREET</u> <u>NEW YORK, NY 10165</u>	EIN: <u>13-3385019</u>	Phone no.: <u>212-286-2600</u>	

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

2006

Name of organization

ARCUS FOUNDATION

Employer identification number

38-3332791

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 foundationCheck 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) (2006)

Name of organization:

Employer identification number

ARCUS FOUNDATION

38-3332791

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JON L STRYKER P.O. BOX 51536 KALAMAZOO, MI 49005	\$ 68,648,374.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)

Name of organization,

Employer identification number

ARCUS FOUNDATION

38-3332791

Part II Noncash Property (See Specific Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>1,368,588 SHARES OF STRYKER STOCK</u>	\$ <u>68,648,374.</u>	<u>01/30/06</u>
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

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	(F) DATE ACQUIRED	DATE SOLD
SEE ATTACHMENT A				DONATED		
	101,860,995.	97,146,903.	0.		0.	4,714,092.
CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						4,714,092.

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

SOURCE	AMOUNT
MONEY MARKET INTEREST	2,419,478.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,419,478.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
STRYKER STOCK DIVIDENDS	307,203.	0.	307,203.
TOTAL TO FM 990-PF, PART I, LN 4	307,203.	0.	307,203.

FORM 990-PF	RENTAL INCOME	STATEMENT	4
KIND AND LOCATION OF PROPERTY		ACTIVITY NUMBER	GROSS RENTAL INCOME
OFFICE SPACE		1	29,058.
TOTAL TO FORM 990-PF, PART I, LINE 5A			29,058.

FORM 990-PF	LEGAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PATTERSON, BELKNAP, WEBB & TYLER, LLP	108,733.	0.		112,199.
TO FM 990-PF, PG 1, LN 16A	108,733.	0.		112,199.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	65,859.	0.		63,512.
TO FORM 990-PF, PG 1, LN 16B	65,859.	0.		63,512.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	259,451.	0.		272,898.
EXECUTIVE SEARCH FIRM	98,417.	0.		98,417.
TO FORM 990-PF, PG 1, LN 16C	357,868.	0.		371,315.

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	2,105,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,105,000.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	113,813.	5,691.		112,999.	
REPAIRS AND MAINTENANCE	74,573.	0.		75,183.	
INSURANCE EXPENSE	32,253.	0.		33,253.	
MISCELLANEOUS EXPENSES	39,827.	0.		7,146.	
TO FORM 990-PF, PG 1, LN 23	260,466.	5,691.		228,581.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
DESCRIPTION		AMOUNT	
BENEFIT FOR DEFERRED FEDERAL EXCISE TAX		710,000.	
UNREALIZED GAIN ON INVESTMENTS		312,028.	
TOTAL TO FORM 990-PF, PART III, LINE 3		1,022,028.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHMENT A	33,446,314.	33,446,314.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	33,446,314.	33,446,314.		

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	290,000.	0.	290,000.
BUILDING AND IMPROVEMENTS	2,500,403.	103,063.	2,397,340.
LEASEHOLD IMPROVEMENTS	174,612.	28,304.	146,308.
FURNITURE AND EQUIPMENT	523,201.	112,457.	410,744.
TOTAL TO FM 990-PF, PART II, LN 14	3,488,216.	243,824.	3,244,392.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ART WORK	22,750.	22,750.
DEPOSITS	800.	800.
PROGRAM RELATED INVESTMENT LOAN	450,000.	450,000.
ACCRUED DIVIDENDS RECEIVABLE	135,828.	135,828.
TOTAL TO FORM 990-PF, PART II, LINE 15	609,378.	609,378.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	AMOUNT
FEDERAL EXCISE TAX PAYABLE	245,371.
DEFERRED FEDERAL EXCISE TAX	670,000.
TOTAL TO FORM 990-PF, PART II, LINE 22, COLUMN B	915,371.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

URVASHI VAID
402 EAST MICHIGAN AVENUE
KALAMAZOO, MI 49007

TELEPHONE NUMBER

269-373-4373

FORM AND CONTENT OF APPLICATIONS

INITIAL CONTACT SHOULD BE A LETTER OF INQUIRY. IT SHOULD BE NO MORE THAN TWO PAGES AND INCLUDE THE FOLLOWING:

1. BRIEF DESCRIPTION OF ORGANIZATION, ITS HISTORY, PURPOSE AND GOALS.
2. SCOPE AND SIGNIFICANCE OF THE ISSUE TO BE ADDRESSED.
3. BRIEF DESCRIPTION OF THE PROJECT OR PROGRAM FOR WHICH FUNDS ARE BEING SOUGHT, TIMELINE, AND THE AMOUNT OF FUNDS BEING REQUESTED.
4. SPECIFY WHICH OF THE FOUR ARCUS FUNDS THE REQUEST FALLS UNDER.
5. IF APPLYING TO THE ARCUS GAY & LESBIAN FUND, BE SURE TO ARTICULATE HOW THE PROJECT MEETS THE GOALS OF THE FUND.
6. ALL LETTERS OF INQUIRY MUST BE SIGNED BY AN AUTHORIZED OFFICER OF THE REQUESTING ORGANIZATION.

ANY SUBMISSION DEADLINES

SEE WWW.ARCUSFOUNDATION.ORG

RESTRICTIONS AND LIMITATIONS ON AWARDS

ATTACHMENT D

ARCUS FOUNDATION

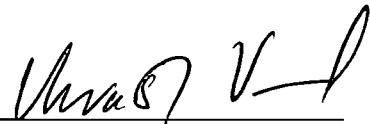
12/31/2006

Depreciation Schedule

Asset Property Description	2006	
	Current Depreciation	Accu. Depreciation
<u>KALAMAZOO</u>		
APPLICANCES	\$ 1,183	\$ 1,668
ARCUS BUILDING	72,790	103,063
ARTWORK	2,310	3,342
AUDIO EQUIPMENT	2,502	3,906
COMPUTERS/PRINTERS	18,501	28,586
EQUIPMENT	1,811	7,604
FURNITURE	25,629	48,711
PHONE/FAXES	4,625	6,947
Total Kalamazoo	\$ 129,350	\$ 203,827
<u>New York</u>		
NY PHONES	1,111	1,111
NY EQUIPMENT	1,206	1,206
NY FURNITURE	7,864	7,864
NY COMPUTERS	1,481	1,481
NY TENANT IMPROVEMENTS	28,304	28,304
Total NY	\$ 39,966	\$ 39,966
Other	32	32
Total NY and Kalamazoo	\$ 169,348	\$ 243,824

**ARCUS FOUNDATION
ATTACHMENT TO FORM 990-PF
YEAR ENDED DECEMBER 31, 2006
CONFORMED COPY OF BYLAWS**

I CERTIFY THAT THE ATTACHED BYLAWS ARE COMPLETE AND ACCURATE.

A handwritten signature in black ink, appearing to read "Urvashi Vaid", written over a horizontal line.

URVASHI VAID
EXECUTIVE DIRECTOR

BYLAWS
OF
ARCUS FOUNDATION

A Michigan Nonprofit Corporation
As amended through December 20, 2006

ARTICLE I
NAME AND OFFICES

- 1.1 Name. The name of this corporation shall be Arcus Foundation (the "Corporation").
- 1.2 Registered office. The registered office of the Corporation shall be located at the address specified in the Articles of Incorporation or at such other place as may be determined by the Board of Directors of the Corporation (the "Board") if notice thereof is filed with the State of Michigan.
- 1.3 Other offices. The business of the Corporation may be transacted at such locations other than the registered office, within or outside the State of Michigan, as the Board may from time to time determine or as the business of the Corporation may require.

ARTICLE II
MEMBERS

- 2.1 Members. The Corporation shall have a sole voting member (the "Member"). The initial Member shall be Jon L. Stryker.
- 2.2 Succession. The Member, including any successor Member, may appoint his or her successor by means of a written instrument delivered to the secretary of the Corporation which will take effect upon the death or resignation of the appointing Member. If the Member does not designate a successor before his or her death or resignation, upon such death or resignation, the persons serving from time to time thereafter as the directors of the Corporation will become the members of the Corporation solely for the purposes of dissolving the membership of the Corporation, converting the Corporation from a membership basis to a directorship basis organization, and performing any acts necessary to accomplish the aforementioned purposes.
- 2.3 Term of Office. The term of a Member will terminate only upon his or her death or resignation.
- 2.4 Resignation. A Member may resign at any time by giving written notice of such resignation to the president or the secretary of the Corporation.
- 2.5 Meetings. There shall be an annual meeting of the Member, which shall be held on such date, and at such time and place, as may be designated by the Member. The annual meeting of the Member shall be held, without notice other than this Section 2.5. Special meetings of the

Member may be called at any time by the Member, which shall be held on such date and at such time and place as are designated by the Member.

2.6 Action without a Meeting. Any action required or permitted to be taken at a meeting of the Member may be taken without a meeting, without prior notice, if a consent in writing, setting forth the action so taken is signed by and bears the date of signature of the Member. The written consent shall be filed with the minutes of the proceedings of the Member.

2.7 Quorum and Action of Member. At any meeting of the membership, the Member shall constitute a quorum and the act of the Member shall be the act of the membership.

ARTICLE III DIRECTORS

3.1 Board of Directors. Except as may otherwise be provided in the Articles of Incorporation or these Bylaws, the affairs of the Corporation shall be managed by a Board of Directors. The Board shall consist of not less than one (1) director, nor more than seven (7) directors. Within the limits above specified, the number of directors shall be determined from time to time by the Member.

3.2 Election and Term of Office. The directors will be divided into three (3) classes. The directors will serve staggered, three-year terms, such that, at each annual meeting of the Member, the term of office of one class of directors will expire and the election of that class by the Member will occur. In any event, each director will continue in office until the election and qualification of his or her successor or until his or her earlier death, resignation or removal.

3.3 Resignation and Removal. A director may resign by written notice to the president or the secretary of the Corporation, which resignation is effective upon its receipt by the president or the secretary or at a subsequent time as set forth in the notice. Any director may be removed, with or without cause, by the Member.

3.4 Vacancies and Increase in Number. Vacancies on the Board occurring for any reason, including an increase in the number of directors, may be filled by the Member. A director chosen to fill a vacancy occurring for any reason, including an increase in the number of directors, shall hold office until the next election of directors by the Member or until his or her earlier death, resignation or removal.

3.5 Place of Meetings and Records. The directors shall hold their meetings and maintain the minutes of the proceedings of meetings of the Board, and committees thereof, and keep the books and records of account for the Corporation in such place or places, within or outside the State of Michigan, as the Board may from time to time determine; provided, however, that if a Board meeting is to be held at a place other than the registered office, the notice of the meeting shall designate such place.

3.6 Annual Meetings. An annual meeting of the Board shall be held on such date and at such time and place as are fixed by the Member and, if possible, shall be held on the date of, and immediately following, the annual meeting of the Member. Notice of the date, time and place of such annual meeting shall be given in such form as the Board may determine.

3.7 Regular Meetings. Regular meetings of the Board may be held without notice on such date and at such time and place as shall from time to time be determined by the Board. Any notice given of a regular meeting need not specify the business to be transacted or the purpose of the meeting.

3.8 Special Meetings. Special meetings of the Board may be called by the Member or the president and shall be called by one of them on the written request of a majority of the directors then in office, upon at least two (2) days' written notice to each director, or twenty four (24) hours notice, given personally or by telephone or electronic transmission. The notice of a special meeting shall specify the business to be transacted or the purpose of the special meeting.

3.9 Waiver of Notice. Attendance of a director at a meeting constitutes a waiver of notice of the meeting, except where a director attends the meeting for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

3.10 Quorum and Vote. A majority of the directors then in office constitutes a quorum of the Board for the transaction of business and the vote of a majority of the directors present at any meeting at which a quorum is present constitutes the action of the Board, unless the vote of a larger number is specifically required by law, the Articles of Incorporation or these Bylaws. If a quorum is not present, the directors present may adjourn the meeting from time to time and to another place, without notice other than announcement at the meeting, until a quorum is present.

3.11 Action Without a Meeting. Any action required or permitted to be taken pursuant to authorization voted at a meeting of the Board may be taken without a meeting if, before or after the action, all members of the Board consent thereto in writing or by electronic transmission. The written consent shall be filed with the minutes of the proceedings of the Board and shall have the same effect as a vote of the Board for all purposes.

3.12 Meeting Participation by Use of Communication Equipment. Members of the Board may participate in a meeting of the Board by using a conference telephone or similar communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in a meeting pursuant to this Section 3.12 shall constitute presence at the meeting.

ARTICLE IV OFFICERS

4.1 Officers. The officers of the Corporation shall be a president, a treasurer, and a secretary, all of whom shall be elected by the Board. In addition, the Board may elect one or more vice presidents who shall also be officers of the Corporation if elected. Each officer shall hold office until his or her successor is elected and qualified or until his or her earlier death, resignation or removal. None of the officers of the Corporation, other than the president, need be directors. The officers shall be elected at the first meeting of the Board after each annual meeting of the Member. Any two (2) or more offices may be held by the same person, but an officer shall not execute, acknowledge, or verify any instrument in more than one capacity if the instrument is required by law to be executed, acknowledged, or verified by two (2) or more officers.

4.2 Other Officers and Agents. The Board may appoint such other officers and agents as it may deem advisable, such as one or more assistant treasurers or assistant secretaries, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board. The Board may, by specific resolution, empower the president or the Executive Committee, if appointed by the Board, to appoint such subordinate officers or agents and to determine their powers and duties.

4.3 Removal. The president, any vice president, secretary, and treasurer may be removed at any time, with or without cause, but only by the affirmative vote of a majority of the whole Board. Any subordinate officer or agent appointed pursuant to Section 4.2 may be removed at any time, with or without cause, by action of the Board or by the Executive Committee or president, if empowered to appoint such subordinate officer or agent.

4.4 Vacancies. A vacancy in any office may be filled by vote of the Board, and the officer so elected shall hold office and serve until the next annual meeting of the Board, subject to the pleasure of the Board. A vacancy in any office held by a subordinate officer or agent appointed pursuant to Section 4.2 also may be filled by action of the Executive Committee or president, if empowered to appoint such subordinate officer or agent.

4.5 Compensation of Officers. Reasonable compensation of officers for services rendered to the Corporation may be established by the Board.

4.6 President. The president shall be the chief executive officer as well as the chief operating officer of the Corporation and shall have general supervision, direction, and control of the business of the Corporation as well as the duty and responsibility to implement and accomplish the objectives of the Corporation. The president shall preside at all meetings of the Board. The president shall perform such other duties as may be assigned by the Board.

4.7 Vice Presidents. Each vice president shall have such power and shall perform such duties as may be assigned by the Board and may be designated by such special titles as the Board shall approve.

4.8 Treasurer. The treasurer shall supervise the custody of, and oversee the safeguarding and use of the funds and securities of the Corporation, and shall keep or cause to be kept full and accurate account of receipts and disbursements in books belonging to the Corporation. The treasurer shall deposit or cause to be deposited all money and other valuables in the name and to the credit of the Corporation in such depositories as may be selected by the Board. The treasurer shall disburse or cause to be disbursed the funds of the Corporation as may be ordered by the Board, or the president, taking proper vouchers for such disbursements. In general, the treasurer shall perform all duties incident to the office of treasurer and such other duties as may be assigned by the Board.

4.9 Secretary. Except as provided in these Bylaws, the secretary shall give or cause to be given notice of meetings of the Member and directors and all other notices required by law or by these Bylaws; provided, however, that in the case of the secretary's absence, or refusal or neglect to do so, any such notice may be given by any person so directed by the president or by the directors or by the Member upon whose requisition the meeting is called, as provided in these

Bylaws. The secretary shall record or cause to be recorded all the proceedings of meetings of the Member and of the directors in one or more books provided for that purpose and shall perform all duties incident to the office of secretary and such other duties as may be assigned by the Board.

4.10 Assistant Treasurers and Assistant Secretaries. Assistant treasurers and assistant secretaries, if any shall be appointed, shall have such powers and shall perform such duties as shall be assigned to them by the Board or by the president or Executive Committee who shall have appointed such assistant treasurer or assistant secretary.

4.11 Bonds. If the Board shall require, the treasurer, any assistant treasurer, or any other officer or agent of the Corporation shall give bond to the Corporation in such amount and with such surety as the Board may deem sufficient, conditioned upon the faithful performance of his or her respective duties and offices.

ARTICLE V COMMITTEES

5.1 Committees. The Board, by resolution passed by a majority of the whole Board, may appoint from the directors an Executive Committee, a Finance Committee, an Audit Committee and such other standing committees of the Board as the Board may deem desirable, each consisting of three (3) or more directors. In addition, the Board, by resolution passed by a majority of the whole Board, may appoint one or more special committees whose members may include persons who are not directors. Each committee shall serve at the pleasure of the Board, which shall also have full discretion in determining the number of members of each committee, provided the number of members of a standing committee of the Board is three (3) or greater. Each committee shall have the authority of the Board delegated to it by these Bylaws or by the Board in the resolution establishing such committee, to the extent allowed by Michigan law. No committee shall have authority to amend the Articles of Incorporation, adopt an agreement of merger or consolidation, recommend to the Member the sale, lease, or exchange of all or substantially all of the Corporation's property and assets, amend these Bylaws, fill vacancies in the Board, fix compensation of the directors for serving on the Board or on a committee thereof or terminate membership.

5.2 Quorum and Membership. A majority of the members of any committee, present in person, shall constitute a quorum for the transaction of business at meetings of the committee. Except as otherwise required by law or these Bylaws, all actions taken at a meeting of any committee shall require the affirmative vote of a majority of the members of the committee present. Except as otherwise required by law or provided in these Bylaws, any committee may adopt rules to govern its proceedings. The president shall be an ex officio, voting member of every committee, except the Audit Committee, but, unless otherwise required by these Bylaws or the resolution establishing any such committee, need not be counted in order to determine whether a quorum is present at any meeting of such committee.

5.3 Executive Committee. The Executive Committee, if appointed by the Board, shall have and may exercise, to the extent provided in the resolution constituting it, these Bylaws and applicable law, all the authority of the Board in conducting the affairs and managing the property

of the Corporation. Meetings of the Executive Committee shall be held on the call of the president.

5.4 Finance Committee. The Finance Committee, if appointed by the Board, shall have general supervision of the finances and expenditures of the Corporation, including responsibility to formulate and propose investment and financial policy to the Board and to implement such policy as is approved by the Board. The committee may recommend to the Board that it retain one or more professional investment counselors. The committee annually shall review management's proposed budget and after such review may recommend the same to the Board for adoption or may recommend the proposed budget with such modifications as the committee may choose to make. The committee shall also review any modifications proposed to be made to any budget after adoption. The treasurer shall be an ex officio, voting member of the Finance Committee.

5.5 Audit Committee. The Audit Committee, if appointed by the Board, shall cause the assets and funds of the Corporation to be audited every year by a firm of certified public accountants selected by the Board on the recommendation of the committee, shall define the scope of the audit to be performed, shall review the compensation to be paid to such firm, and shall generally oversee the external auditor. The Audit Committee shall review the audited financial statements of the Corporation prior to their submission to the Board. The Audit Committee may examine and consider such other matters relating to the external audit of the accounts of the Corporation and relating to the Corporation's financial affairs and financial controls as the Audit Committee may, in its own discretion, determine to be desirable, and may hire its own advisers as it deems necessary. The individual serving as president shall not be a member of the Audit Committee.

5.6 Organization of Committees. Any vacancy in a committee shall be filled by a vote of the Board. Each committee may adopt its own rules of procedure and may meet at stated times or upon notice, as the committee may determine. Except as otherwise permitted by these Bylaws, each committee shall elect its chair and select a secretary who shall keep or cause to be kept regular minutes of its proceedings and the chair of each committee shall report to the Board when required.

5.7 Waiver of Notice. Attendance of a committee member at a committee meeting constitutes a waiver of notice of the meeting, except where a committee member attends the meeting for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

5.8 Action without a Meeting. Any action required or permitted to be taken pursuant to authorization voted at a meeting of a committee may be taken without a meeting if, before or after the action, all members of the committee consent in writing or by electronic transmission. The written consent shall be filed with the minutes of proceedings of the committee and shall have the same effect as a vote of the committee for all purposes.

5.9 Meeting Participation by Use of Communication Equipment. Members of any committee designated by the Board may participate in a meeting of the committee by using a conference telephone or similar communications equipment by means of which all persons participating in

the meeting can communicate with each other. Participation in a meeting pursuant to this Section 5.9 shall constitute presence at the meeting.

ARTICLE VI CONTRACTS, LOANS, CHECKS, DEPOSITS AND PROPERTY AND INVESTMENTS

6.1 Contracts. The Board may authorize any officer, or officers, or agent, or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances.

6.2 Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board. Such authorization may be general or confined to specific instances.

6.3 Checks. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer, or officers, or agent, or agents, of the Corporation and in such manner as shall from time to time be determined by resolution of the Board.

6.4 Deposits. All funds of the Corporation, not otherwise employed, shall be deposited to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select.

6.5 Property and Investments. All property, whether real, personal or mixed, received by the Corporation by bequest, devise, gift, grant or otherwise, shall be held by the Corporation or disposed of by it on such terms and conditions, not inconsistent with the Articles of Incorporation or these Bylaws or the terms, if any, of any bequest, devise, gift, grant or other instrument, as the Board shall determine. Unless otherwise specified by the terms of a particular gift, bequest or devise, grant or other instrument, the funds of the Corporation may be invested, from time to time, in such manner as the Board may deem advantageous without regard to restrictions applicable to fiduciaries or trust funds, provided, however that the Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provision of any future federal tax code and shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provision of any future federal tax code. The Corporation may buy or sell securities on margin. The Board from time to time, on recommendation of the Finance Committee, if appointed by the Board, may retain one or more professional investment counselors and shall be fully protected in following investment recommendations made by such investment counselor.

ARTICLE VII MISCELLANEOUS

7.1 Fiscal Year. The fiscal year of this Corporation shall be fixed by resolution of the Board.

7.2 Notices. Whenever any written notice is required to be given under the provisions of any law, the Articles of Incorporation, or by these Bylaws, it shall not be construed or interpreted to mean personal notice, unless expressly so stated, and any notice so required shall be deemed to

be sufficient if given by mail, either by overnight courier or by depositing the same in a Post Office box, postage prepaid, addressed to the person entitled thereto at his or her address as it appears in the records of the Corporation. Such notice shall be deemed to have been given at the time and on the day of such mailing. Directors not entitled to vote shall not be entitled to receive notice of any meetings, except as otherwise provided by law or these Bylaws.

7.3 Waiver of Notice. Whenever any notice is required to be given under the provisions of any law, the Articles of Incorporation, or these Bylaws, a waiver of notice in writing, signed by the person or persons entitled to said notice, whether before or after the time stated in the notice, shall be deemed equivalent to the required notice.

7.4 Voting of Securities. Securities of another corporation, foreign or domestic, standing in the name of this Corporation, which are entitled to vote may be voted, in person or by proxy, by the president of this Corporation or by such other or additional persons as may be designated by the Board.

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify to the fullest extent authorized or permitted by the Michigan Nonprofit Corporation Act any person, and his or her estate and personal representatives, who is made or threatened to be made a party to an action, suit, or proceeding, whether civil, criminal, administrative or investigative, because such person is or was a director, officer, nondirector volunteer, agent or employee of the Corporation or serves or served any other enterprise at the request of the Corporation.

ARTICLE IX AMENDMENTS

9.1 Amendments to the Bylaws. The Member shall have the exclusive power to adopt, amend and repeal the Corporation's Bylaws.

9.2 Amendments to the Articles of Incorporation. The Member shall have the exclusive power to amend the Corporation's Articles of Incorporation.

ARCUS FOUNDATION
 EIN 38-3332791
 December 31, 2006

Name	Balance @ 12/31/2005		Donated				Sales				Donations				MRKT @ Date of Donation		Balance @ 12/31/06		
	Shares	Cost	Date	Shares	Cost	Proceeds	Gain / (Loss)	Date	Shares	Cost	Proceeds	Gain / (Loss)	Date	Shares	Cost	Gain / (Loss)	Shares	Cost	Market Value
Stryker Corporation	1,557,957	19,198	1/30/2006	1,368,588	19,612	68,955,414.27	68,936,873.04		53,273	656.45	2,407,939.60	2,407,283.15		606,901	8,697.10	33,446.314			
Stryker Corporation						32,905,579.94	32,896,167.66		104,855	1,502.55	5,179,275.64	5,177,773.09							
	1,557,957	19,198		1,368,588	19,612	101,860,994.21	101,833,040.70		158,128	2,159.00	7,587,215.24	7,585,056.24		606,901	8,697.10	33,446.314			

Arcus Foundation
Summary of Stryker Stock Sales
2006

Date	# of Shares	Day High	Day Low	Close	Average Price	Gross Proceeds	Commission & Fees		Net Proceeds	Basis	Basis Amount	Realized Gain (Loss)
							Goldman Sachs	SEC				
12/31/2005	1,557,957											
1/30/2006	1,368,588											
2/6/2006	60,000	48.18	46.88	47.22	47.2837	2,837,022.00	3,000.00	87.10	2,833,934.90	0.01232234	739.34	2,833,195.56
2/7/2006	60,000	48.00	47.14	48.00	47.5493	2,852,958.00	3,000.00	87.59	2,849,870.41	0.01232234	739.34	2,849,131.07
2/8/2006	60,000	48.22	47.39	47.80	47.8982	2,873,892.00	3,000.00	88.23	2,870,892.77	0.01232234	739.34	2,870,164.43
2/9/2006	60,000	48.11	47.22	47.66	47.4964	2,849,784.00	3,000.00	87.49	2,846,696.51	0.01232234	739.34	2,845,957.17
2/10/2006	60,000	48.06	47.02	47.27	47.3043	2,838,258.00	3,000.00	87.14	2,835,170.86	0.01232234	739.34	2,834,431.52
2/13/2006	60,000	48.56	47.19	47.85	47.6250	2,857,500.00	3,000.00	87.73	2,854,412.27	0.01232234	739.34	2,853,672.93
2/14/2006	60,000	48.14	47.33	47.77	47.7091	2,862,546.00	1,800.00	87.89	2,860,658.11	0.01232234	739.34	2,859,918.77
2/15/2006	60,000	48.43	47.64	48.25	48.1121	2,886,726.00	1,800.00	88.63	2,884,837.37	0.01232234	739.34	2,884,098.03
2/16/2006	60,000	48.61	47.92	48.42	48.3170	2,899,020.00	1,800.00	89.00	2,897,131.00	0.01232234	739.34	2,896,391.66
2/17/2006	41,800	48.31	46.99	47.10	47.3928	1,981,019.04	1,254.00	87.30	1,979,677.74	0.01232234	515.07	1,979,162.67
2/21/2006	18,200	48.31	46.99	47.10	47.3928	862,548.96	546.00	87.30	861,915.66	0.01232234	224.27	861,691.39
2/22/2006	60,000	47.49	47.03	47.22	47.2341	2,834,046.00	3,000.00	87.01	2,830,958.99	0.01232234	739.34	2,830,219.65
2/23/2006	60,000	47.40	46.70	47.08	47.1026	2,826,156.00	1,800.00	86.77	2,824,269.23	0.01232234	739.34	2,823,529.89
2/24/2006	60,000	47.21	46.50	46.93	46.9617	2,817,702.00	3,000.00	86.51	2,814,615.49	0.01232234	739.34	2,813,876.15
2/27/2006	40,000	47.54	46.77	47.15	47.1463	1,885,852.00	2,000.00	57.90	1,883,794.10	0.01232234	492.89	1,883,301.21
4/27/2006	25,000	44.85	43.90	44.15	44.1957	1,104,892.50	750.00	33.93	1,104,108.57	0.01232234	308.06	1,103,800.51
4/28/2006	25,000	44.40	43.68	43.75	44.0150	1,100,375.00	1,250.00	33.79	1,099,091.21	0.01232234	308.06	1,098,783.15
5/1/2006	25,000	44.51	43.19	43.89	43.9562	1,098,905.00	1,250.00	33.74	1,097,621.26	0.01232234	308.06	1,097,313.20
5/2/2006	25,000	43.99	42.82	43.12	43.2966	1,082,415.00	1,250.00	33.24	1,076,604.40	0.01232234	308.06	1,076,296.34
5/3/2006	25,000	43.29	42.64	43.22	43.1155	1,077,887.50	1,250.00	33.10	1,076,604.40	0.01232234	308.06	1,076,296.34
5/4/2006	25,000	43.41	42.75	43.16	43.1574	1,078,935.00	1,250.00	33.13	1,077,651.87	0.01232234	308.06	1,077,343.81
5/5/2006	25,000	44.22	43.24	44.01	43.8370	1,095,925.00	1,250.00	33.75	1,094,641.25	0.01232234	308.06	1,094,333.19
5/8/2006	25,000	44.18	43.69	43.83	43.9258	1,098,145.00	1,250.00	33.72	1,096,861.28	0.01232234	308.06	1,096,553.22
5/9/2006	25,000	44.38	43.70	44.05	44.0601	1,101,502.50	1,250.00	33.82	1,100,218.68	0.01232234	308.06	1,099,910.62
5/10/2006	25,000	44.62	43.82	43.99	44.2920	1,107,300.00	1,250.00	34.00	1,106,016.00	0.01232234	308.06	1,105,707.94
5/11/2006	25,000	43.83	43.16	43.16	43.4116	1,085,290.00	1,250.00	33.32	1,084,006.68	0.01232234	308.06	1,083,698.62
5/12/2006	23,700	43.52	42.84	43.00	43.1351	1,022,301.87	1,185.00	31.39	1,021,085.48	0.01232234	292.04	1,020,793.44
5/15/2006	25,000	43.43	42.43	43.41	43.2247	1,080,617.50	1,250.00	33.18	1,079,334.32	0.01232234	308.06	1,079,026.26
5/16/2006	25,000	43.71	43.17	43.62	43.5115	1,087,787.50	1,250.00	33.40	1,086,504.10	0.01232234	308.06	1,086,196.04
5/17/2006	25,000	44.15	43.35	44.09	43.6853	1,092,132.50	1,250.00	33.53	1,090,848.97	0.01232234	308.06	1,090,540.91
5/18/2006	25,000	44.72	43.95	44.28	44.3317	1,108,292.50	1,250.00	34.03	1,107,008.47	0.01232234	308.06	1,106,700.41
5/19/2006	25,000	44.56	43.53	44.16	44.0128	1,100,320.00	1,250.00	33.78	1,099,036.22	0.01232234	308.06	1,098,728.16
5/22/2006	50,000	45.19	43.55	44.99	44.7654	2,238,270.00	2,500.00	68.72	2,235,701.28	0.01232234	616.12	2,235,085.16
5/23/2006	30,700	45.02	44.07	44.33	44.4979	1,366,085.53	1,535.00	41.94	1,364,508.59	0.01232234	378.30	1,364,130.29
5/24/2006	25,000	44.39	43.41	44.21	43.9040	1,097,600.00	1,250.00	33.70	1,096,316.30	0.01232234	308.06	1,096,008.24
5/25/2006	25,000	44.85	44.13	44.84	44.5078	1,112,695.00	1,250.00	34.16	1,111,410.84	0.01232234	308.06	1,111,102.78
5/26/2006	25,000	44.86	44.38	44.69	44.5823	1,114,557.50	1,250.00	34.22	1,113,273.28	0.01232234	308.06	1,112,965.22
5/30/2006	5,600	44.52	43.74	43.89	44.3429	248,320.24	280.00	7.63	248,032.61	0.01232234	69.01	247,963.60
6/13/2006	3,300	44.29	43.30	43.63	43.9136	144,914.88	198.00	4.45	144,712.43	0.01232234	40.66	144,671.77
6/14/2006	3,300	44.41	43.42	44.32	43.8542	144,718.86	198.00	4.45	144,516.41	0.01232234	40.66	144,475.75
6/15/2006	3,300	45.72	44.30	45.55	45.0624	148,705.92	198.00	4.57	148,503.35	0.01232234	40.66	148,462.69
6/16/2006	3,300	45.60	44.81	45.06	45.0973	148,821.09	198.00	4.55	148,618.52	0.01232234	40.66	148,577.86
6/19/2006	3,300	45.50	44.56	44.82	44.8861	148,124.13	198.00	4.52	147,921.58	0.01232234	40.66	147,880.92
6/20/2006	3,300	44.81	44.34	44.54	44.5970	147,170.10	198.00	4.52	146,967.58	0.01232234	40.66	146,926.92
6/21/2006	3,300	44.95	44.33	44.82	44.6464	147,333.12	198.00	4.53	147,130.59	0.01232234	40.66	147,089.93
6/22/2006	3,300	44.98	44.59	44.87	44.7797	147,773.01	198.00	4.54	147,570.47	0.01232234	40.66	147,529.81
6/23/2006	3,300	45.30	44.31	44.88	44.9148	148,218.84	198.00	4.56	148,016.28	0.01232234	40.66	147,975.62
6/26/2006	300	43.60	41.88	42.20	43.3133	12,994.00	15.00	0.42	12,978.58	0.01232234	3.70	12,974.88
7/6/2006	26,100	43.19	42.25	43.03	43.0000	1,122,300.00	1,566.00	34.46	1,120,699.54	0.01232234	321.61	1,120,377.93
7/7/2006	3,300	43.52	42.70	43.15	43.2500	142,725.00	198.00	4.39	142,522.61	0.01232234	40.66	142,481.95
7/10/2006	3,300	43.42	43.11	43.32	43.1500	142,395.00	198.00	4.38	142,192.62	0.01232234	40.66	142,151.96

**Arcus Foundation
Summary of Stryker Stock Sales
2006**

Date	# of Shares	Day High	Day Low	Close	Average Price	Gross		Commission & Fees		Net Proceeds	Basis	Basis Amount	Basis	Realized Gain (Loss)
						Proceeds	SEC	Goldman Sachs	SEC					
7/11/2006	3,300	43 47	42 84	43 32	43 1748	142,476.84	4 38	198 00	4 38	142,274.46	0 01232234	40 66	0 01232234	142,233.80
7/12/2006	3,300	43 59	43 23	43 23	43 3500	143,055.00	4 40	198 00	4 40	142,852.60	0 01232234	40 66	0 01232234	142,811.94
7/13/2006	3,300	43 23	42 81	42 93	43 0400	142,032.00	4 37	198 00	4 37	141,829.63	0 01232234	40 66	0 01232234	141,788.97
7/17/2006	3,300	43 54	42 23	43 13	43 0000	141,900.00	4 36	198 00	4 36	141,697.64	0 01232234	40 66	0 01232234	141,656.98
7/18/2006	3,300	43 48	43 01	43 33	43 3000	142,890.00	4 39	198 00	4 39	142,687.61	0 01232234	40 66	0 01232234	142,646.95
7/19/2006	6,600	44 49	43 12	44 25	43 8999	289,739.01	8 90	396 00	8 90	289,334.11	0 01232234	81 33	0 01232234	289,252.78
7/20/2006	3,300	44 23	43 01	43 20	43 3648	143,103.84	4 40	198 00	4 40	142,901.44	0 01232234	40 66	0 01232234	142,860.78
7/21/2006	3,300	44 49	39 77	44 13	43 5000	143,550.00	4 41	198 00	4 41	143,347.59	0 01232234	40 66	0 01232234	143,306.93
7/24/2006	3,300	45 21	44 10	45 01	44 5970	147,170.10	4 52	198 00	4 52	146,967.58	0 01232234	40 66	0 01232234	146,926.92
7/25/2006	3,300	45 57	44 58	45 20	45 0558	148,684.14	4 57	198 00	4 57	148,481.57	0 01232234	40 66	0 01232234	148,440.91
7/26/2006	684	45 55	44 85	45 19	45 2855	30,975.28	4 14	41 04	4 59	30,929.65	0 01232234	8 43	0 01232234	30,921.22
7/26/2006	2,616	45 55	44 85	45 19	45 2855	118,466.87	156.96	4 59	118,305.32	118,305.32	0 01432981	37.49	0 01432981	118,267.83
7/27/2006	3,300	45 49	44 54	44 81	44 8379	147,965.07	4 55	198 00	4 55	147,762.52	0 01432981	47.29	0 01432981	147,715.23
7/28/2006	3,300	46 19	45 00	46 11	45 8052	151,157.16	198 00	4 65	150,954.51	150,954.51	0 01432981	47.29	0 01432981	150,907.22
7/31/2006	3,300	45 97	45 45	45 51	45 6376	150,604.08	198 00	4 63	150,401.45	150,401.45	0 01432981	47.29	0 01432981	150,354.16
8/1/2006	3,300	45 93	44 86	45 75	45 3603	149,688.99	198 00	4 60	149,486.39	149,486.39	0 01432981	47.29	0 01432981	149,439.10
8/2/2006	3,300	47 45	46 32	46 73	46 7973	154,431.09	198 00	4 75	154,228.34	154,228.34	0 01432981	47.29	0 01432981	154,181.05
8/3/2006	3,300	46 63	45 69	46 31	46 2412	152,595.96	198 00	4 69	152,393.27	152,393.27	0 01432981	47.29	0 01432981	152,345.98
8/4/2006	3,300	46 81	46 08	46 28	46 4730	153,360.90	198 00	4 71	153,158.19	153,158.19	0 01432981	47.29	0 01432981	153,110.90
8/4/2006	25,000	46 81	46 08	46 28	46 5995	1,164,987.50	1,500 00	35 77	1,163,451.73	1,163,451.73	0 01432981	358.25	0 01432981	1,163,093.48
8/7/2006	3,300	46 28	45 73	46 18	45 9052	151,487.16	198 00	4 66	151,284.50	151,284.50	0 01432981	47.29	0 01432981	151,237.21
8/7/2006	25,000	46 28	45 73	46 18	45 9371	1,148,427.50	1,500 00	35 26	1,146,892.24	1,146,892.24	0 01432981	358.25	0 01432981	1,146,533.99
8/8/2006	3,300	47 87	46 07	47 05	47 3042	156,103.86	198 00	4 80	155,901.06	155,901.06	0 01432981	47.29	0 01432981	155,853.77
8/8/2006	25,000	47 87	46 07	47 05	47 2114	1,180,285.00	1,250 00	36 24	1,178,998.76	1,178,998.76	0 01432981	358.25	0 01432981	1,178,640.51
8/9/2006	3,300	47 63	47 00	47 17	47 3691	156,318.03	198 00	4 80	156,115.23	156,115.23	0 01432981	47.29	0 01432981	156,067.94
8/9/2006	25,000	47 63	47 00	47 17	47 3478	1,183,695.00	1,250 00	36 34	1,182,408.66	1,182,408.66	0 01432981	358.25	0 01432981	1,182,050.41
8/10/2006	3,300	47 55	46 95	47 07	47 3045	156,104.85	198 00	4 80	155,902.05	155,902.05	0 01432981	47.29	0 01432981	155,854.76
8/10/2006	25,000	47 55	46 95	47 07	47 2628	1,181,570.00	1,250 00	36 28	1,180,283.72	1,180,283.72	0 01432981	358.25	0 01432981	1,179,925.47
8/11/2006	16,816	47 13	46 41	46 58	46 7771	786,603.71	1,008 96	24 15	785,570.60	785,570.60	0 01432981	240.97	0 01432981	785,329.63
8/14/2006	3,300	47 20	46 46	46 48	46 8430	154,581.90	198 00	4 75	154,379.15	154,379.15	0 01432981	47.29	0 01432981	154,331.86
8/15/2006	3,300	46 97	46 39	46 81	46 7518	154,280.94	198 00	4 74	154,078.20	154,078.20	0 01432981	47.29	0 01432981	154,030.91
8/16/2006	3,300	47 29	46 69	47 20	46 8967	154,759.11	198 00	4 76	154,556.35	154,556.35	0 01432981	47.29	0 01432981	154,509.06
8/17/2006	3,300	48 07	46 74	47 64	47 7379	157,535.07	198 00	4 84	157,332.23	157,332.23	0 01432981	47.29	0 01432981	157,284.94
8/18/2006	3,300	47 64	46 80	47 38	47 2030	155,769.90	198 00	4 79	155,567.11	155,567.11	0 01432981	47.29	0 01432981	155,519.82
8/21/2006	3,300	47 86	47 06	47 68	47 6200	157,146.00	198 00	4 83	156,943.17	156,943.17	0 01432981	47.29	0 01432981	156,895.88
8/22/2006	3,300	47 60	47 12	47 49	47 3267	156,178.11	198 00	4 80	155,975.31	155,975.31	0 01432981	47.29	0 01432981	155,928.02
8/23/2006	3,300	47 45	45 99	46 04	46 5470	153,605.10	198 00	4 72	153,402.38	153,402.38	0 01432981	47.29	0 01432981	153,355.09
8/24/2006	3,300	47 06	46 25	46 77	46 5912	153,750.96	198 00	4 73	153,548.23	153,548.23	0 01432981	47.29	0 01432981	153,500.94
8/25/2006	3,300	47 63	46 69	47 60	47 2879	156,050.07	198 00	4 80	155,847.27	155,847.27	0 01432981	47.29	0 01432981	155,799.98
8/28/2006	3,300	48 59	47 39	48 28	48 0794	158,662.02	198 00	4 88	158,459.14	158,459.14	0 01432981	47.29	0 01432981	158,411.85
8/29/2006	3,300	48 58	48 01	48 27	48 2306	159,160.98	198 00	4 89	158,958.09	158,958.09	0 01432981	47.29	0 01432981	158,910.80
8/30/2006	3,300	48 36	47 84	48 10	48 0600	158,598.00	198 00	4 87	158,395.13	158,395.13	0 01432981	47.29	0 01432981	158,347.84
8/31/2006	3,300	48 03	47 69	48 03	47 8736	157,982.88	198 00	4 86	157,780.02	157,780.02	0 01432981	47.29	0 01432981	157,732.73
9/1/2006	3,300	48 28	47 80	48 05	48 0185	158,461.05	198 00	4 87	158,258.18	158,258.18	0 01432981	47.29	0 01432981	158,210.89
9/5/2006	3,300	48 14	47 74	47 82	47 9252	158,153.16	198 00	4 86	157,950.30	157,950.30	0 01432981	47.29	0 01432981	157,903.01
9/6/2006	3,300	48 23	47 46	47 84	47 8015	157,744.95	198 00	4 85	157,542.10	157,542.10	0 01432981	47.29	0 01432981	157,494.81
9/7/2006	3,300	48 20	47 80	48 03	48 0121	158,439.93	198 00	4 87	158,237.06	158,237.06	0 01432981	47.29	0 01432981	158,189.77
9/8/2006	3,300	48 95	47 76	48 82	48 4167	159,775.11	198 00	4 91	159,572.20	159,572.20	0 01432981	47.29	0 01432981	159,524.91
9/11/2006	3,300	49 44	48 66	49 38	49 0700	161,931.00	198 00	4 98	161,728.02	161,728.02	0 01432981	47.29	0 01432981	161,680.73
9/12/2006	3,300	49 94	49 17	49 94	49 7412	164,145.96	198 00	5 04	163,942.92	163,942.92	0 01432981	47.29	0 01432981	163,895.63
9/13/2006	3,300	50 15	49 04	49 83	49 6161	163,733.13	198 00	5 03	163,530.10	163,530.10	0 01432981	47.29	0 01432981	163,482.81
9/14/2006	3,300	50 25	49 45	50 24	49 8512	164,508.96	198 00	5 06	164,305.90	164,305.90	0 01432981	47.29	0 01432981	164,258.61
9/15/2006	3,300	51 00	50 18	50 92	50 4664	166,539.12	198 00	5 12	166,336.00	166,336.00	0 01432981	47.29	0 01432981	166,288.71
9/18/2006	3,300	51 00	50 55	50 70	50 7827	167,582.91	198 00	5 15	167,379.76	167,379.76	0 01432981	47.29	0 01432981	167,332.47
9/19/2006	3,300	50 90	50 39	50 62	50 6073	167,004.09	198 00	5 13	166,800.96	166,800.96	0 01432981	47.29	0 01432981	166,753.67

Arcus Foundation
Summary of Stryker Stock Sales
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Date	# of Shares	Day High	Day Low	Close	Average Price	Gross		Commission & Fees		Net Proceeds	Basis	Basis Amount	Realized Gain (Loss)
						Proceeds	SEC	Goldman Sachs	SEC				
9/20/2006	3,300	50.77	49.95	50.63	50.3894	166,285.02	198.00	5.11	166,081.91	0.01432981	47.29	166,034.62	
9/21/2006	3,300	50.87	49.98	50.36	50.2988	165,986.04	198.00	5.10	165,782.94	0.01432981	47.29	165,735.65	
9/22/2006	3,300	50.35	49.70	50.12	50.0130	165,042.90	198.00	5.07	164,839.83	0.01432981	47.29	164,792.54	
9/25/2006	3,300	50.42	49.51	50.06	49.9545	164,849.85	198.00	5.07	164,646.78	0.01432981	47.29	164,599.49	
9/26/2006	3,300	50.75	49.82	49.96	50.1258	165,415.14	198.00	5.08	165,212.06	0.01432981	47.29	165,164.77	
9/27/2006	3,300	50.10	49.37	50.03	49.8627	164,546.91	198.00	5.06	164,343.85	0.01432981	47.29	164,296.56	
9/28/2006	3,300	50.05	49.22	49.62	49.4742	163,264.86	198.00	5.02	163,061.84	0.01432981	47.29	163,014.55	
9/29/2006	3,300	50.00	49.29	49.59	49.6394	163,810.02	198.00	5.03	163,606.99	0.01432981	47.29	163,559.70	
10/2/2006	3,300	49.79	48.87	49.14	49.2170	162,416.10	198.00	4.99	162,213.11	0.01432981	47.29	162,165.82	
10/3/2006	3,300	49.69	48.83	49.52	49.2676	162,583.08	198.00	5.00	162,380.08	0.01432981	47.29	162,332.79	
10/4/2006	3,300	50.50	49.21	50.17	50.0500	165,165.00	198.00	5.08	164,961.92	0.01432981	47.29	164,914.63	
10/5/2006	3,300	51.35	50.56	51.24	50.9767	168,223.11	198.00	5.17	168,019.94	0.01432981	47.29	167,972.65	
10/6/2006	3,300	51.22	50.58	50.72	50.7824	167,581.92	198.00	5.15	167,378.77	0.01432981	47.29	167,331.48	
10/9/2006	3,300	51.17	50.56	50.89	50.8724	167,878.92	198.00	5.16	167,675.76	0.01432981	47.29	167,628.47	
10/10/2006	3,300	51.15	50.40	50.75	50.6785	167,239.05	198.00	5.14	167,035.91	0.01432981	47.29	166,988.62	
10/11/2006	3,300	51.41	50.40	50.68	51.0097	168,332.01	198.00	5.17	168,128.84	0.01432981	47.29	168,081.55	
10/12/2006	3,300	51.40	50.76	51.30	51.1330	168,738.90	198.00	5.19	168,535.71	0.01432981	47.29	168,488.42	
10/13/2006	3,300	51.25	50.31	50.41	50.6609	167,180.97	198.00	5.14	166,977.83	0.01432981	47.29	166,930.54	
10/16/2006	3,300	50.85	50.13	50.27	50.5336	166,760.88	198.00	5.12	166,557.76	0.01432981	47.29	166,510.47	
10/17/2006	3,400	50.25	49.00	49.81	49.6988	168,975.92	204.00	5.19	168,766.73	0.01432981	48.72	168,718.01	
10/18/2006	3,400	52.85	51.20	52.73	52.4397	178,294.98	204.00	5.48	178,085.50	0.01432981	48.72	178,036.78	
10/19/2006	3,400	51.94	52.73	52.43	52.2997	177,818.98	204.00	5.46	177,609.52	0.01432981	48.72	177,560.80	
10/20/2006	3,400	52.93	52.06	52.73	52.7729	179,427.86	204.00	5.51	179,218.35	0.01432981	48.72	179,169.63	
10/23/2006	3,400	54.00	52.20	53.72	53.4688	181,793.92	204.00	5.59	181,584.33	0.01432981	48.72	181,535.61	
10/24/2006	3,400	54.35	53.17	53.92	53.6576	182,435.84	204.00	5.61	182,226.23	0.01432981	48.72	182,177.51	
10/25/2006	3,400	54.10	53.25	53.70	53.5256	181,987.04	204.00	5.59	181,777.45	0.01432981	48.72	181,728.73	
10/26/2006	3,400	53.33	52.64	53.11	53.0668	180,427.12	204.00	5.54	180,217.58	0.01432981	48.72	180,168.86	
10/27/2006	14,000	53.12	52.41	52.65	52.6776	737,486.40	700.00	22.65	736,763.75	0.01432981	200.62	736,563.13	
10/27/2006	3,400	53.12	52.41	52.65	52.8144	179,568.96	204.00	5.52	179,359.44	0.01432981	48.72	179,310.72	
10/30/2006	3,400	53.13	52.21	52.33	52.5050	178,517.00	204.00	5.49	178,307.51	0.01432981	48.72	178,258.79	
10/30/2006	9,500	53.13	52.21	52.33	52.5282	499,017.90	475.00	15.32	498,527.58	0.01432981	136.13	498,391.45	
10/31/2006	3,400	52.56	51.56	52.29	52.1756	177,397.04	204.00	5.45	177,187.59	0.01432981	48.72	177,138.87	
10/31/2006	12,000	52.56	51.56	52.29	52.1999	626,398.80	600.00	19.24	625,799.56	0.01432981	171.96	625,607.60	
11/1/2006	3,400	52.75	51.67	51.85	52.1697	177,376.98	204.00	5.45	177,167.53	0.01432981	48.72	177,118.81	
11/1/2006	8,000	52.75	51.67	51.85	52.1521	417,216.80	400.00	12.81	416,803.99	0.01432981	114.64	416,689.35	
11/2/2006	8,000	52.13	51.40	51.95	51.8797	176,286.94	204.00	5.42	176,077.52	0.01432981	48.72	176,028.80	
11/2/2006	8,000	52.13	51.40	51.95	51.8491	415,037.60	400.00	12.75	414,624.85	0.01432981	114.64	414,510.21	
11/3/2006	936	52.19	51.29	51.44	52.0470	48,715.99	46.80	1.50	48,667.69	0.01432981	13.41	48,654.28	
11/3/2006	3,400	52.19	51.29	51.44	51.6018	175,446.12	204.00	5.39	175,236.73	0.01432981	48.72	175,188.01	
11/6/2006	3,400	52.65	51.69	52.52	52.2215	177,553.10	204.00	5.46	177,343.64	0.01432981	48.72	177,294.92	
11/7/2006	3,400	52.63	52.20	52.42	52.3850	178,109.00	204.00	5.47	177,899.53	0.01432981	48.72	177,850.81	
11/7/2006	12,000	52.63	52.20	52.42	52.3854	628,624.80	600.00	19.30	628,005.50	0.01432981	171.96	627,833.54	
11/8/2006	8,000	52.10	51.49	51.90	51.8416	414,732.80	400.00	12.74	414,320.06	0.01432981	114.64	414,205.42	

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Date	# of Shares	Day High	Day Low	Close	Average Price	Gross Proceeds	Commission & Fees		Net Proceeds	Basis	Basis Amount	Basis	Realized Gain (Loss)
							Goldman Sachs	SEC					
11/8/2006	3,400	52.10	51.49	51.90	51.8306	176,224.04	204.00	5.42	176,014.62	0.01432981	48.72	175,965.90	
11/9/2006	3,400	51.90	50.45	50.64	50.9638	173,276.92	204.00	5.32	173,067.60	0.01432981	48.72	173,018.88	
11/10/2006	6,000	51.12	50.15	51.03	50.8641	305,184.60	300.00	9.37	304,875.23	0.01432981	85.98	304,789.25	
11/10/2006	3,400	51.12	50.15	51.03	50.8065	172,742.10	204.00	5.31	172,537.79	0.01432981	48.72	172,489.07	
11/13/2006	3,400	51.33	50.60	50.96	50.9865	173,354.10	204.00	5.33	173,144.77	0.01432981	48.72	173,096.05	
11/13/2006	4,000	51.33	50.60	50.96	50.9715	203,886.00	200.00	6.26	203,679.74	0.01432981	57.32	203,622.42	
11/14/2006	6,400	51.45	50.77	51.35	51.0653	326,817.92	320.00	10.04	326,487.88	0.01432981	91.71	326,396.17	
11/14/2006	3,400	51.45	50.77	51.35	51.0512	173,574.08	204.00	5.33	173,364.75	0.01432981	48.72	173,316.03	
11/15/2006	9,600	52.89	51.87	52.08	52.3893	502,937.28	480.00	15.45	502,441.83	0.01432981	137.57	502,304.26	
11/15/2006	3,400	52.89	51.87	52.08	52.4303	178,263.02	204.00	5.48	178,053.54	0.01432981	48.72	178,004.82	
11/16/2006	3,400	52.50	51.93	52.27	52.1600	177,344.00	204.00	5.45	177,134.55	0.01432981	48.72	177,085.83	
11/16/2006	6,400	52.50	51.93	52.27	52.1786	333,943.04	320.00	10.26	333,612.78	0.01432981	91.71	333,521.07	
11/17/2006	3,400	52.29	51.76	52.22	51.9721	176,705.14	204.00	5.43	176,495.71	0.01432981	48.72	176,446.99	
11/17/2006	4,800	52.29	51.76	52.22	51.9911	249,557.28	288.00	7.67	249,261.61	0.01432981	68.78	249,192.83	
11/20/2006	3,400	52.04	51.25	51.26	51.6471	175,600.14	204.00	5.40	175,390.74	0.01432981	48.72	175,342.02	
11/20/2006	6,400	52.04	51.25	51.26	51.5232	329,748.48	320.00	10.13	329,418.35	0.01432981	91.71	329,326.64	
11/21/2006	3,400	52.00	51.20	51.78	51.6471	175,600.14	204.00	5.40	175,390.74	0.01432981	48.72	175,342.02	
11/21/2006	8,000	52.00	51.20	51.78	51.6364	413,091.20	400.00	12.69	412,678.51	0.01432981	114.64	412,563.87	
11/22/2006	3,400	52.51	51.70	52.32	52.1409	177,279.06	204.00	5.45	177,069.61	0.01432981	48.72	177,020.89	
11/22/2006	4,000	52.51	51.70	52.32	52.1128	208,451.20	200.00	6.40	208,244.80	0.01432981	57.32	208,187.48	
11/24/2006	3,400	53.00	51.75	52.20	52.0909	83,345.44	80.00	2.56	83,262.88	0.01432981	22.93	83,239.95	
11/24/2006	3,400	53.00	51.75	52.20	52.0959	177,126.06	204.00	5.44	176,916.62	0.01432981	48.72	176,867.90	
11/27/2006	3,400	52.20	51.74	52.00	51.8641	176,337.94	204.00	5.42	176,128.52	0.01432981	48.72	176,079.80	
11/27/2006	6,400	52.20	51.74	52.00	51.8923	332,110.72	320.00	10.20	331,780.52	0.01432981	91.71	331,688.81	
11/28/2006	3,400	52.10	51.20	51.52	51.5015	175,105.10	204.00	5.38	174,895.72	0.01432981	48.72	174,847.00	
11/28/2006	8,000	52.10	51.20	51.52	51.5422	412,337.60	400.00	12.66	411,924.94	0.01432981	114.64	411,810.30	
11/29/2006	3,400	51.96	51.43	51.95	51.7065	175,802.10	204.00	5.40	175,592.70	0.01432981	48.72	175,543.98	
11/29/2006	4,000	51.96	51.43	51.95	51.7102	206,840.80	200.00	6.36	206,634.44	0.01432981	57.32	206,577.12	
11/30/2006	3,400	52.20	51.52	51.86	51.7788	176,047.92	204.00	5.41	175,838.51	0.01432981	48.72	175,789.79	
11/30/2006	1,964	52.20	51.52	51.86	51.8218	101,778.02	98.20	3.13	101,676.69	0.01432981	28.14	101,648.54	
12/1/2006	3,400	52.76	51.90	52.43	52.3821	178,099.14	204.00	5.47	177,889.67	0.01432981	48.72	177,840.95	
12/4/2006	3,400	53.54	52.63	53.42	53.3138	181,266.92	204.00	5.57	181,057.35	0.01432981	48.72	181,008.63	
12/5/2006	3,400	53.96	53.00	53.96	53.6753	182,496.02	204.00	5.61	182,286.41	0.01432981	48.72	182,237.69	
12/6/2006	3,400	54.18	53.28	53.85	53.6947	182,561.98	204.00	5.61	182,352.37	0.01432981	48.72	182,303.65	
12/7/2006	3,400	54.14	53.15	53.33	53.4774	181,823.16	204.00	5.59	181,613.57	0.01432981	48.72	181,564.85	
12/8/2006	3,400	53.92	53.00	53.61	53.5559	182,090.06	204.00	5.60	181,880.46	0.01432981	48.72	181,831.74	
12/11/2006	3,400	54.37	53.83	54.32	54.1671	184,168.14	204.00	5.66	183,958.48	0.01432981	48.72	183,909.76	
12/12/2006	3,400	55.55	54.01	55.08	54.8244	186,402.96	204.00	5.73	186,193.23	0.01432981	48.72	186,144.51	
12/13/2006	3,400	55.50	55.11	55.45	55.3021	188,027.14	204.00	5.78	187,817.36	0.01432981	48.72	187,768.64	
12/14/2006	3,400	55.92	54.93	55.11	55.3765	188,280.10	204.00	5.79	188,070.31	0.01432981	48.72	188,021.59	
12/15/2006	3,400	55.55	54.88	55.13	55.2524	187,858.16	204.00	5.77	187,648.39	0.01432981	48.72	187,599.67	
12/19/2006	3,500	55.45	54.88	55.33	55.1531	193,035.85	210.00	5.93	192,819.92	0.01432981	50.15	192,769.77	
12/20/2006	3,500	55.53	55.02	55.44	55.3094	193,582.90	210.00	5.95	193,366.95	0.01432981	50.15	193,316.80	
12/21/2006	3,500	55.52	54.89	55.20	55.0934	192,826.90	210.00	5.92	192,610.98	0.01432981	50.15	192,560.83	
12/22/2006	3,500	55.19	54.62	54.83	54.8529	191,985.15	210.00	5.90	191,769.25	0.01432981	50.15	191,719.10	
12/26/2006	3,500	55.23	54.64	55.14	54.9349	192,272.15	210.00	5.91	192,056.24	0.01432981	50.15	192,006.09	
12/27/2006	3,500	55.48	55.09	55.33	55.3237	193,632.95	210.00	5.95	193,417.00	0.01432981	50.15	193,366.85	
12/28/2006	3,500	55.55	55.11	55.45	55.3117	193,590.95	210.00	5.95	193,375.00	0.01432981	50.15	193,324.85	
12/29/2006	3,500	55.31	54.90	55.11	55.0546	192,691.10	210.00	5.92	192,475.18	0.01432981	50.15	192,425.03	
Total Shares Sold	2,161,516					101,971,153.74	106,935.96	3,223.57	101,860,994.21	1.96	27,953.51	101,833,040.71	

Arcus Foundation
Summary of Stryker Stock Sales
2006

Date	# of Shares	Day High	Day Low	Close	Average Price	Gross Proceeds	Commission & Fees		Net Proceeds	Basis	Basis Amount	Realized Gain (Loss)
							Goldman Sachs	SEC				
Weighted Average Selling Price												
					47.1758							
Stock Transferred												
7/26/2006	53,273	45.55	44.85	45.19	45.2000	"FMV" 2,407,939.60			0.01232234	0.01432981	656.45	2,407,283.15
8/1/2006	39,189	45.93	44.86	45.75	45.4000	1,779,180.60				0.01432981	561.57	1,778,619.03
8/8/2006	4,092	47.87	46.07	47.05	46.9700	192,201.24				0.01432981	58.64	192,142.60
8/11/2006	2,290	47.13	46.41	46.58	46.7700	107,103.30				0.01432981	32.82	107,070.48
10/20/2006	18,692	52.93	52.06	52.73	52.7729	981,330.00				0.01432981	267.85	981,062.15
10/20/2006	18,692	52.93	52.06	52.73	52.7729	981,330.00				0.01432981	267.85	981,062.15
10/20/2006	1,934	52.93	52.06	52.73	52.7729	101,535.00				0.01432981	27.71	101,507.29
11/27/2006	2,086	52.20	51.74	52.00	52.2000	108,409.42				0.01432981	29.89	108,379.53
11/27/2006	2,816	52.20	51.74	52.00	52.2000	146,347.52				0.01432981	40.35	146,307.17
11/27/2006	5,632	52.20	51.74	52.00	52.2000	292,695.04				0.01432981	80.71	292,614.33
11/30/2006	9,432	52.20	51.52	51.86	51.8600	489,143.52				0.01432981	135.16	489,008.36
Total Shares Transferred						<u>158,128</u>	<u>7,587,215.24</u>	<u>151,744.30</u>			<u>2,159.00</u>	<u>7,585,056.24</u>
Total Shares Sold/Transferred						<u>2,319,644</u>					<u>30,112.51</u>	<u>109,418,096.94</u>

Shares balance 0

Arcus Foundation
Grants Paid
January through December 2006
Part XV - Line 3a

Name	Address	City	State	Zip	Paid Amount	Purpose
ACLU Foundation	125 Broad Street, 18th Floor	New York	NY	10004	250,000.00	General operations
ACLU of Michigan	60 West Hancock	Detroit	MI	48201-1343	50,000.00	Legal services
Adventure Center at Pretty Lake	9497 West Q Avenue	Mattawan	MI	49071	112,785.00	GLBT program 1 yr pilot project for GLBT youth of
Advocates for Youth	2000 M Street, NW Ste 750	Washington	DC	20036	60,000.00	color
Affirmations Lesbian & Gay Community Ctr.	195 West Nine Mile Road	Ferndale	MI	48220	205,000.00	General operations
African Wildlife Foundation	1400 Sixteenth St. NW Ste 120	Washington	DC	20036	168,126.00	General operations
AIDS Walk NY	Old Chelsea Station P.O. Box 10	New York	NY	10013	100.00	Employee matching gift
American Assoc of University Professors	1012 Fourteenth Street NW, Suite 500	Washington	DC	20005-3465	25,000.00	Research & education
American Friends Service Committee	1414 Hill Street	Ann Arbor	MI	48104	40,000.00	Faith based program
Appalachian Community Fund	107 West Main Street	Knoxville	TN	37902	2,500.00	General operations
Auburn University Foundation	317 S. College Street	Auburn	AL	36849-5170	111,111.11	Endowed chair
Ballot Initiative Strategy Center	1025 Connecticut Ave NW Suite 216	Washington	DC	20036	30,000.00	Education
Breast Cancer Fund	1388 Sutter Street, Suite 400	San Francisco	CA	94109-5400	100.00	Employee matching gift
Brethren Mennonite Council for Lesbian & Gays	P O Box 6300	Minneapolis	MN	55406	75,000.00	Faith based program
Brookview School	501 Zollar Drive	Benton Harbor	MI	49022	75,000.00	Education
CARES	629 Pioneer Street	Kalamazoo	MI	49008	60,000.00	General operations
Center for Great Apes	PO Box 488	Wauchula	FL	33873	484,050.00	Great apes program
National Center for Civic Innovation (Center for HIV Law & Policy)	121 Avenue of the Americas 1875 Connecticut Avenue, NW Suite 710	New York Washington	NY DC	10013 20009	30,100.00 25,000.00	Legal research & policy development Marriage equality leadership circle
Center for Policy Alternatives	3227 Cheadl Hall	Santa Barbara	CA	93106-2050	30,000.00	General operations - research
Center for the Study of Sexual Minorities	1768 1/2 Kilbourne Place NW	Washington	DC	20010	10,000.00	Kibale community fuel wood project
Chimp-n-Sea Wildlife Conservation Fund	1550 Bryant Street Suite 830	San Francisco	CA	94103	25,000.00	Program development
COLAGE	814 South Westledge Ave. One South Harbor Ave. Ste. 3	Kalamazoo Grand Haven	MI MI	49008-1162 49417	7,000.00 20,000.00	General operations Conference of MI grant makers
Community Advocates	3133 Dumbarton Street NW	Washington	DC	20007	25,000.00	Education
Council of Michigan Foundation (CMF)	2515 Fillmore Street	San Francisco	CA	94115	15,000.00	General operations
Council on Finance/Admin-United Methodist	517 E. Crosstown Parkway	Kalamazoo	MI	49001	25,000.00	Program development
Covenant Network of Presbyterians	P.O. Box 50587	Kalamazoo	MI	49005	60,000.00	Rehab program
Disability Resource Center of SW Michigan	3815 W. St. Joseph Ste-C200	Lansing	MI	48917	30,775.00	Legal services
Drug Treatment Court Foundation of Kalamazoo County	454 Shotwell Street	San Francisco	CA	94110	25.00	Employee matching gift
Elder Law of Michigan, Inc	PO Box 25683	Albuquerque	NM	87125	75,000.00	Equality federaton institute
Electronic Frontier Foundation	P.O. Box 146	Kalamazoo	MI	49007-0146	20,000.00	Anti racism & anti oppression program
Equality New Mexico Foundation	410 E. Michigan	Kalamazoo	MI	49007	35,000.00	General operations
ERAC CE						
Fair Housing Center						

Arcus Foundation
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 January through December 2006
 Part XV - Line 3a

Name	Address	City	State	Zip	Paid Amount	Purpose
Family Planning & Women's Health of Allegan	3255 122nd Avenue	Allegan	MI	49010	8,800.00	svcs
Family Pride Coalition	P O Box 65327	Washington	DC	20035	50,000.00	General operations
Fauna & Flora International	4th Floor, Jupiter House, Station Road	Cambridge	UK		1,896,147.00	Great apes program
Fauna Sanctuary	100A Walnut Street, Suite 205	Champlain	NY	12919	50,000.00	Fauna sanctuary
Fontana Chamber Arts	359 S Kalamazoo Mall, Suite 200	Kalamazoo	MI	49007	25,000.00	Program development & education
Fourth Universalist Society	160 Central Park West	New York	NY	10023	1,300.00	Employee matching gift
Funders for Lesbian and Gay Issues	116 East 16th Street, 7th Floor	New York	NY	10003	70,000.00	Ad campaign . GLBT awareness
Gay & Lesbian Advocates & Defenders(GLAD)	30 Winter Street, Suite 800	Boston	MA	02108	150,000.00	General operations
Gay & Lesbian Leadership Institute	1133 15th Street, NW Suite 350	Washington	DC	20005	175,000.00	General operations
Gay Men's Health Crisis, Inc	119 West 24th Street	New York	NY	10011	40,250.00	Capital improvements
GenderPAC	1743 Connecticut Avenue N W 4th Floor	Washington	DC	20009	100,000.00	General operations
GIFT	PO Box 68295	Grand Rapids	MI	49516	6,000.00	General operations
Gill Foundation-(MAP)	2215 Market Street, Suite 205	Denver	CO	80205	250,000.00	Movement advancement project
Girl Scouts of Glowing Embers Council	1011 West Maple St.	Kalamazoo	MI	49008-1886	350,000.00	Construction program & training center
GLSEN	90 Broad Street	New York	NY	10004	333,000.00	Education
Gryphon Place	1104 S Westnedge	Kalamazoo	MI	49008	30,000.00	Program development
Hartley Film Foundation, Inc	49 Richmondville Avenue, Suite 204	Westport	CT	06880	75,000.00	Muslim dialogue project
Healthy Teen Network	Washington, DC 20002	Washington	DC	20002	15,000.00	Education
Heartland Alliance for Human Needs	208 South LaSalle St. Ste 1818	Chicago	IL	60604	75,000.00	National asylum partnership
Housing Works, Inc	925 15th Street NW	Washington	DC	20005	50,000.00	Training program
Human Rights Watch, Inc	350 Fifth Avenue 34th Floor	New York	NY	10118	50,000.00	Research project
IGLHRC	80 Maiden Lane, #1505	New York	NY	10038	250.00	Employee matching gift
Immigration Equality	40 Exchange Place, 17th Floor	New York	NY	10005	15,000.00	Strategic planning
In Defense of Animals	700 SW 126th Avenue	Portland	OR	97005	36,000.00	General operations
In The Life Media, Inc	184 Fifth Avenue, 4th Floor	New York	NY	10010	30,000.00	General operations
Institute for Collaborative Change	341 East Alameda Street	Sante Fe	NM	87501	45,400.00	Program development
International Primate Protection League	PO Box 766	Summerville	SC	29484	208,764.00	Primate rescue projects
Irving S. Gilmore Intl Keyboard Festival	359 S Kalamazoo Mall, Suite 101	Kalamazoo	MI	49007-4843	20,000.00	Music education program
Jane Goodall Institute	4245 North Fairfax Drive Suite 600	Arlington	VA	22203	200,000.00	Great apes program development
Kalamazoo Arts Council, Inc	359 South Kalamazoo Mall, Suite 203	Kalamazoo	MI	49007	20,000.00	General operations
Kalamazoo College	1200 Academy Street	Kalamazoo	MI	49006	400,100.00	Construction and education
Kalamazoo Communities In School Fndtn	247 North Rose Street	Kalamazoo	MI	49007	79,396.00	Education and research
Kalamazoo Community Foundation	151 S. Rose Street Suite 322	Kalamazoo	MI	49007-4775	80,040.00	Education and research
Kalamazoo Gay & Lesbian Resource Ctr	629 Pioneer Street	Kalamazoo	MI	49008-1801	13,500.00	Pride connection events
Kalamazoo Nature Center	7000 N. Westnedge	Kalamazoo	MI	49009	484,000.00	Urban nature park project
Kalamazoo Symphony Orchestra	359 South Kalamazoo Mall, Suite 100	Kalamazoo	MI	49007	48,000.00	Youth orchestra
Kalamazoo Valley Community College	6767 West O Avenue	Kalamazoo	MI	49003	518,200.00	Education
Krasl Art Center	707 Lake Boulevard	Saint Joseph	MI	49085-1398	10,000.00	Art angels program



Arcus Foundation
 Grants Paid
 January through December 2006
 Part XV - Line 3a

Name	Address	City	State	Zip	Paid Amount	Purpose
Lambda Legal Defense & Education Fund	120 Wall Street, Suite 1500	New York	NY	10005	101,250.00	General operations
Land Empowerment Animals People	3378 Revere Ave	Oakland	CA	94605	165,000.00	Great apes program
Lesbian and Gay Community Service Ctr	208 W 13th Street New York, NY 10011	New York	NY	10011	59,000.00	Causes in common project
Lesbian Gay Community Network of W MI	343 Atlas Avenue SE	Grand Rapids	MI	49506	17,550.00	GLBT youth program
LEWA Wildlife Conservancy (USA)	PO Box 7943	Woodbridge	VA	20116	360,000.00	General operations
LGBT Labor Leadership Initiative	815 16th Street NW	Washington	DC	20006	45,000.00	Pride at work
LGQR!	2044 Wolverine Tower 3003 S State Street	Ann Arbor	MI	48109-1273	25,000.00	Education
Liberty Education Forum	1901 Pennsylvania Ave NW #902 PO Box 14903 Cannon Drive at	Washington	DC	20006	25,000.00	Reaching the heartland project
Lincoln Park Zoo	Fullerton Parkway	Chicago	IL	60614	110,343.00	Great apes program
Mautner Project	1707 L Street, NW Ste 230	Washington	DC	20036	50,000.00	General operations
Michigan AIDS Fund	21700 Northwestern Hwy, Suite 1150	Southfield	MI	48705	30,000.00	Internship program
Michigan Disability Rights Coalition	780 West Lake Lansing Rd Suite 200	East Lansing	MI	48823-8452	30,000.00	Education program
Michigan Interfaith Voice	438 St. Antoine	Detroit	MI	48226	25,000.00	Advocacy program
Michigan Maritime Museum	260 Dykman Avenue	South Haven	MI	49090	30,000.00	Diversity program
Michigan Network for Youth & Families	1210 West Saginaw	Lansing	MI	48915-1927	44,640.00	Training program
Michigan United	PO Box 81156	Lansing	MI	48933	50,000.00	Education
Midwest AIDS Prevention Project	429 Livernois Street	Ferdale	MI	48220-2385	29,090.00	Marketing program
Milwaukee LGBT Community Center	315 West Court Street, Suite 101	Milwaukee	WI	53212	5,000.00	Matching grant
Ministry with Community	440 N Church Street	Kalamazoo	MI	49007	25,050.00	Faith based program
Minority Business Alliance	435 Whitcomb Upper Level, Suite J	Kalamazoo	MI	49001	500.00	Employee matching gift
Mountain Meadow	1315 Spruce Street Suite 407 1325 Massachusetts Avenue NW Suite 600	Philadelphia	PA	19107-5601	15,000.00	Family program
National Assoc of LGBT Community Centers	700 12th Street NW, Suite 700	Washington	DC	20005	40,000.00	General operations
National Black Justice Coalition	870 Market Street, Ste 370	Washington	DC	20005	217,000.00	Education & program development
National Center for Lesbian Rights	1420 K Street, NW, Suite 910	San Francisco	CA	94102	100,000.00	General operations
National Lesbian & Gay Journalists Assoc	P O Box 1786	Washington	DC	20005	10,000.00	Education
New Harvest Foundation	2708 Heatherdowns Lane	Madison	WI	53701	1,300.00	Employee matching gift
New Horizon Learning Center	1101 14th Street N W 6th Fir	Kalamazoo	MI	49048	10,000.00	Training program
New Israel Fund	80 Maiden Lane, Suite 1504 5153 Marsh Road	Washington	DC	20005-5839	50,000.00	Civil rights and social justice Organizing, training and fund
NGLTF Foundation	526 North Burdick Street	New York	NY	10038	1,184,605.82	development
Nokomis Learning Center	1798 Scenic Avenue	Okemos	MI	48864	10,000.00	Education
Northside Economic Potential Group	2000 M Street NW, Suite 400 PO Box 1201	Kalamazoo	MI	49007	25,000.00	Program expansion
Pacific School of Religion		Berkeley	CA	94709	25,000.00	Education
People for the American Way		Washington	DC	20036	50,000.00	Leadership program
PFLAG - SW Michigan Chapter		Portage	MI	49081-1201	9,300.00	Building bridges event

Arcus Foundation
Grants Paid
January through December 2006
Part XV - Line 3a

Name	Address	City	State	Zip	Paid Amount	Purpose
PFLAG-National	1726 M Street, NW, Suite 400	Washington	DC	20036	100,000.00	Field and policy program
Planned Parenthood of SC Michigan	4201 W Michigan Ave.	Kalamazoo	MI	49006	200,000.00	Capital campaign
Political Research Associates	1310 Broadway ste 2301	Somerville	MA	02144	60,000.00	Research
Prevention Works of SW Michigan, Inc	611 Whitcomb, Suite A	Kalamazoo	MI	49008	30,000.00	Youth program
Primate Rescue Center, Inc	5087 Danville Road	Nicholasville	KY	40356	25,000.00	Employee matching gift
Progressive Media Project	409 East Main Street	Madison	WI	53703	20,000.00	Queer voices series
Project Primate, Inc	P O Box 2321	Orland Park	IL	60462	20,000.00	General operations
Project Renewal	200 Vanck Street	New York	NY	10014	10,100.00	Employee matching gift
Queers for Economic Justice	16 West 32nd Street, #10H	New York	NY	10001-3808	35,000.00	Program launch
Renaissance Enterprises	PO Box 473	Portage	MI	49081	10,000.00	General operations
Research Foundation of CUNY	365 Fifth Avenue	New York	NY	10016	25,000.00	Education
Rockwood Leadership Program	1648 Martin Luther King, Jr. Way	Berkeley	CA	94709	75,000.00	Education
Ruth Ellis Center	77 Victor Street	Highland Park	MI	48203	193,476.00	Program development
Saugatuck Center for the Arts	PO Box 940 400 Culver St	Saugatuck	MI	49453	40,000.00	Renovations and cultural program
Save the Chimps	PO Box 12220	FT. Pierce	FL	34979	3,971,714.00	General operations
ServiceMembers Legal Defense Network	PO Box 65301	Washington	DC	20035	125,000.00	Legal services
Social & Environmental Entrepreneurs	11948 West Washington Blvd #201	Los Angeles	CA	90066	10,000.00	Education
Souilforce	P O Box 3195	Lynchburg	VA	24503	75,000.00	Equality ride project
Special Olympics of NY	800 South Wilbur Avenue	Syracuse	NY	13204	100.00	Employee matching gift
Speelman College-WRRRC	350 Speelman Lane SW Box 1551 Stony Brook Foundation Admin Building, Room 330 Stony Brook, NY 11794	Atlanta	GA	30314-4399	145,000.00	Education & andre lorde archive
Stony Brook University of New York	322 8th Avenue, 3rd Fl	Stony Brook	NY	11794	15,000.00	Education
Sylvia Rivera Law Project	1325 Massachusetts Ave NW, Suite 600 PO Box 1035	New York	NY	10001	75,000.00	Policy development
The Task Force Foundation (NGLTF) Third Level	Washington Traverse City	Washington Traverse City	DC MI	20005 49685	2,500.00 17,000.00	Employee matching gift Outreach & GLBT services
Triangle Foundation	19641 West Seven Mile Road	Detroit	MI	48219-2721	95,000.00	Field organization program
UCC Coalition for LGBT Concerns	2592 W 14th Street	Cleveland	OH	44113	35,000.00	Organizational operations
Wellspring/Cori Terry & Dancers	359 S. Kalamazoo Mall, Suite 204	Kalamazoo	MI	49007	27,000.00	Dance residency project
Western Michigan University Foundation	240 W Walwood Hall	Kalamazoo	MI	49008-5348	28,125.00	Education
WGVU TV 35& TV 52	301 W. Fulton	Grand Rapids	MI	49504	3,000.00	Employee matching gift
Whole Art Theatre	246 N Kalamazoo Mall	Kalamazoo	MI	49007	25,000.00	2006-2007 projects
Women's Educational Media, Inc	2180 Bryant Street, Suite 203	San Francisco	CA	94110	75,000.00	Documentary film
Women's Sports Foundation	Eisenhower Park	East Meadow	NY	11554	50,000.00	Education program
YWCA Berrien County	508 Pleasant Street	Saint Joseph	MI	49085	45,000.00	General operations
YWCA of Bay County	3405 E. Midland Road	Bay City	MI	48706	5,880.00	GLBT advocacy program
YWCA of Kalamazoo	353 E. Michigan Avenue	Kalamazoo	MI	49007	100.00	Employee matching gift
					<u>16,834,442.93</u>	

ALL PUBLIC CHARITIES UNLESS INDICATED

* FOREIGN CHARITY - U. S EQUIVALENT

Name	Address	City	State	Zip	Open Balance	Purpose
ACLU Foundation	125 Broad Street, 18th Floor	New York	NY	10004	250,000	General operations
ACLU of Michigan	60 West Hancock	Detroit	MI	48201-1343	100,000	Legal services
Affirmations Lesbian & Gay Community Ctr	195 West Nine Mile Road	Ferndale	MI	48220	280,000	General operations
African-American AIDS Policy/Training Institute	1833 West Eight Street, #200	Los Angeles	CA	90057-4257	200,000	Fundraising support
African Wildlife Foundation	1400 Sixteenth St NW, Ste 120	Washington	DC	20036	83,368	General operations
American Assoc of University Professors	1012 Fourteenth Street NW, Suite 500	Washington	DC	20005-3465	50,000	Research & education
American Friends Service Committee	1414 Hill Street	Ann Arbor	MI	48104	40,000	Faith based program
American Society on Aging	833 Market Street, Suite 511	Francisco	CA	94103-1824	50,000	GLBT resources cleannghouse
Auburn University Foundation	317 S College Street	Auburn	AL	36849-5170	111,111	Endowed chair
Brethren Mennonite Council for Lesbian & Gays	P O Box 6300	Minneapolis	MN	55406	75,000	Faith based program
Center for Great Apes	PO Box 488	Wauchula	FL	33873	834,121	Great Apes Program
National Center For Civic Innovation (Center for HIV Law & Policy)	121 Avenue of the Americas	New York	NY	10013	30,000	Legal research and policy
Equality New Mexico Foundation	PO Box 25683	Albuquerque	NM	87125	50,000	Equality federation institute
Fauna & Flora International	Tenison Road	Cambridge	UK		475,750	Great apes program
Fauna Sanctuary	c/o Fauna Foundation 100A Walnut Street, Suite 205	Champlain	NY	12919	150,000	Fauna sanctuary
Gallmann African Conservancy	c/o Cegmark International 45 Rockefeller Center, Suite 2916	New York	NY	10111	50,000	Construction and education
Gay & Lesbian Advocates & Defenders (GLAD)	30 Winter Street, Suite 800	Boston	MA	02108	150,000	General operations
Gay & Lesbian Leadership Institute	1133 15th Street, NW Suite 350	Washington	DC	20005	175,000	General operations
GenderPAC	1743 Connecticut Avenue N W 4th Floor	Washington	DC	20009	50,000	General operations
GLAAD	5455 Wilshire Boulevard, Suite 1500	Los Angeles	CA	90036	250,000	General operations
Gryphon Place	1104 S Westinedge	Kalamazoo	MI	49008	20,000	Program development
Heartland Alliance for Human Needs	208 South LaSalle St Ste 1818	Chicago	IL	60604	75,000	National asylum partnership
The Helnick-Martin Institute	633 W Wisconsin Ave Suite 610	Milwaukee	WI	53203	50,000	GLBT youth program
In The Life Media, Inc	184 Fifth Avenue, 4th Floor	New York	NY	10010	30,000	General operations
Institute for Collaborative Change	341 East Alameda Street	Sante Fe	NM	87501	50,800	Program development
Intersex Society of North America	979 Golf Course Drive Suite 282	Rohnert Park	CA	94928	100,000	General operations
Jane Goodall Institute	4245 North Fairfax Drive Suite 600	Arlington	VA	22203	250,000	Great apes program
Kalamazoo College	1200 Academy Street	Kalamazoo	MI	49006	200,000	Construction and education
Kalamazoo Community Foundation	151 S Rose Street Suite 322	Kalamazoo	MI	49007-4775	45,000	Education and research
Kalamazoo County Parks & Recreation	P O Box 50467	Kalamazoo	MI	49005	400,000	Challenge day program
Kalamazoo Nature Center	7000 N Westinedge	Kalamazoo	MI	49009	50,000	Urban nature park project
Kalamazoo Symphony Orchestra	359 South Kalamazoo Mall, Suite 100	Kalamazoo	MI	49007	18,000	Youth orchestra
Kalamazoo Valley Community College	6767 West O Avenue	Kalamazoo	MI	49003	500,000	Education
Lambda Legal Defense & Education Fund	120 Wall Street, Suite 1500	New York	NY	10005	200,000	General operations
Land Empowerment Animals People	3378 Revere Ave	Oakland	CA	94605	275,000	Great apes program
Lesbian Gay Community Network of W MI	343 Atlas Avenue SE	Grand Rapids	MI	49506	8,050	GLBT youth program
LEWA Wildlife Conservancy (USA)	PO Box 7943	Woodbridge	VA	20116	5,915,000	General operations
Lukuru Wildlife Research Foundation	P O Box 837	Circleville	OH	43113	300,000	Great apes program
Michigan AIDS Fund	21700 Northwestern Hwy, Suite 1150	Southfield	MI	48705	60,000	Internship program
Michigan Network for Youth & Families	1210 West Saginaw	Lansing	MI	48915-1927	22,360	Training program
Mountain Meadow	1315 Spruce Street Suite 407	Philadelphia	PA	19107-5601	15,000	Education



Name	Address	City	State	Zip	Open Balance	Purpose
National Assoc of LGBT Community Centers	1325 Massachusetts Avenue NW Suite 600	Washington	DC	20005	40,000	General operations
NGLTF Foundation	80 Maiden Lane, Suite 1504	New York	NY	10038	1,000,000	Organizing, training and fund development
Pacific School of Religion	1798 Scenic Avenue	Berkeley	CA	94709	25,000	Education
Pandhius Foundation USA	PO Box 10082	Portland	OR	97296	63,670	Great spes program
People for the American Way	2000 M Street NW, Suite 400	Washington	DC	20036	50,000	Leadership program
PFLAG-National	1726 M Street, NW, Suite 400	Washington	DC	20036	100,000	Field and policy program
Political Research Associates	1310 Broadway Ste 2301	Somerville	MA	02144	40,000	Research
Project Pnmate, Inc	P O Box 2321	Orland Park	IL	60462	10,000	General operations
Public Allies	633 W Wisconsin Ave Ste 610	Milwaukee	WI	53203	35,000	Program training
Queers for Economic Justice	16 West 32nd Street, #10H	New York	NY	10001-3808	20,000	Program launch
Research Foundation of CUNY	365 Fifth Avenue	New York	NY	10016	100,000	Education
Rockwood Leadership Program	1648 Martin Luther King, Jr Way	Berkeley	CA	94709	75,000	Education
Ruth Ellis Center	77 Victor Street	Highland	MI	48203	229,345	Program development
SAGE	305 Seventh Avenue, 16th Floor	New York	NY	10001	50,000	Leadership program
ServiceMembers Legal Defense Network	PO Box 65301	Washington	DC	20035	125,000	Legal services
SIECUS	130 West 42nd Street, Suite 350	New York	NY	10036	100,000	Education
Stony Brook University of New York	330	Stony Brook	NY	11794	15,000	Education
The Regents of University of California	10920 Wilshire Boulevard, Suite 1200	Los Angeles	CA	90024-1406	200,000	GLBT employment study
Triangle Foundation	19641 West Seven Mile Road	Detroit	MI	48219-2721	50,000	Field organization program
UCC Coalition for LGBT Concerns	2592 W 14th Street	Cleveland	OH	44113	35,000	Organization operations
Urban Institute of Contemporary Art Wildlife Conservation Society	41 Sheldon Boulevard, SE 2300 Southern Blvd	Grand Rapids Bronx	MI NY	49503 10460	18,000 30,000	Education Cross River gorillas
Women's Educational Media, Inc	2180 Bryant Street, Suite 203	San Francisco	CA	94110	75,000	Documentary film
Women's Sports Foundation	Eisenhower Park	East Meadow	NY	11554	50,000	Education program
					14,574,576	
					(2,370,358)	
					<u>12,204,218</u>	

Less: present value discount

Grants per employee matching gift program (included in accounts payable) \$18,585

ALL PUBLIC CHARITIES UNLESS INDICATED

*** FOREIGN CHARITY - U. S EQUIVALENT**

The Foundation's interest is to fund programs that fight prejudice and discrimination and to protect and defend human and civil rights. The Foundation hopes to illuminate the presence and contributions of the people in the Gay, Lesbian, Bisexual, and Transgender (GLBT) community and the issues that confront them. The Foundation seeks to support new, innovative, and experimental programs and projects, creative uses of resources and collaborative efforts. The Foundation requires that all organizations requesting funding adopt or amend their current employment non-discrimination policy to include, at minimum, all of the groups represented in the Foundation employment non-discrimination policy. The Foundation has four funds that represent its current priorities:

1. Arcus Gay and Lesbian Fund - the goal is to improve the quality of life in Kalamazoo County and Southwest Michigan.
2. Arcus Fund - the goal is to support regional and statewide efforts in Michigan focused on improving the quality of life of the GLBT community.
3. Arcus National Fund - this fund supports targeted efforts with national scope and impact focused on improving the quality of life of the GLBT community.
4. Arcus Great Apes Fund - this fund provides support for conservation efforts that promote the survival of the great apes in the wild and for sanctuaries that offer safety and freedom from invasive research and other forms of human exploitation.

Application for Extension of Time To File an Exempt Organization Return

▶ 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)

Section 501(c)(3) corporations required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c)(3) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print	Name of Exempt Organization ARCUS FOUNDATION	Employer identification number 38-3332791
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. 402 EAST MICHIGAN AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. KALAMAZOO, MI 49007	

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 ▶ **THE FOUNDATION**
Telephone No. ▶ **212-488-3000** FAX No. ▶ _____
- 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 section 501(c)(3) corporation required to file Form 990-T) extension of time until **AUGUST 15, 2007**, to file the exempt organization return for the organization named above. The extension is for the organization's return for calendar year **2006** or tax year beginning _____, and ending _____.

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.	3a	\$ 1,105,393.
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	3b	\$ 855,393.
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.	3c	\$ 250,000.

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.