Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: ISAIAH 61 FOUNDATION

A Employer identification number: 14-1827942

Number and street (or P O box number if mail is not delivered to street address): PO BOX 5505

Room/suite:

B Telephone number (see instructions): (518) 563-7500

City or town, state, and ZIP code: BURLINGTON, VT 05402-5505

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 13,505,059.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) ______ *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)	4,060.			
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	35,338.	35,338.		ATCH 1
4	Dividends and interest from securities	283,613.	283,613.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	137,540.			
b	Gross sales price for all assets on line 6a 1,914,003.				
7	Capital gain net income (from Part IV, line 2)		137,540.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	733.	733.		ATCH 3
12	**Total.** Add lines 1 through 11	461,284.	457,224.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 4	45,286.	45,286.		
b	Accounting fees (attach schedule) ATCH 5	5,000.			
c	Other professional fees (attach schedule) *	80,078.	80,078.		
17	Interest				
18	Taxes (attach schedule) (see instructions) **	43,731.	7,552.		25,804.
19	Depreciation (attach schedule) and depletion	216,924.			
20	Occupancy				
21	Travel, conferences, and meetings	2,049.			2,049.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 8	7,614.			7,614.
24	**Total operating and administrative expenses.** Add lines 13 through 23	400,682.	132,916.		35,467.
25	Contributions, gifts, grants paid	553,839.			553,839.
26	**Total expenses and disbursements.** Add lines 24 and 25	954,521.	132,916.	0	589,306.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-493,237.			
b	**Net investment income** (if negative, enter -0-)		324,308.		
c	**Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions. *ATCH 6 JSA ** ATCH 7 Form **990-PF** (2011)

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	519,925.	767,503.	767,503.
	2	Savings and temporary cash investments	57,519.	172,378.	172,378.
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶	25,000.		
	4	Pledges receivable ▶			
		Less· allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges ATCH 9		7,283.	7,283.
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 10	8,377,513.	9,067,752.	9,067,752.
	c	Investments - corporate bonds (attach schedule) ATCH 11	800,828.	593,418.	593,418.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 3,782,743.			
		Less accumulated depreciation (attach schedule) ▶ 911,018.	3,084,547.	2,871,725.	2,871,725.
	15	Other assets (describe ▶ ATCH 12)	950,000.	25,000.	25,000.
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,815,332.	13,505,059.	13,505,059.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here 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	13,815,332.	13,505,059.	
	30	Total net assets or fund balances (see instructions)	13,815,332.	13,505,059.	
	31	Total liabilities and net assets/fund balances (see instructions)	13,815,332.	13,505,059.	

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	13,815,332.
2	Enter amount from Part I, line 27a	2	-493,237.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 13	3	182,964.
4	Add lines 1, 2, and 3	4	13,505,059.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,505,059.

Form 990-PF (2011)

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
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** 137,540.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 **3** 0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) 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))
2010	402,324.	9,264,194.	0.043428
2009	459,227.	8,567,547.	0.053601
2008	442,555.	8,198,334.	0.053981
2007	747,788.	2,544,821.	0.293847
2006	1,325,982.	285,191.	4.649452

2	**Total** of line 1, column (d)	2	5.094309
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	1.018862
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10,025,742.
5	Multiply line 4 by line 3	5	10,214,848.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,243.
7	Add lines 5 and 6	7	10,218,091.
8	Enter qualifying distributions from Part XII, line 4	8	593,408.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,486.
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	
3	Add lines 1 and 2			3	6,486.
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	6,486.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,729.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,200.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	11,929.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	5,443.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 **Refunded** ▶			11	5,443.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,VT,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PAULA ANDERSON Telephone no ▶ 518-726-0271

Located at ▶ PO BOX 5505 BURLINGTON, VT ZIP + 4 ▶ 05402-5505

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 ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ ______ , ______ , ______ , ______			
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)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** No: X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 14		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	9,419,755.
b	Average of monthly cash balances	1b	758,663.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,178,418.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,178,418.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	152,676.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,025,742.
6	**Minimum investment return.** Enter 5% of line 5	6	501,287.

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	501,287.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,486.		
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,486.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	494,801.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	494,801.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	494,801.

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	589,306.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	4,102.
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	593,408.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	593,408.

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 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					494,801.
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only					
b	Total for prior years 20 09 ,20 08 ,20 07					
3	Excess distributions carryover, if any, to 2011:					
a	From 2006					
b	From 2007	691,525.				
c	From 2008	36,576.				
d	From 2009	34,850.				
e	From 2010					
f	Total of lines 3a through e		762,951.			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 593,408.					
a	Applied to 2010, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2011 distributable amount					494,801.
e	Remaining amount distributed out of corpus		98,607.			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		861,558.			
b	Prior years' undistributed income. Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b. Taxable amount - see instructions					
e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions					
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		861,558.			
10	Analysis of line 9					
a	Excess from 2007	691,525.				
b	Excess from 2008	36,576.				
c	Excess from 2009	34,850.				
d	Excess from 2010					
e	Excess from 2011	98,607.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

ANDREW J. SCHONBEK

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:

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 15				
Total . . . . . . ▶ 3a				553,839.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	35,338.	
4 Dividends and interest from securities			14	283,613.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	137,540.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER ACCRUED INCOME			14	733.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				457,224.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 457,224.

(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) (See instructions.)

JSA
1E1492 1 000

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		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

Sign Here

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

▶ Signature of officer or trustee | 11/15/12 Date | ▶ TRUSTEE Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Karen Danaher		11-12-12		P00717296

Firm's name ▶ DANAHER ATTIG & PLANTE PLC | Firm's EIN ▶ 20-3682035

Firm's address ▶ 150 KENNEDY DR, PO BOX 2166
SOUTH BURLINGTON, VT 05407-2166 | Phone no 802-383-0399

Form **990-PF** (2011)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED STATEMENT A PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
9,948.		7,670.					2,278.	
		SEE ATTACHED STATEMENT A					VARIOUS	VARIOUS
1,002,342.		818,793.					183,549.	
		SECURITIES PURCHASE AGREEMENT PROPERTY TYPE: SECURITIES				P	10/26/2007	06/30/2011
901,713.		950,000.					-48,287.	
TOTAL GAIN(LOSS)		....					137,540.	

Ref· 00032107 00189210

MorganStanley
SmithBarney

2011 Year End Summary

ISAIAH 61 FOUNDATION

14-1827942

2011 YEAR END SUMMARY

Details of Short Term Gain (Loss) 2011

This section shows your sales of securities during the year The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000070	0829	ENBRIDGE ENERGY MANAGEMENT LLC CASH IN LIEU OF .29680 RECORD 02/04/11 PAY 02/14/11	05/19/10	02/14/11	$ 5 28	$ 3.81 **$ 3.81**	$ 1.47 **$ 1 47**	$ 0 00 $ 0.00
125000080	.2392	ENBRIDGE ENERGY MANAGEMENT LLC CASH IN LIEU OF .85634 RECORD 05/06/11 PAY 05/13/11	05/19/10	05/13/11	7.30	5 42 **5.42**	1 88 **1.88**	0 00 0 00
125000170	160	PHILIP MORRIS INTL INC	05/11/10	03/15/11	9,935.82	7,660.88 **7,660.88**	2,274.94 **2,274 94**	0 00 0 00
Total					**$ 9,948.40**	$ 7,670.11 **$ 7,670.11**	$ 2,278 29 **$ 2,278 29**	$ 0 00 $ 0.00

Details of Long Term Gain (Loss) 2011

This section shows your sales of securities during the year The "Sale Proceeds" column excludes any accrued income you may have received In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	560	CARDINAL HEALTH INC	04/14/10	07/11/11	$ 25,774 74	$ 19,874 12 **$ 19,874 12**	$ 5,900 62 **$ 5,900.62**	$ 0 00 $ 0 00
	560		04/14/10		25.774 74	19,863 14 **19,863 14**	5,911 60 **5,911 60**	0 00 0 00
	575		05/11/10		26,465 13	19,938 99 **19,938.99**	6,526 14 **6,526.14**	0 00 0.00
	300		05/24/10		13,807 89	9,872 91 **9,872.91**	3,934 98 **3,934.98**	0 00 0 00
	300		05/26/10		13,807 89	9,987.00 **9,987 00**	3,820.89 **3,820 89**	0 00 0 00

2011 Year End Summary

ISAIAH 61 FOUNDATION

14-1827742

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000020	100,000	CHEVRON CORP BK/ENTRY DTD 03/03/2009 DUE 03/03/2012 RATE 3 450	02/27/09	09/06/11	$ 101,557 00	$ 100,803 00 **$ 100,803.00**	$ 754 00 **$ 754 00**	$ 0 00 $ 754 00
125000030	185	CHEVRON CORP	05/27/09	04/06/11	20,099 88	12,202 30 **12,202 30**	7,897 58 **7,897 58**	0 00 0 00
125000040	1,550	CLOROX COMPANY DE	05/06/09	07/15/11	113,455 50	82,591 60 **82,591.60**	30,863 90 **30,863.90**	0 00 0 00
125000050	325	CLOROX COMPANY DE	05/06/09	07/20/11	24,416 36	17,317 59 **17,317.59**	7,098 77 **7,098.77**	0.00 0 00
	680		05/11/09		51,086.53	34,963 42 **34,963 42**	16,123 11 **16,123 11**	0 00 0 00
125000060	200	DEERE & CO	06/22/09	04/06/11	19,383 66	7,747 80 **7,747.80**	11,635 86 **11,635 86**	0 00 0.00
125000070	2139	ENBRIDGE ENERGY MANAGEMENT LLC CASH IN LIEU OF 29680 RECORD 02/04/11 PAY 02/14/11	09/22/09	02/14/11	13 63	8 76 **8.76**	4 87 **4.87**	0 00 0 00
125000080	6171	ENBRIDGE ENERGY MANAGEMENT LLC CASH IN LIEU OF 85634 RECORD 05/06/11 PAY 05/13/11	09/22/09	05/13/11	18 85	12.44 **12.44**	6 41 **6.41**	0 00 0 00
125000090	5032	ENBRIDGE ENERGY MANAGEMENT LLC CASH IN LIEU OF 69829	09/22/09	08/12/11	14 50	9 97 **9.97**	4 53 **4 53**	0 00 0 00
	195	RECORD 08/05/11 PAY 08/12/11	05/19/10		5.62	4 34 **4.34**	1 28 **1 28**	0 00 0 00
125000100	0254	ENBRIDGE ENERGY MANAGEMENT LLC CASH IN LIEU OF 03527	09/22/09	11/14/11	77	49 **.49**	28 **.28**	0 00 0 00
	.0098	RECORD 11/04/11 PAY 11/14/11	05/19/10		30	22 **.22**	08 **.08**	0.00 0 00
125000110	0642	KINDER MORGAN MANAGEMENT LLC CASH IN LIEU OF .06428 RECORD 01/31/11 PAY 02/14/11	05/08/09	02/14/11	4 16	2 33 **2.33**	1.83 **1.83**	0 00 0 00
125000120	0762	KINDER MORGAN MANAGEMENT LLC CASH IN LIEU OF 07620 RECORD 04/29/11 PAY 05/13/11	05/08/09	05/13/11	4 80	2.71 **2.71**	2 09 **2 09**	0 00 0 00
125000130	3289	KINDER MORGAN MANAGEMENT LLC CASH IN LIEU OF 32897 RECORD 08/01/11 PAY 08/12/11	05/08/09	08/12/11	19.80	11.51 **11 51**	8 29 **8 29**	0.00 0 00

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MorganStanley
SmithBarney

2011 Year End Summary

ISAIAH 61 FOUNDATION

14-1827942

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000140	3202	KINDER MORGAN MANAGEMENT LLC	05/08/09	11/14/11	$ 21 26	$ 11 02	$ 10 24	$ 0 00
		CASH IN LIEU OF 32021				$ 11.02	$ 10.24	$ 0 00
		RECORD 10/31/11 PAY 11/14/11						
125000150	3,350	LINEAR TECHNOLOGY CORPORATION	05/06/09	05/20/11	115,211 32	75,070 82	40,140.50	0 00
		CGMI AND/OR ITS AFFILIATES				75,070.82	40,140.50	0 00
125000160	100,000	PFIZER INC	03/18/09	12/08/11	101,057 70	102,407 00	(1,349.30)	0 00
		BK/ENTRY				101,057.70	0.00	0 00
		DTD 03/24/2009						
		DUE 03/15/2012 RATE 4 450						
125000180	845	T ROWE PRICE GROUP INC	05/11/09	10/03/11	38,997 60	32,630 77	6,366 83	0 00
		SBX = H1				32,630 77	6,366.83	0 00
	180	SBX CONNECTIVITY BUSINESS	05/10/10		8,307 18	9,894 33	(1,587 15)	0 00
		CGMI AND/OR ITS AFFILIATES				9,894.33	(1,587 15)	0 00
	375		05/14/10		17,306 63	19,818 68	(2,512 05)	0 00
						19,818.68	(2,512.05)	0 00
	200		05/24/10		9,230 20	10,007 92	(777 72)	0.00
						10,007.92	(777 72)	0 00
	200		06/02/10		9,230 20	9,770 00	(539 80)	0 00
						9,770.00	(539 80)	0 00
	200		07/01/10		9,230 21	8,919 92	310 29	0 00
						8,919 92	310.29	0 00
125000190	4,650	TELEFONICA S.A. SPON ADR	06/29/09	12/16/11	77,290 81	106,287 69	(28,996.88)	0 00
		SBX = H1				106,287.69	(28,996.88)	0 00
	825	SBX CONNECTIVITY BUSINESS	07/24/09		13,712 89	19,985.87	(6,272 98)	0 00
						19,985.87	(6,272 98)	0 00
	1,095		09/09/10		18,200.74	24,874 68	(6,673 94)	0 00
						24,874.68	(6,673.94)	0 00
125000200	720	V F CORP	05/06/09	10/28/11	99,622 90	42,515 14	57,107 76	0 00
		SBX = H1				42,515.14	57,107.76	0 00
		SBX CONNECTIVITY BUSINESS						
125000210	385	V F CORP	05/06/09	12/16/11	49,210 91	22,733 79	26,477 12	0 00
		SBX = H1				22,733.79	26,477 12	0 00
		SBX CONNECTIVITY BUSINESS						
Total						$ 820,142 27	$ 182,200 03	$ 0 00
					$ 1,002,342 30	$ 818,792.97	$ 183,549.33	$ 754 00

2011 YEAR END SUMMARY

Statement A Page 3 of 3

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY SMITH BARNEY - INTEREST	35,338.	35,338.
TOTAL	35,338.	35,338.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY SMITH BARNEY - DIVIDENDS	283,613.	283,613.
TOTAL	283,613.	283,613.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY SMITH BARNEY-OTHER INCOME	733.	733.
TOTALS	733.	733.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL - COLLECTION OF INCOME	45,286.	45,286.		
TOTALS	45,286.	45,286.		

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING		5,000.			
	TOTALS	5,000.			

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	80,078.	80,078.
TOTALS	80,078.	80,078.

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PROPERTY TAXES		25,804.		25,804.
EXCISE TAXES		10,375.		
FOREIGN TAXES		7,552.	7,552.	
	TOTALS	43,731.	7,552.	25,804.

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
BANK SERVICE CHARGES		129.	129.
GENERAL PROPERTY INSURANCE		4,921.	4,921.
REPAIRS & MAINTENANCE		2,523.	2,523.
TELEPHONE		39.	39.
	TOTALS	7,614.	7,614.

ATTACHMENT 9

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PREPAID INSURANCE	7,283.	7,283.
TOTALS	7,283.	7,283.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT B	9,067,752.	9,067,752.
TOTALS	9,067,752.	9,067,752.

Ref: 00010666 00089115

MorganStanley
SmithBarney

Client Statement

December 1 - December 31, 2011

ISAIAH 61 FOUNDATION **Account number 400-71281-11 035**

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
3,875	AT&T INC	T	05/07/09	$ 99,818.45	$ 25.759	$ 30.24	$ 117,180.00	$ 17,361.55 LT		
1,375			05/12/09	34,965.43	25.429	30.24	41,580.00	6,614.57 LT		
715			09/09/11	19,855.55	27.77	30.24	21,621.60	1,766.05 ST		
355			09/22/11	9,879.65	27.83	30.24	10,735.20	855.55 ST		
315			12/16/11	9,064.82	28.777	30.24	9,525.60	460.78 ST		
6,635				173,583.90	26.162		200,642.40	27,058.50	5.82	11,677.60
2,340	ABBOTT LABORATORIES	ABT	05/06/09	99,917.06	42.699	56.23	131,578.20	31,661.14 LT		
550			07/10/09	25,024.34	45.498	56.23	30,926.50	5,902.16 LT		
225			08/05/09	9,917.66	44.078	56.23	12,651.75	2,734.09 LT		
205			05/17/10	9,969.13	48.629	56.23	11,527.15	1,558.02 LT		
3,320				144,828.19	43.623		186,683.60	41,855.41	3.414	6,374.40
1,185	AIR PRODUCTS & CHEMICALS INC	APD	05/07/09	74,143.20	62.568	85.19	100,950.15	26,806.95 LT		
585			05/13/09	34,900.05	59.658	85.19	49,836.15	14,936.10 LT		
1,770				109,043.25	61.606		150,786.30	41,743.05	2.723	4,106.40
5,900	ALTRIA GROUP INC	MO	05/06/09	99,885.82	16.929	29.65	174,935.00	75,049.18 LT		
2,070			05/11/09	35,023.78	16.919	29.65	61,375.50	26,351.72 LT		
7,970				134,909.60	16.927		236,310.50	101,400.90	5.531	13,070.80
740	AMERICAN EXPRESS CO	AXP	08/31/09	24,937.56	33.699	47.17	34,905.80	9,968.24 LT		
300			10/05/09	9,974.76	33.249	47.17	14,151.00	4,176.24 LT		
285			10/14/09	9,875.25	34.65	47.17	13,443.45	3,568.20 LT		
485			05/14/10	20,040.15	41.319	47.17	22,877.45	2,837.30 LT		
250			05/19/10	9,989.90	39.959	47.17	11,792.50	1,802.60 LT		
250			06/04/10	9,732.48	38.929	47.17	11,792.50	2,060.02 LT		
465			10/12/10	17,908.68	38.513	47.17	21,934.05	4,025.37 LT		
310			12/16/11	14,532.18	46.878	47.17	14,622.70	90.52 ST		
3,085				116,990.96	37.923		145,519.45	28,528.49	1.526	2,221.20
2,050	BCE INC-CAD NEW	BCE	05/07/10	59,751.35	29.147	41.67	85,423.50	25,672.15 LT		
340			05/20/10	9,975.53	29.339	41.67	14,167.80	4,192.27 LT		
345			05/24/10	10,053.30	29.14	41.67	14,376.15	4,322.85 LT		
330			06/04/10	9,890.03	29.969	41.67	13,751.10	3,861.07 LT		
265			09/22/11	9,725.50	36.70	41.67	11,042.55	1,317.05 ST		
3,330				99,395.71	29.849		138,761.10	39,365.39	5.169	7,159.50
900	BAYER A G SPONSORED ADR	BAYRY	06/22/09	49,152.96	54.614	63.80	57,420.00	8,267.04 LT		
480			07/06/09	24,835.20	51.74	63.80	30,624.00	5,788.80 LT		

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Client Statement

December 1 - December 31, 2011

ISAIAH 61 FOUNDATION *Account number 400-71281-11 035*

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
345	BAYER A G SPONSORED ADR	BAYRY	07/24/09	$ 19,975.50	$ 57.90	$ 63.80	$ 22,011.00	$ 2,035.50 LT		
1,725				93,963.66	54.472		110,055.00	16,091.34	2.523	2,777.25
1,635	BECTON DICKINSON & CO	BDX	05/06/09	100,073.28	61.206	74.72	122,167.20	22,093.92 LT		
295			06/12/09	20,035.96	67.918	74.72	22,042.40	2,006.44 LT		
150			08/05/09	9,830.66	65.537	74.72	11,208.00	1,377.34 LT		
150			06/29/10	10,168.49	67.789	74.72	11,208.00	1,039.51 LT		
455			12/16/11	32,144.84	70.648	74.72	33,997.60	1,852.76 ST		
2,685				172,253.23	64.154		200,623.20	28,369.97	2.408	4,833.00
1,335	CHEVRON CORP	CVX	05/27/09	88,054.47	65.958	106.40	142,044.00	53,989.53 LT		
440			06/03/09	29,919.65	67.999	106.40	46,816.00	16,896.35 LT		
140			08/05/09	9,814.77	70.105	106.40	14,896.00	5,081.23 LT		
140			06/04/10	10,032.39	71.659	106.40	14,896.00	4,863.61 LT		
2,055				137,821.28	67.066		218,652.00	80,830.72	3.045	6,658.20
2,525	CHUBB CORP	CB	05/06/09	100,209.93	39.687	69.22	174,780.50	74,570.57 LT		
880			05/12/09	34,935.47	39.699	69.22	60,913.60	25,978.13 LT		
3,405				135,145.40	39.69		235,694.10	100,548.70	2.263	5,311.80
1,550	CINCINNATI FINANCIAL CORP	CINF	03/15/11	49,739.04	32.089	30.46	47,213.00	(2,526.04) ST		
775			03/15/11	24,854.02	32.069	30.46	23,606.50	(1,247.52) ST		
600			04/06/11	20,111.88	33.519	30.46	18,276.00	(1,835.88) ST		
2,925				94,704.94	32.378		89,095.50	(5,609.44)	5.285	4,709.25
2,340	COCA-COLA CO	KO	05/07/09	99,893.66	42.689	69.97	163,729.80	63,836.14 LT		
205			08/31/09	9,973.09	48.649	69.97	14,343.85	4,370.76 LT		
190			05/19/10	10,031.94	52.799	69.97	13,294.30	3,262.36 LT		
195			05/24/10	9,976.18	51.159	69.97	13,644.15	3,667.97 LT		
190			06/02/10	9,821.10	51.69	69.97	13,294.30	3,473.20 LT		
3,120				139,695.97	44.774		218,308.40	78,610.43	2.686	5,865.60
345	CULLEN FROST BANKERS INC	CFR	05/11/10	20,154.66	58.419	52.91	18,253.95	(1,900.71) LT		
170			05/17/10	9,853.05	57.959	52.91	8,994.70	(858.35) LT		
560			09/09/10	29,709.51	53.052	52.91	29,629.60	(79.91) LT		
520			09/09/11	24,842.01	47.773	52.91	27,513.20	2,671.19 ST		
220			09/22/11	9,899.21	44.996	52.91	11,640.20	1,740.99 ST		
495			10/28/11	24,835.09	50.171	52.91	26,190.45	1,355.36 ST		
480			12/16/11	24,713.42	51.486	52.91	25,396.80	683.38 ST		
2,790				144,006.95	51.615		147,618.90	3,611.95	3.477	5,133.60

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December 1 - December 31, 2011

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,145	DEERE & CO	DE	06/22/09	$ 44,356.15	$ 38.739	$ 77.35	$ 88,565.75	$ 44,209.60 LT		
725			06/30/09	29,963.38	41.328	77.35	56,078.75	26,115.37 LT		
235			10/05/09	9,872.16	42.009	77.35	18,177.25	8,305.09 LT		
175			05/20/10	10,037.74	57.358	77.35	13,536.25	3,498.51 LT		
2,280				94,229.43	41.329		176,358.00	82,128.67	2.12	3,739.20
1,730	DIAGEO PLC SPON ADR-NEW	DEO	06/30/09	99,780.52	57.676	87.42	151,236.60	51,456.08 LT		
500			07/24/09	30,124.10	60.248	87.42	43,710.00	13,585.90 LT		
150			03/05/10	9,833.99	65.559	87.42	13,113.00	3,279.01 LT		
2,380				139,738.81	58.714		208,059.60	68,320.99	2.968	6,178.10
1,730	E I DU PONT DE NEMOURS & CO	DD	07/11/11	94,510.42	54.63	45.78	79,199.40	(15,311.02) ST		
415			08/31/11	19,953.20	48.08	45.78	18,998.70	(954.50) ST		
2,145				114,463.62	53.363		98,198.10	(16,265.52)	3.682	3,517.80
2,975	EMERSON ELECTRIC CO	EMR	05/13/09	99,952.56	33.597	46.59	138,605.25	38,652.69 LT		
1,060			05/27/09	34,968.76	32.989	46.59	49,385.40	14,416.64 LT		
4,035				134,921.32	33.438		187,990.65	53,069.33	3.434	6,456.00
1,168.9888	ENBRIDGE ENERGY MANAGEMENT LLC	EEQ	09/22/09	22,757.88	19.558	34.76	40,634.05	17,876.17 LT		
453.0112			05/19/10	9,909.28	21.923	34.76	15,746.67	5,837.39 LT		
1,622				32,667.16	20.14		56,380.72	23,713.56	10.644	6,001.40
400	EXXON MOBIL CORP	XOM	06/18/10	25,167.96	62.919	84.76	33,904.00	8,736.04 LT		
170			06/29/10	9,863.40	58.02	84.76	14,409.20	4,545.80 LT		
175			07/01/10	10,009.98	57.199	84.76	14,833.00	4,823.02 LT		
500			09/09/10	30,509.95	61.019	84.76	42,380.00	11,870.05 LT		
345			09/09/11	24,957.30	72.34	84.76	29,242.20	4,284.90 ST		
1,590				100,508.59	63.213		134,768.40	34,259.81	2.218	2,989.20
890	GENERAL DYNAMICS CORP	GD	06/30/09	49,945.47	56.118	66.41	59,104.90	9,159.43 LT		
925			07/06/09	49,864.53	53.907	66.41	61,429.25	11,564.72 LT		
575			07/10/09	29,898.97	51.998	66.41	38,185.75	8,286.78 LT		
160			06/29/10	9,775.01	61.093	66.41	10,625.60	850.59 LT		
170			07/01/10	9,978.92	58.699	66.41	11,289.70	1,310.78 LT		
2,720				149,462.90	54.95		180,635.20	31,172.30	2.83	5,113.60
3,000	GENUINE PARTS CO	GPC	05/06/09	100,050.60	33.35	61.20	183,600.00	83,549.40 LT		
1,050			05/11/09	34,878.48	33.217	61.20	64,260.00	29,381.52 LT		
4,050				134,929.08	33.316		247,860.00	112,930.92	2.941	7,290.00
2,460	ILLINOIS TOOL WORKS INC	ITW	03/19/10	114,930.95	46.719	46.71	114,906.60	(24.35) LT		
200			05/17/10	9,990.00	49.95	46.71	9,342.00	(648.00) LT		

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Client Statement

December 1 - December 31, 2011

ISAIAH 61 FOUNDATION

Account number 400-71281-11 035

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
210	ILLINOIS TOOL WORKS INC	ITW	05/19/10	$ 10,180.17	$ 48.477	$ 46.71	$ 9,809.10	($ 371.07) LT		
260			12/16/11	11,946.48	45.948	46.71	12,144.60	198.12 ST		
600			12/30/11	28,102.20	46.837	46.71	28,026.00	(76.20) ST		
3,730				175,149.80	46.957		174,228.30	(921.50)	3.082	5,371.20
6,040	INTEL CORP	INTC	05/08/09	92,410.79	15.299	24.25	146,470.00	54,059.21 LT		
2,310			05/12/09	34,972.71	15.139	24.25	56,017.50	21,044.79 LT		
8,350				127,383.50	15.256		202,487.50	75,104.00	3.463	7,014.00
1,000	INTL BUSINESS MACHINES CORP	IBM	05/08/09	100,450.00	100.45	183.88	183,880.00	83,430.00 LT		
295			07/10/09	29,924.36	101.438	183.88	54,244.60	24,320.24 LT		
80			05/11/10	10,085.60	126.07	183.88	14,710.40	4,624.80 LT		
1,375				140,459.96	102.153		252,835.00	112,375.04	1.631	4,125.00
800	JOHNSON & JOHNSON	JNJ	11/02/09	47,871.52	59.839	65.58	52,464.00	4,592.48 LT		
300			12/16/09	19,439.97	64.799	65.58	19,674.00	234.03 LT		
470			01/22/10	30,028.21	63.889	65.58	30,822.60	794.39 LT		
155			03/05/10	9,893.63	63.829	65.58	10,164.90	271.27 LT		
155			05/12/10	10,050.18	64.839	65.58	10,164.90	114.72 LT		
160			05/14/10	10,273.58	64.209	65.58	10,492.80	219.22 LT		
500			04/06/11	29,844.75	59.689	65.58	32,790.00	2,945.25 ST		
2,540				157,401.84	61.969		166,573.20	9,171.36	3.476	5,791.20
750	KIMBERLY CLARK CORP	KMB	09/09/10	49,544.93	66.059	73.56	55,170.00	5,625.07 LT		
750			09/09/10	49,469.03	65.958	73.56	55,170.00	5,700.97 LT		
160			12/07/10	9,918.38	61.989	73.56	11,769.60	1,851.22 LT		
155			03/15/11	9,871.90	63.689	73.56	11,401.80	1,529.90 ST		
1,815				118,804.24	65.457		133,511.40	14,707.16	3.808	5,082.00
2,160	KINDER MORGAN MANAGEMENT LLC	KMR	05/08/09	74,326.68	34.473	78.52	169,603.20	95,276.52 LT	4.024	6,825.60
5,000	KONINKLIJKE PHILIPS ELECTRONCIS NS SPON ADR NEW	PHG	06/03/09	99,341.00	19.868	20.95	104,750.00	5,409.00 LT		
138			03/31/10	4,628.52	33.54	20.95	2,891.10	(1,737.42) LT		
197			04/06/11	5,967.13	30.29	20.95	4,127.15	(1,839.98) ST		
5,335				109,936.65	20.607		111,768.25	1,831.60	4.515	5,046.91
3,870	LOWES COMPANIES INC	LOW	12/16/11	96,703.56	24.988	25.38	98,220.60	1,517.04 ST	2.208	2,167.20
1,865	MCDONALDS CORP	MCD	05/06/09	100,072.92	53.658	100.33	187,115.45	87,042.53 LT		
650			05/12/09	34,852.61	53.619	100.33	65,214.50	30,361.89 LT		
2,515				134,925.53	53.648		252,329.95	117,404.42	2.79	7,042.00
3,775	MICROSOFT CORP	MSFT	05/06/09	74,969.99	19.859	25.96	97,999.00	23,029.01 LT		
1,040			07/16/09	24,960.00	24.00	25.96	26,998.40	2,038.40 LT		

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Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
640	MICROSOFT CORP	MSFT	07/27/09	$ 14,937.22	$ 23.339	$ 25.96	$ 16,614 40	$ 1,677 18 LT		
700			05/11/10	20,160 00	28 80	25 96	18,172 00	(1,988 00) LT		
370			12/07/10	9 971 46	26 949	25 96	9,605.20	(366 26) LT		
735			10/28/11	19,776.50	26.906	25 96	19,080 60	(695 90) ST		
7,260				164,775.17	22 696		188,469.60	23,694 43	3 081	5,808 00
1,950	NORTHERN TRUST CORP	NTRS	05/21/09	100,065.23	51.315	39.66	77,337.00	(22,728.23) LT		
545			06/03/09	30,029.17	55 099	39 66	21,614 70	(8,414.47) LT		
200			10/30/09	10,147.70	50.738	39 66	7,932.00	(2,215.70) LT		
185			05/14/10	9,939.96	53.729	39.66	7,337.10	(2,602.86) LT		
195			05/20/10	9,974.19	51.149	39.66	7,733.70	(2,240.49) LT		
680			12/30/11	26 974 78	39.668	39 66	26,968.80	(5.98) ST		
3,765				187,131 03	49 835		148,923 30	(38,207.73)	2 624	4,205 60
2,520	NOVARTIS AG ADR	NVS	06/03/09	99,984 28	39 676	57 17	144,068 40	44,084 12 LT		
890			07/10/09	34,975 93	39.298	57.17	50,881.30	15,905.37 LT		
3,410				134,960 21	39 578		194,949.70	59,989 49	3 507	6,837 05
3,260	NSTAR	NST	05/06/09	99,813 05	30 617	46.96	153,089.60	53,276.55 LT		
1,165			05/13/09	35,004.76	30 047	46.96	54,708.40	19,703 64 LT		
320			10/30/09	10,018.24	31.307	46.96	15,027.20	5,008.96 LT		
4,745				144,836.05	30 524		222,825.20	77,989 15	3.62	8,066.50
2,595	OMNICOM GROUP INC	OMC	10/03/11	93,797.57	36.145	44.58	115,685 10	21,887.53 ST		
550			10/28/11	24,857.53	45 195	44 58	24,519 00	(338.53) ST		
3,145				118,655 10	37 728		140,204 10	21,549.00	2 243	3,145.00
2,250	PPG INDUSTRIES INC	PPG	05/08/09	100,327 50	44 59	83 49	187,852.50	87,525 00 LT		
685			05/29/09	29,926.83	43 688	83 49	57,190 65	27,263 82 LT		
2,935				130,254 33	44 38		245,043 15	114,788.82	2 73	6,691 80
590	PARKER HANNIFIN CORP	PH	05/29/09	24,919.77	42.236	76.25	44,987.50	20,067.73 LT		
695			06/17/09	30,022 75	43.198	76.25	52,993.75	22,971.00 LT		
170			06/04/10	10,055 33	59 149	76 25	12,962 50	2,907.17 LT		
175			06/29/10	9,920.40	56.688	76 25	13,343.75	3,423.35 LT		
360			09/09/11	24,663 60	68.51	76.25	27,450.00	2,786.40 ST		
155			09/22/11	9,575 59	61 778	76 25	11,818 75	2,243 16 ST		
2,145				109,157 44	50 889		163,556 25	54,398.81	1 94	3,174.60
3,700	PAYCHEX INC	PAYX	05/07/09	99,898 52	26 999	30 11	111,407 00	11,508 48 LT		
1,120			05/29/09	29,959.33	26.749	30.11	33,723.20	3,763.87 LT		
745			08/31/11	20,120 14	27.006	30.11	22,431.95	2,311 81 ST		

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ISAIAH 61 FOUNDATION **Account number 400-71281-11 035**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
380	PAYCHEX INC	PAYX	09/22/11	$ 9,837.44	$ 25.888	$ 30.11	$ 11,441.80	$ 1,604.36 ST		
5,945				159,815.43	26.882		178,003.95	19,188.52	4.251	7,609.60
1,940	PHILIP MORRIS INTL INC	PM	05/11/10	92,888.17	47.88	78.48	152,251.20	59,363.03 LT		
225			06/02/10	9,994.48	44.419	78.48	17,658.00	7,663.52 LT		
2,165				102,882.65	47.521		169,909.20	67,026.55	3.924	6,668.20
1,990	PROCTER & GAMBLE CO	PG	05/06/09	100,015.81	50.259	66.71	132,752.90	32,737.09 LT		
560			06/03/09	29,965.26	53.509	66.71	37,357.60	7,392.34 LT		
2,550				129,981.07	50.973		170,110.50	40,129.43	3.147	5,355.00
3,000	REYNOLDS AMERICAN INC	RAI	05/11/09	59,810.40	19.936	41.42	124,260.00	64,449.60 LT	5.408	6,720.00
880	SIEMENS A G SPONS ADR	SI	05/20/11	114,587.35	130.212	95.61	84,136.80	(30,450.55) ST		
195			08/31/11	20,079.54	102.972	95.61	18,643.95	(1,435.59) ST		
1,075				134,666.89	125.272		102,780.75	(31,886.14)	3.089	3,175.55
3,240	SOUTHERN CO	SO	11/04/09	101,303.14	31.266	46.29	149,979.60	48,676.46 LT		
760			12/08/09	24,935.52	32.809	46.29	35,180.40	10,244.88 LT		
295			05/20/10	9,965.04	33.779	46.29	13,655.55	3,690.51 LT		
4,295				136,203.70	31.712		198,815.55	62,611.85	4.082	8,117.55
1,885	SYSCO CORP	SYY	09/22/11	49,236.20	26.12	29.33	55,287.05	6,050.85 ST	3.682	2,035.80
1,760	3M COMPANY	MMM	05/13/09	100,072.54	56.859	81.73	143,844.80	43,772.26 LT		
590			05/27/09	33,759.09	57.218	81.73	48,220.70	14,461.61 LT		
2,350				133,831.63	56.95		192,065.50	58,233.87	2.691	5,170.00
875	TOTAL S.A SPONS ADR	TOT	06/12/09	49,900.20	57.028	51.11	44,721.25	(5,178.95) LT		
465			06/17/09	24,932.60	53.618	51.11	23,766.15	(1,166.45) LT		
475			06/22/09	24,994.12	52.619	51.11	24,277.25	(716.87) LT		
465			07/16/09	25,044.20	53.858	51.11	23,766.15	(1,278.05) LT		
175			08/05/09	9,745.56	55.688	51.11	8,944.25	(801.31) LT		
500			09/09/10	24,764.80	49.529	51.11	25,555.00	790.20 LT		
2,955				159,381.48	53.936		151,030.05	(8,351.43)	5.272	7,983.73
1,960	UNITED PARCEL SERVICE CL B	UPS	05/27/09	100,163.64	51.103	73.19	143,452.40	43,288.76 LT		
600			05/29/09	29,723.28	49.538	73.19	43,914.00	14,190.72 LT		
2,560				129,886.92	50.737		187,366.40	57,479.48	2.841	5,324.80
900	UNITED TECHNOLOGIES CORP	UTX	06/12/09	49,596.84	55.107	73.09	65,781.00	16,184.16 LT		
455			06/17/09	24,960.25	54.857	73.09	33,255.95	8,295.70 LT		
475			06/22/09	25,079.62	52.799	73.09	34,717.75	9,638.13 LT		
665			06/30/09	34,825.65	52.369	73.09	48,604.85	13,779.20 LT		
2,495				134,482.36	53.893		182,359.55	47,897 19	2.626	4,790.40

Statement B Page 6 of 9

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
590	V F CORP	VFC	05/06/09	$ 34,838.79	$ 59 048	$ 126 99	$ 74,924 10	$ 40,085 31 LT		
645			05/12/09	34,880.83	54.078	126.99	81,908.55	47,027.72 LT		
1,235				69,719 62	56.453		158,832 65	87,113 03	2 267	3,558 80
3,275	VERIZON COMMUNICATIONS	VZ	05/06/09	93,722 87	28 617	40.12	131,393 00	37,670 13 LT		
1,165			05/13/09	32,792 99	28 148	40.12	46,739 80	13,946.81 LT		
330			09/16/09	9,369.42	28.392	40.12	13,239.60	3,870.18 LT		
4,770				135,885 28	28.487		191,372.40	55,487 12	4 986	9,540.00
1,370	WALGREEN CO NEW	WAG	01/22/10	49,991.16	36.489	33 06	45,292 20	(4,698 96) LT		
285			03/05/10	9,994 92	35 069	33 06	9,422.10	(572.82) LT		
560			05/10/10	19,963.94	35.649	33 06	18,513.60	(1,450 34) LT		
300			05/20/10	9,959 97	33.199	33.06	9,918.00	(41.97) LT		
665			07/26/10	19,916 68	29.949	33 06	21,984.90	2,068.22 LT		
730			10/28/11	24,737 73	33 887	33 06	24,133 80	(603 93) ST		
575			12/30/11	19,122.78	33 257	33 06	19,009.50	(113.28) ST		
4,485				153,887.18	34 287		148,274 10	(5,413 08)	2 722	4,038 50
3,720	WASTE MGMT INC DEL	WM	05/06/09	100,133.84	26 917	32.71	121,681 20	21,547.36 LT		
1,310			05/12/09	35 041.71	26 749	32 71	42,850.10	7 808 39 LT		
1,155			12/16/11	35,768.04	30.968	32 71	37,780.05	2,012.01 ST		
6,185				170,943.59	27 638		202,311.35	31,367 76	4 157	8,411 60
985	WELLS FARGO & CO NEW	WFC	08/31/11	25,590.30	25.98	27.56	27,146.60	1,556.30 ST		
1,025			09/09/11	24,712 75	24 11	27.56	28,249.00	3,536.25 ST		
635			09/22/11	14,744 70	23 22	27 56	17,500.60	2,755.90 ST		
1,845			10/28/11	49,630.50	26.90	27 56	50,848 20	1,217.70 ST		
915			12/30/11	25,297 01	27 647	27.56	25,217 40	(79.61) ST		
5,405				139,975 26	25 897		148,961.80	8,986 54	1.741	2,594.40
Total common stocks and options				$ 6,722,494.50	①		$ 8,995,268.62	$ 13,716.60 ST $ 2,259,057 52 LT	3.32	$ 298,845 49

2,272,764.12 [illegible]

Statement 6 Page 7 of 9

Client Statement

December 1 - December 31, 2011

ISAIAH 61 FOUNDATION Account number 400-71281-11 035

Exchange traded & closed end funds

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain closed-end funds Because the research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating CIRA closed-end fund recommendations include an investment rating and a risk rating The Investment Rating code (1, 2, 3) is based upon CIRA's expectation of the security's performance relative to its peer group of closed-end funds. The Risk Rating (L, M, H or S) represents the fund's expected risk, taking into account the quality and liquidity of the underlying securities, financial leverage and foreign currency exposure Please refer to the end of this statement for a guide describing CIRA stock and closed-end fund ratings in further detail.

Closed end investment companies are grouped below by portfolio designations. Gain/Loss is provided to assist in tax preparation. It is not intended to calculate investment returns or performance

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,000	JP MORGAN ALERIAN MLP INDEX	AMJ	10/14/09	$ 26,077.60	$ 26 077	$ 38.97	$ 38,970.00	$ 12,892 40 LT		
350	Equity portfolio		10/30/09	9,126 71	26 076	38 97	13,639.50	4,512 79 LT		
1,350				35,204 31	26 077		52,609 50	17,405 19	4 888	2,571 75
1,985	TORTOISE ENERGY INFRASTRUCTURE	TYG	06/12/09	45,831 66 R	25 172	39 99	79,380.15	33,548 49 LT		
1,000	CORP		06/17/09	22,826 78 R	24.909	39.99	39,990 00	17.163 22 LT		
2,985	Equity portfolio			88,658.44	23 001		119,370 15	50,711 71	5 551	6,628 70
Total closed end fund equity allocation							$ 171,979 65			
Total exchange traded funds and closed end funds				$ 103,862.75			$ 171,979.65	$ 0.00 ST. $ 68,116.90 LT.	5.34	$ 9,198.45

Corp Stock

9,167,248.27
unsetted transactions (99,496.77)
9067,751.50

Bonds

Unrealized gains & losses have been adjusted to account for the accretion of OID (original issue discount), the amortization of premium, and/or the accretion of market discount

Call features shown indicate the next regularly scheduled call date and price Your holdings may be subject to other redemption features including sinking funds or extraordinary calls

The credit rating from Moody's Investors Service and Standard & Poor's may be shown for certain securities All credit ratings represent the "opinions" of the provider and are not representations or guarantees of performance. Your Financial Advisor will be pleased to provide you with further information or assistance in interpreting these credit ratings.

Corporate bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted	Current % Yield/ Anticip Income (annualized)	Ordinary Income/ Capital gain/(loss)
100,000	HEWLETT PACKARD CO BOOK/ENTRY DTD 02/26/2009 INT. 04 250% MATY. 02/24/2012 Rating. A2/BBB +	02/24/09 428236AU7	$ 100,334.00 $ 100,008 00	$ 100 334 $ 100 008	100.45 $ 1,499 31	$ 100,450.00	$ 116.00 LT $ 442.00 LT	4.23 $ 4,250 00	$ 0 00 $ 442 00

Statement B Page 8 of 9

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
100,000	CONOCOPHILLIPS BDS BOOK/ENTRY DTD 02/03/09 INT 04.750% MATY. 02/01/2014 Rating A1/A	01/30/09 20825CAS3	$ 101,106 00 $ 100,488 00	$ 101.106 $ 100 488	108.002 $ 1,979 17	$ 108,002 00	$ 6,896.00 $ 7,514 00	LT LT	4 398 $ 4,750 00	$ 0 00 $ 7,514 00
100,000	AT&T INC BDS BOOK/ENTRY DTD 02/03/09 INT. 04.850% MATY· 02/15/2014 Rating: A2/A-	01/30/09 00206RAQ5	101,423 00 100,835.00	101 423 100.635	107.787 1,832 22	107,787 00	6,364.00 7,152.00	LT LT	4 499 4,850.00	0 00 7,152 00
100,000	COCA COLA CO BK/ENTRY DTD 03/06/2009 INT: 03.625% MATY· 03/15/2014 Rating AA3/A+	03/04/09 191216AL4	99,858 00 99,858 00	99 858 99.858	106.452 1,087.36	106,452 00	6,594.00 6,594.00	LT LT	3.405 3,625.00	0 00 6,594.00
50,000	BANK OF AMERICA CORP BOOK/ENTRY DTD 05/13/2009 INT. 07.375% MATY· 05/15/2014 Rating· BAA1/A-	05/19/09 06051GDY2	51,025.00 50,526.50	102 05 101 053	103.686 471 18	51,843.00	818.00 1,316.50	LT LT	7.112 3,687 50	0.00 1,316 50
100,000	WALGREEN CO BDS BOOK/ENTRY DTD 01/13/09 INT: 05.250% MATY. 01/15/2019 Rating: A2/A	01/09/09 931422AE9	100,742 00 100,557 00	100.742 100.557	118 884 2,420 83	118,884.00	18,142.00 18,327 00	LT LT	4.418 5,250.00	0.00 18,327 00
Total corporate bonds 550,000			$ 554,488.00 $ 552,072.50		$ 9,270 07	$ 593,418.00	$ 0.00 $ 41,345.50	ST LT	4.45 $ 28,412.50	$ 0.00 $ 41,345.50
Total portfolio value			$ 7,549,804.32			$ 9,932,040.84	$ 13,716.60 $ 2,368,519.92	ST LT	3.38 $ 334,273.57	$ 0.00 $ 41,345.50

R The basis for this tax lot has been adjusted due to a reclassification of income

593,418 Corp. Bonds

Statement B Page 9 of 9

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT B	593,418.	593,418.
TOTALS	593,418.	593,418.

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BALANCE DUE ON SALE OF STOCK ANATOL MALANCIA	25,000.	25,000.
TOTALS	25,000.	25,000.

ATTACHMENT 13

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED GAIN/(LOSS)		182,964.
	TOTAL	182,964.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
ANDREW J. SCHONBEK 79 WOODCLIFF DRIVE PLATTSBURGH, NY 12901	TRUSTEE 2.00	0	0	0
ALICE J. SCHONBEK 79 WOODCLIFF DRIVE PLATTSBURGH, NY 12901	TRUSTEE .25	0	0	0
EILEEN SCHONBEK-BEER PO BOX 84 BURLINGTON, VT 05402-0084	TRUSTEE .50	0	0	0
MICHAEL BEER PO BOX 84 BURLINGTON, VT 05402-0084	TRUSTEE 3.00	0	0	0
STEPHANIE BEER PO BOX 84 BURLINGTON, VT 05402-0084	TRUSTEE .25	0	0	0
MATTHEW BEER 29 TANGLEWOOD DRIVE SOUTH BURLINTON, VT 05403	TRUSTEE .25	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
AMELIA SCHONBEK 164 6TH AVENUE BROOKLYN, NY 11217	TRUSTEE .25	0	0	0
ALEXANDRA SCHONBEK 33 PINE STREET AMHERST, MA 01002	TRUSTEE .25	0	0	0
	GRAND TOTALS			

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARANATHA CHRISTIAN CHURCH PO BOX 511 WILLISTON, VT 05495	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	800.
CHILD VOICE INTERNATIONAL PO BOX 579 DURHAM, NH 03824-0579	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	36,000.
CORNERSTONE COMMUNITY CHURCH 4465 HANSEN ROAD PADUCAH, KY 42001	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	1,600.
INTERNATIONAL HOUSE OF PRAYER 3535 EAST RED BRIDGE ROAD KANSAS CITY, MO 64137	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	3,800.
KINGDOM'S KIDS MINISTRY 1050 BRIGHTON COVE DRIVE LAWRENCEVILLE, GA 30043	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	28,150.
150 CHERRY STREET 150 CHERRY STREET BURLINGTON, VT 05401	AFFILIATED ORGANIZATION PUBLIC CHARITY	SUPPORT OF MINISTRY	472,989.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FINAL FRONTIER MINISTRIES PO BOX 121971 NASHVILLE, TN 37212-1971	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRTY	4,000.
CROSSROADS BAPTIST CHURCH 8300 TEZEL ROAD SAN ANTONIO, TX 78254	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	1,000.
ANGLICAN CHURCH IN N.A. 1001 MERCHANT STREET ANBRIDGE, PA 15003	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	5,000.
VINEYARD EVANSTON 2495 HOWARD EVANSTONE, IL 60202	NO RELATIONSHIP PUBLIC CHARITY	SUPPORT OF MINISTRY	500.
		TOTAL CONTRIBUTIONS PAID	553,839.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2011

Name of estate or trust: ISAIAH 61 FOUNDATION

Employer identification number: 14-1827942

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,278.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	2,278.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	135,262.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	135,262.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			2,278.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			135,262.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			137,540.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . **16** ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col (2) is more than zero

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . **17**

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . **18**

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . **19**

20 Add lines 18 and 19 . . . **20**

21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . ▶ **21**

22 Subtract line 21 from line 20 If zero or less, enter -0- . . . **22**

23 Subtract line 22 from line 17 If zero or less, enter -0- . . . **23**

24 Enter the **smaller** of the amount on line 17 or $2,300 . . . **24**

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box.
☐ **No.** Enter the amount from line 23 . . . **25**

26 Subtract line 25 from line 24 . . . **26**

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 **27**

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . **28**

29 Subtract line 28 from line 27 . . . **29**

30 Multiply line 29 by 15% (15) . . . **30**

31 Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . **31**

32 Add lines 30 and 31 . . . **32**

33 Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . **33**

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . **34**

SCHEDULE D-1
(Form 1041)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust
ISAIAH 61 FOUNDATION

Employer identification number
14-1827942

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED STATEMENT A	VARIOUS	VARIOUS	9,948.	7,670.	2,278.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 2,278.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041 **Schedule D-1 (Form 1041) 2011**

JSA
1F1221 2 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	SEE ATTACHED STATEMENT A	VARIOUS	VARIOUS	1,002,342.	818,793.	183,549.
	SECURITIES PURCHASE AGREEMENT	10/26/2007	06/30/2011	901,713.	950,000.	-48,287.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 135,262.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: ISAIAH 61 FOUNDATION

Employer identification number (EIN) or ☒ 14-1827942

Number, street, and room or suite no If a P O box, see instructions: PO BOX 5505

Social security number (SSN) ☐

City, town or post office, state, and ZIP code For a foreign address, see instructions: BURLINGTON, VT 05402-5505

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	[illegible]	[illegible]
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ▶ PAULA ANDERSON
  Telephone No ▶ 518 726-0271 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 is for

4 I request an additional 3-month extension of time until 11/15, 20 12

5 For calendar year 2011, or other tax year beginning ______, 20 ___, and ending ______, 20 ___

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO
FILE A COMPLETE AND ACCURATE RETURN.

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

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ CPA Date ▶ 9-4-2012

Form **8868** (Rev 1-2012)