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: The Paraklete Foundation

A Employer identification number: 94-3374734

Number and street (or P O box number if mail is not delivered to street address): P.O. Box 137 | Room/suite:

B Telephone number (see instructions): 925-461-5053

City or town, state, and ZIP code: Sunol, CA 94586

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) ▶ $ 283,418.44

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).)*

	Line	Description	(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)	18,523.31			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	17.64	17.64		
	4	Dividends and interest from securities	6,786.20	6,786.20		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		14316.46		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	59.58	59.58		
	12	**Total.** Add lines 1 through 11	25,386.73	21,199.88	N/A	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	2,945.41	2,945.41		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	153.97	153.97		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,271.35			1,271.35
	22	Printing and publications				
	23	Other expenses (attach schedule)	158.42			158.42
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,529.15	3,099.38		1,429.77
	25	Contributions, gifts, grants paid	13,488.38			13,488.38
	26	**Total expenses and disbursements.** Add lines 24 and 25	18,017.53	3,099.38		14,918.15
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	7,369.20			
	b	**Net investment income** (if negative, enter -0-)		17,457.78		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
MAY 01 2012
OGDEN, UT
IRS-OSC
1404

SCANNED MAY 10 2012

p 3

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	12422.01	3132.21	3132.21
	2	Savings and temporary cash investments			
	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 (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			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	259192 63	195044 80	195044.80
	c	Investments—corporate bonds (attach schedule)		85241.43	85241.43
	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 ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	271614.64	283418.44	283418.44
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)			
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			
	30	**Total net assets or fund balances** (see instructions)	271614 64	283418.44	
	31	**Total liabilities and net assets/fund balances** (see instructions)	271614 64	283418.44	

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	271614.64
2	Enter amount from Part I, line 27a	2	7327.26
3	Other increases not included in line 2 (itemize) ▶ Stock Capital Gains	3	4476.54
4	Add lines 1, 2, and 3	4	283418.44
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	283418.44

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	Fidelity Stock Account LT	P	9/26/2011	Various
b	Fidelity Stock Account ST	P	9/26/2011	various
c	Foothill Securities Stock account LT	P	Various	Various
d	Foothill Securities Stock account ST	P	Various	Various
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	202693.18		181294.77	21398.41
b	26821.87		29907.33	(3085 46)
c	34142.29		36484.43	(2342.14)
d	40711.72		42366.10	(1654.38)
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	14316.46
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	(7081.98)

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	9344	251313	0.037
2009	8182.09	225476.35	0.036
2008	12701.00	288713.35	0.044
2007	16142.25	319268.05	0.051
2006	11875.88	280508.30	0.042

2	**Total** of line 1, column (d)	2	0.21
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	0.042
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	265763
5	Multiply line 4 by line 3	5	11162
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	175
7	Add lines 5 and 6	7	11337
8	Enter qualifying distributions from Part XII, line 4	8	14918

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	175	
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	175	
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	175	
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a			
b	Exempt foreign organizations—tax withheld at source — 6b			
c	Tax paid with application for extension of time to file (Form 8868) — 6c			
d	Backup withholding erroneously withheld — 6d			
7	Total credits and payments. Add lines 6a through 6d	7		
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	175	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10		
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ — **Refunded** ▶	11		

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		✔
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		✔
	*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		✔
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		✔
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		✔
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✔
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		✔
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✔
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	✔	
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	✔	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
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	✔	
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		✔
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✔

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

			Yes	No
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		✔
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		✔
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✔	

Website address ▶

14 The books are in care of ▶ Dennis R. Smith Telephone no. ▶ 925-461-5053
Located at ▶ 626 Abbie Street Pleasanton, CA ZIP+4 ▶ 94566-7402

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		✔
	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		
	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		✔
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 ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		✔
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
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		✔
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		✔

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** ✔

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**

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
Dennis R Smith 626 Abbie Street Pleasanton, CA 94566	Director 1	0	0	0
Judith A. Smith 626 Abbie Street Pleasanton, CA 94566	Secretary 0.5	0	0	0
Kara M. Locke 7228 Woodside Dr. Stockton, CA 95207	Treasurer 0.25	0	0	0
Charles L. Locke 7228 Woodside Dr Stockton, CA 95207	Trustee 0.1	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
Anthony C Smith 1679 Fourth Street Livermore, CA 94550	Trustee 0.1	0	0	0
Michelle M Smith 1679 Fourth Street Livermore, CA 94550	Trustee 0.1	0	0	0

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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	
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	
2	
All other program-related investments See instructions.	
3	
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	263870
b	Average of monthly cash balances	1b	5940
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	269810
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	269810
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4047
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	265763
6	**Minimum investment return.** Enter 5% of line 5	6	13288

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	13288
2a	Tax on investment income for 2011 from Part VI, line 5	2a	175		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	175
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	13113
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	13113
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	13113

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	14918.15
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	
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	14918.15
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	14918.15

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

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

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				12497
2	Undistributed income, if any, as of the end of 2010:				
a	Enter amount for 2009 only			0	
b	Total for prior years: 20___,20___,20___		0		
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 0				
b	From 2006 0				
c	From 2007 0				
d	From 2008 . . . . . . 41.46				
e	From 2009 0				
f	**Total** of lines 3a through e	41 46			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 9344				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2010 distributable amount				9344
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	41.46			41.46
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				3111.54
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9:				
a	Excess from 2006 0				
b	Excess from 2007 0				
c	Excess from 2008 0				
d	Excess from 2009 0				
e	Excess from 2010 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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).)

Dennis R. And Judith A. Smith

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.

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:

Judith A. Smith P O. Box 137 Sunol, CA 94586

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

Applications available upon request

c Any submission deadlines:

June 30 and December 31 of each year

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

Grants are given for education/training for life skills, job skills and spiritual enrichment to homeless and others in need

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*				
1. Kashmire Evangelical Fellowship		501(c)(3	Computer training for impoverished teens.	5,000
2. Albania Eagle's Wings		501(c)(3	Training for homeless teens	3,450
3. Bulgaria church of God			Training for impovrished Pastors	2,013
4. Bridge to Hope Redding, California		501(c)(3	Training Impoverished teens	3,025.38
Total ▶ 3a				13,488.38
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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	523100	17.64			
4 Dividends and interest from securities	523100	6786.20			
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					
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)		6803.84			

13 **Total.** Add line 12, columns (b), (d), and (e) 13 6803.84

(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.)

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)		✔
	(2) Other assets	1a(2)		✔
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✔
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✔
	(3) Rental of facilities, equipment, or other assets	1b(3)		✔
	(4) Reimbursement arrangements	1b(4)		✔
	(5) Loans or loan guarantees	1b(5)		✔
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✔
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✔

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

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] 4/29/2012 Director

Signature of officer or trustee Date 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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No. 1545-0047

2011

Name of the organization	**Employer identification number**
The Paraklete Foundation	94-3374734

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization 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 990-EZ that met the 33$^1/_3$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions 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 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total 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. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Dennis R. & Judith A. Smith 626 Abbie Street Pleasanton, CA 94566-7402	$ 18,523 31	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Form 990-PF
2011
The Paraklete Foundation
94-3374734

Part 1, Line 1

Stock Donation	17830.00
Cash Donations	693.31

Part I, Line 11

Stock litigation	59.58

Part I, Line 16c

Associated Securities Money Management Fees	2945.41

Part I, Line 18

Taxes & Govt Filings	78.78
Foreign Taxes Paid	75.19

Part I, Line 23

P.O. Box	0
Office Supplies	17.00
Photocopies	21.41
Postage	5.48
Web Site Development	114.53

Part II, Line 10b

Refer to attached Account 4QK-035763 attached
Refer to attached Account 6VK-433908 attached
Refer to attached Account Z69-819204 attached

FIDELITY INVESTMENTS

FIDELITY
PREMIUM SERVICES℠

00006206 01 AV 0 340 12006206 Envelope 135126040

THE PARAKLETE FOUNDATION
ATTN DENNIS R SMITH
626 ABBIE ST
PLEASANTON CA 94566-7402

Investment Report

December 1, 2011 - December 31, 2011

Your Account Executive

Daniella Diaz 925-230-6002 ext. 54190

Online	Fidelity.com
FAST(sm)-Automated Telephone	800-544-5555
Premium Services	800-544-4442
8am - 11pm ET, Mon - Fri	

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION

Account Summary

Beginning value as of Dec 1	$258,950.99
Additions	17,830.00
Change in investment value	6,637.45
Ending value as of Dec 31	**$283,418.44**
Account trades from Jan 2011 - Dec 2011	47

Income Summary

	This Period	Year to Date
Taxable		
Dividends	$1,077.92	$2,620.55
St cap gain	184.57	218.85
Interest	0.02	0.07
Lt cap gain	61.11	137.84
Return of capital	**0.00**	**417.38**
Total	**$1,323.62**	**$3,394.69**

Realized Gain/Loss from Sales

	This Period	Year to Date
Short-term gain	$0.00	$471 71
Short-term loss	0.00	-3,557.17
Net short	**0.00**	**- 3,085.46**
Long-term gain	$0.00	$31,703.87
Long-term loss	0.00	-10,305.46
Net long	**0.00**	**21,398.41**

This may not reflect all of your gains/losses because of incomplete cost basis

Holdings (Symbol) as of December 31, 2011	Performance December 31, 2011	Quantity December 31, 2011	Price per Unit December 31, 2011	Total Cost Basis	Total Value December 1, 2011	Total Value December 31, 2011
Stocks *74% of holdings*						
CELLCOM ISRAEL LTD ILS0 01 ISIN #IL0011015349 (CEL)		300.000	$16.900	$6,130.68	$5,148.00	$5,070.00
ATMOS ENERGY CORP (ATO)		100.000	33.350	3,302.64	3,421.00	3,335.00
BLACKROCK ENERGY & RES TR COM (BGR)		200 000	24.450	5,102.00	5,204 00	4,890.00
BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS (BPL)		100.000	63 980	6,185.56	6,380.00	6,398.00

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION

Holdings (Symbol) as of December 31, 2011	Performance December 31, 2011	Quantity December 31, 2011	Price per Unit December 31, 2011	Total Cost Basis	Total Value December 1, 2011	Total Value December 31, 2011
DUKE ENERGY CORP NEW COM (DUK)		200 000	22.000	3,709.78	4,170.00	4,400.00
ENERGY TRANSFER PARTNERS LP UT LTD PARTNERSHIP INT (ETP)		100 000	45 850	4,333.80	4,376.00	4,585 00
ENTERGY CORP NEW (ETR)		100 000	73.050	6,195.20	7,036 00	7,305.00
FRONTIER COMMUNICATIONS CORP COM (FTR)		600.000	5.150	4,090.98	3,432.00	3,090.00
GENERAL DYNAMICS CRP (GD)		100.000	66.410	5,838.50	6,606.00	6,641.00
GENERAL ELECTRIC CO (GE)		1,000.000	17.910	unknown		17,910.00
HEINZ H J CO (HNZ)		100 000	54.040	4,963.75	5,265.00	5,404 00
ILLINOIS TOOL WORKS (ITW)		100.000	46.710	4,174.85	4,544.00	4,671 00
INVESCO MORTGAGE CAPITAL INC COM (IVR)		200 000	14.050	2,863.28	3.154.00	2,810.00
ISHARES BARCLAYS 20+ YEAR TREAS BOND FD (TLT)		79 000	121.250	7,336.89t	9,312.52	9,578.75
ISHARES BARCLAYS 7-10 YEAR TREASURY BOND FD (IEF)		79.000	105.570	7,905.07t	8.208 10	8,340.03
KIMBERLY CLARK CORP (KMB)		100.000	73 560	6,680 70	7,147.00	7,356.00
KINDER MORGAN ENERGY PARTNERS L P (KMP)		100.000	84.950	6,782.00	7,820 00	8,495.00
PHILIPS ELECTRONICS(KONINKLI KE)NV ADR EACH REP 1 ORD EUR0 20 (PHG)		300.000	20 950	5,029 92	6,099 00	6.285.00
MERCK & CO INC NEW COM (MRK)		200.000	37 700	6,319.50	7.150.00	7.540 00
MIDDLESEX WTR CO (MSEX)		200.000	18.660	3,484.40	3.700.00	3,732 00
NESTLE SA SPON ADR EACH REPR 1 COM CHF0 10 REGD (NSRGY)		100 000	57.748	5,539.00	5,619.90	5.774.80
NEXTERA ENERGY INC COM (NEE)		100.000	60 880	5,339.80	5,544.00	6,088.00
NORTHROP GRUMMAN CORP HOLDING CO (NOC)		100.000	58.480	5,181.80	5.707 00	5,848 00
NUSTAR ENERGY LP UNIT (NS)		100.000	56.660	5,599.32	5,484.00	5,666.00
PROCTER & GAMBLE CO (PG)		100 000	66 710	6,139 85	6,457.00	6,671.00
RAYTHEON CO COM NEW (RTN)		100.000	48.380	4,027.00	4,557.00	4,838.00
ROYAL BANK OF CANADA COM NPV ISIN #CA7800871021 SEDOL #2754383 (RY)		100.000	50.960	4,683.20	4,599 00	5,096.00
TORONTO-DOMINION BANK COM NPV ISIN #CA8911605092 SEDOL #2897222 (TD)		100 000	74.810	7,331 48	7.091.00	7,481 00

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION

Holdings (Symbol) as of December 31, 2011	Performance December 31, 2011	Quantity December 31, 2011	Price per Unit December 31, 2011	Total Cost Basis	Total Value December 1, 2011	Total Value December 31, 2011
TOTAL ADR EACH REP 1 ORD SHS EUR10 (TOT)		100.000	51.110	4,385.76	5,174.00	5,111 00
UNILEVER PLC ADS-EA REPR 1 ORD GPB0 03111 (UL)		200 000	33 520	6,151.28	6,726.00	6,704.00
VECTREN CORP (VVC)		200.000	30.230	5,319.28	5,820 00	6,046.00
WESTAR ENERGY INC COM (WR)		200 000	28 780	4,981.06	5,524 00	5,756.00
WINDSTREAM CORP COM (WIN)		400.000	11.740	4,935.40	4,704.00	4,696.00
XCEL ENERGY INC COM (XEL)		200.000	27.640	4,735.52	5,258.00	5,528.00
Subtotal of Stocks				**174,779.25**		**209,139.58**
Mutual Funds *21% of holdings*						
FIDELITY TOTAL BOND (FTBFX)	*30-day Yield: 3.15%*	828.962	10.920	9,141.03	9,010.82	9,052.27
DOUBLELINE TOTAL RT BOND FD CL N (DLTNX)		1,077.617	11 020	12,156 42	11,929.22	11,875.33
VANGUARD FI HIGH YLD CORP INVESTOR CL (VWEHX)		2,730.847	5.690	15,179.50	15,210.81	15,538.51
VANGUARD GNMA INVESTOR CL (VFIIX)		1,616.853	11.070	18,218.06	18,044 07	17,898.56
VANGUARD INFLATION PROTECTED SECS INV (VIPSX)		354 854	14 110	5,106.38	5,077.96	5,006.98
Subtotal of Mutual Funds				**59,801.39**		**59,371.65**
Other *4% of holdings*						
PLUM CREEK TIMBER CO INC (PCL)		200 000	36.560	7,011.20	7,368.00	7,312.00
RAYONIER INC (RYN)		100.000	44 630	3,922.10	4,064.00	4,463 00
Subtotal of Other				**10,933.30**		**11,775.00**
Core Account *1% of holdings*						
CASH		3,132.210	1.000	not applicable	1,808.59	3,132.21
For balances below $10,000 00, the current interest rate is 00 01%						
Subtotal of Core Account						**3,132.21**
Total				**$ 245,513.94**		**$283,418.44**

All positions held in cash account unless indicated otherwise

t - Third-party provided

Transaction Details (for holdings with activity this period)

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION

Core Account - Cash

Description	Amount	Balance
Beginning		**$1,808.59**
Investment Activity		
Core account income	$0.02	
Income	1,323 60	
Subtotal of Investment Activity	$1,323.62	
Ending		**$3,132.21**

Investment Activity

Settlement Date	Security	Description	Quantity	Price per Unit	Transaction Amount
11/30	DOUBLELINE TOTAL RT BOND FD CL N	Dividend received			$79.98
11/30	VANGUARD FI HIGH YLD CORP INVESTOR CL	Dividend received			88.66
11/30	VANGUARD GNMA INVESTOR CL	Dividend received			47.26
12/01	ENTERGY CORP NEW	Dividend received			83.00
12/01	MIDDLESEX WTR CO	Dividend received			37.00
12/01	VECTREN CORP	Dividend received			70.00
12/07	ISHARES BARCLAYS 20+ YEAR TREAS BOND FD	Dividend received			22 90
12/07	ISHARES BARCLAYS 7-10 YEAR TREASURY BOND FD	Dividend received			15.82
12/10	NORTHROP GRUMMAN CORP HOLDING CO	Dividend received			50.00
12/12	ATMOS ENERGY CORP	Dividend received			34.50
12/14	UNILEVER PLC ADS-EA REPR 1 ORD GPB0 03111	Dividend received			61 32
12/15	NEXTERA ENERGY INC COM	Dividend received			55.00
12/16	DUKE ENERGY CORP NEW COM	Dividend received			50.00
12/16	FIDELITY TOTAL BOND	Short-term cap gain			9.95
12/16	FIDELITY TOTAL BOND	Long-term cap gain			22.38
12/27	VANGUARD INFLATION PROTECTED SECS INV	Dividend received			74.52
12/27	VANGUARD INFLATION PROTECTED SECS INV	Long-term cap gain			6.39

ASSOCIATED SECURITIES CORP.
The Power of Association™

ASSOCIATED SECURITIES CORP
222 N Sepulveda Blvd, Suite 1900
El Segundo, CA 90245
310 568-3600
Member SIPC/NASD

Brokerage
Account Statement

* 00219696 01 AT 0.308 TR 00703 X114PD12 000000

THE PARAKLETE FOUNDATION
PO BOX 137
SUNOL CA 94586-0137

Your Financial Advisor Is:
MARY WARGA
(925) 449-7611

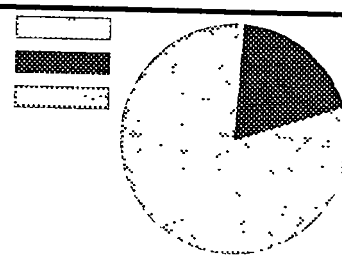
Account Number: 6JC-201947
Statement Period: 01/01/2007 - 01/31/2007

Valuation at a Glance

	This Period
Beginning Account Value	**$84,475.06**
Dividends/Interest	126 00
Change in Account Value	804 27
Ending Account Value	**$85,405.33**
Estimated Annual Income	**$1,392.91**

Asset Allocation

	Value Last Period	Value This Period	Percent Allocation
Cash and Cash Equivalents	368 27	494 27	1%
Equities	16,744 50	16,222 50	19%
Mutual Funds	67,362 29	68,688 56	80%
Account Total (Pie Chart)	**$84,475.06**	**$85,405.33**	**100%**



Asset Allocation percentages are rounded to the nearest whole percentage
Pie Chart allocation excludes all asset classes which net to a liability

Customer Service Information

Your Financial Advisor Is: A5M	Contact Information
MARY WARGA	Telephone Number: (925) 449-7611
ASSOCIATED SECURITIES CORP	Fax Number: (925) 449-0598
1202-A CONCANNON BLVD	
LIVERMORE CA 94550-6002	

Portfolio Holdings

Quantity	Description	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-day Yield
Cash and Cash Equivalents 1.00% of Portfolio						
Cash Balance		368 27	494.27			
Total Cash and Cash Equivalents		$368.27	$494.27	$0.00	$0.00	

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities 19.00% of Portfolio					
Common Stocks					
450.000	**GENERAL ELECTRIC CO COM** Dividend Option Cash *Security Identifier* GE	36.0500	16,222.50	504.00	3.10%
Total Common Stocks			$16,222.50	$504.00	
Total Equities			$16,222.50	$504.00	

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Mutual Funds 80.00% of Portfolio					
Mutual Funds					
1,681.760	**AMCAP FUND CLASS A** Open End Fund Dividend Option· Reinvest Capital Gains Option· Reinvest *Security Identifier* AMCPX	20.5500	34,560.17	260.67	0.75%

ASSOCIATED SECURITIES CORP.
The Power of Association

ASSOCIATED SECURITIES CORP
222 N Sepulveda Blvd., Suite 1900
El Segundo, CA 90245
310 563 3600

Member SIPC / NASD

Brokerage
Account Statement

Statement Period: 01/01/2007 - 01/31/2007

Portfolio Holdings *(continued)*

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*					
Mutual Funds *(continued)*					
966.536	**WASHINGTON MUTUAL INVESTORS FUND** CLASS A Open End Fund Dividend Option Reinvest Capital Gains Option Reinvest *Security Identifier* AWSHX	35.3100	34,128.39	628.24	1.84%
Total Mutual Funds			$68,688.56	$888.91	
Total Mutual Funds			$68,688.56	$888.91	

Description	Market Value	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	$85,405.33	$0.00	$1,392.91

Disclosures and Other Information

Pricing - Securities prices may vary from actual liquidation value. Prices shown should only be used as a general guide to portfolio value Prices are received from various pricing services However, pricing services are sometimes unable to provide timely information. Where pricing sources are not readily available, particularly on certain debt securities, estimated prices may be generated by a matrix system taking various factors into consideration The pricing of listed options takes into account the last closing price, as well as the current bid and offer prices. Where securities have not been priced, such securities have not been included in the Asset Allocation information at the beginning of this statement

Reinvestment - The dollar amount of Mutual Fund distributions, Money Market Fund dividend income, Bank Deposit interest income, or dividends for other securities shown on your Statement may have been reinvested. You will not receive confirmation of these reinvestments. However, information pertaining to these transactions which would otherwise appear on confirmations, including the time of execution and the name of the person from whom your security was purchased, will be furnished to you upon written request to your introducing firm. In dividend reinvestment transactions, Pershing acts as your agent and receives payment for order flow, the source and nature of which payment will be furnished to you upon written request to your introducing firm.

Option Disclosure - Information with respect to commissions and other charges incurred in connection with the execution of option transactions has been included in confirmations previously furnished to you. A summary of this information is available to you promptly upon your written request directed to your introducing firm In order to assist your introducing firm in maintaining current background and financial information concerning your option accounts, please promptly advise them in writing of any material change in your investment objectives or financial situation. Expiring options which are valuable are exercised automatically pursuant to the exercise by exception procedure of the Options Clearing Corporation. Additional information regarding this procedure is available upon written request to your introducing firm.

FOOTHILL SECURITIES INCORPORATED
150 East Dana Street
Mountain View, CA 94041
(650) 625-9701

Brokerage
Account Statement

* 00093925 01 AT 0.357 TR 00347 X220JD06 100000

THE PARAKLETE FOUNDATION
626 ABBIE STREET
PLEASANTON CA 94566-7402

Your Financial Advisor Is:
MIMI WARGA
(925) 449-7830

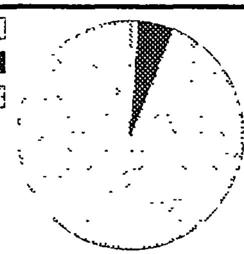
Account Number: 4QK-035763
Statement Period: 01/01/2010 - 01/31/2010

Valuation at a Glance

	This Period	Year-to-Date
Beginning Account Value	**$62,342.88**	**$62,342.88**
Cash Withdrawals	-200 00	-200 00
Dividends/Interest	20 02	20 02
Change in Account Value	-1,802 92	-1,802 92
Ending Account Value	**$60,359.98**	**$60,359.98**

Asset Allocation

	Prior Year-End	This Period	% Allocation
Cash, Money Funds, and FDIC Deposits	542 59	362 61	1%
Equities	3,026 00	3,216 00	5%
Mutual Funds	58,774 29	56,781 37	94%
Account Total (Pie Chart)	**$62,342.88**	**$60,359.98**	**100%**



Asset Allocation percentages are rounded to the nearest whole percentage

Pie Chart allocation excludes all asset classes which net to a liability

PAR-02-ROLL

Clearing Through Pershing LLC, a subsidiary of The Bank of New York Mellon Corporation
Member FINRA, NYSE, SIPC

Customer Service Information

Your Financial Advisor Is: MW0	Contact Information
MIMI WARGA 1202-A CONCANNON BLVD LIVERMORE CA 94550-5536	**Telephone Number:** (925) 449-7830 **Fax Number:** (925) 449-0598

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits 1.00% of Portfolio									
Money Market									
GENERAL MNY MKT FUND CL B									
362 610	01/01/10	0000396156	01/29/10	542 59	362 61	0 00	0 02	0 05%	0 05%
Total Money Market				**$542.59**	**$362.61**	**$0.00**	**$0.02**		
Total Cash, Money Funds, and FDIC Deposits				**$542.59**	**$362.61**	**$0.00**	**$0.02**		

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 5.00% of Portfolio								
Common Stocks								
5GENERAL ELECTRIC CO COM								
Dividend Option Cash								
Security Identifier GE								
200 000	11/15/07	N/A	Please Provide	16 0800	3,216 00	N/A	80 00	2 48%
Total Common Stocks			**$0.00**		**$3,216.00**	**$0.00**	**$80.00**	
Total Equities			**$0.00**		**$3,216.00**	**$0.00**	**$80.00**	

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 94.00% of Portfolio								
Mutual Funds								
5AMCAP FUND CLASS A								
Open End Fund								
Security Identifier AMCPX								
Dividend Option Reinvest, Capital Gains Option Reinvest								
1,677 814	08/13/07	N/A	Please Provide	15 9800	26,811 47	N/A	275 16	1 02%

FOOTHILL SECURITIES INCORPORATED
150 East Dana Street
Mountain View, CA 94041
(650) 625-9701

Brokerage Account Statement

Statement Period: 01/01/2010 - 01/31/2010

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
Mutual Funds *(continued)*								
AMCAP FUND CLASS A *(continued)*								
197 556	Reinvestments to Date	18 2250	3,600 52	15 9800	3,156 94	-443 58	32 40	1 02%
1,875.370	**Total**		**$3,600.52**		**$29,968.41**	**-$443.58**	**$307.56**	
5WASHINGTON MUTUAL INVESTORS FUND CLASS A *Open End Fund* *Security Identifier* AWSHX Dividend Option Reinvest, Capital Gains Option Reinvest								
967 454	08/13/07	N/A	Please Provide	23 9000	23,122 15	N/A	682 05	2 94%
154 427	Reinvestments to Date	27 7220	4,280 97	23 9000	3,690 81	-590 16	108 87	2 94%
1,121.881	**Total**		**$4,280.97**		**$26,812.96**	**-$590.16**	**$790.92**	
Total Mutual Funds			**$7,881.49**		**$56,781.37**	**-$1,033.74**	**$1,098.48**	
Total Mutual Funds			**$7,881.49**		**$56,781.37**	**-$1,033.74**	**$1,098.48**	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$8,244.10**	**$60,359.98**	**-$1,033.74**	**$0.00**	**$1,178.50**

5 Unrealized gains and losses are not reported for securities for which cost basis or market value is not available

Disclosures and Other Information

Pricing - Securities prices may vary from actual liquidation value. Prices shown should only be used as a general guide to portfolio value Prices are received from various pricing services However, pricing services are sometimes unable to provide timely information Where pricing sources are not readily available, particularly on certain debt securities, estimated prices may be generated by a matrix system taking various factors into consideration. The pricing of listed options takes into account the last closing price, as well as the current bid and offer prices. Where securities have not been priced, such securities have not been included in the Asset Allocation information at the beginning of this statement

Reinvestment - The dollar amount of Mutual Fund distributions, Money Market Fund dividend income, Bank Deposit interest income, or dividends for other securities shown on your Statement may have been reinvested. You will not receive confirmation of these reinvestments. However, information pertaining to these transactions which would otherwise appear on confirmations, including the time of execution and

FIDELITY
PREMIUM SERVICES℠

00006206 01 AV 0 340 12006206 Envelope 135126040

THE PARAKLETE FOUNDATION
ATTN DENNIS R SMITH
626 ABBIE ST
PLEASANTON CA 94566-7402

Investment Report

December 1, 2011 - December 31, 2011

Your Account Executive

Daniella Diaz 925-230-6002
ext. 54190

Online	Fidelity.com
FAST(sm)-Automated Telephone	800-544-5555
Premium Services 8am - 11pm ET, Mon - Fri	800-544-4442

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION

Account Summary

Beginning value as of Dec 1	$258,950.99
Additions	17,830.00
Change in investment value	6,637 45
Ending value as of Dec 31	**$283,418.44**
Account trades from Jan 2011 - Dec 2011	47

Income Summary

	This Period	Year to Date
Taxable		
Dividends	$1,077.92	$2,620.55
St cap gain	184 57	218.85
Interest	0.02	0.07
Lt cap gain	61.11	137.84
Return of capital	**0.00**	**417.38**
Total	**$1,323.62**	**$3,394.69**

Realized Gain/Loss from Sales

	This Period	Year to Date
Short-term gain	$0 00	$471.71
Short-term loss	0.00	-3,557.17
Net short	**0.00**	**- 3,085.46**
Long-term gain	$0.00	$31,703.87
Long-term loss	0.00	-10,305 46
Net long	**0.00**	**21,398.41**

This may not reflect all of your gains/losses because of incomplete cost basis

Holdings (Symbol) as of December 31, 2011

	Performance December 31, 2011	Quantity December 31, 2011	Price per Unit December 31, 2011	Total Cost Basis	Total Value December 1, 2011	Total Value December 31, 2011
Stocks *74% of holdings*						
CELLCOM ISRAEL LTD ILS0 01 ISIN #IL0011015349 (CEL)		300.000	$16.900	$6.130.68	$5,148.00	$5,070.00
ATMOS ENERGY CORP (ATO)		100.000	33 350	3,302.64	3,421.00	3,335.00
BLACKROCK ENERGY & RES TR COM (BGR)		200.000	24.450	5,102.00	5,204.00	4,890.00
BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS (BPL)		100.000	63.980	6,185.56	6,380.00	6.398.00

Fidelity INVESTMENTS

FIDELITY
PREMIUM SERVICES℠

Investment Report

December 1, 2011 - December 31, 2011

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION

Holdings (Symbol) as of December 31, 2011	Performance December 31, 2011	Quantity December 31, 2011	Price per Unit December 31, 2011	Total Cost Basis	Total Value December 1, 2011	Total Value December 31, 2011
TOTAL ADR EACH REP 1 ORD SHS EUR10 (TOT)		100.000	51 110	4,385.76	5,174.00	5,111.00
UNILEVER PLC ADS-EA REPR 1 ORD GPB0 03111 (UL)		200.000	33.520	6,151.28	6,726.00	6,704.00
VECTREN CORP (VVC)		200.000	30.230	5,319.28	5,820.00	6,046.00
WESTAR ENERGY INC COM (WR)		200.000	28.780	4,981.06	5,524.00	5,756.00
WINDSTREAM CORP COM (WIN)		400.000	11 740	4,935.40	4,704.00	4,696.00
XCEL ENERGY INC COM (XEL)		200.000	27.640	4,735.52	5,258.00	5,528.00
Subtotal of Stocks				**174,779.25**		**209,139.58**
Mutual Funds ***21% of holdings***						
FIDELITY TOTAL BOND (FTBFX)	*30-day Yield: 3.15%*	828.962	10.920	9,141.03	9,010.82	9,052.27
DOUBLELINE TOTAL RT BOND FD CL N (DLTNX)		1,077 617	11 020	12,156.42	11,929.22	11,875 33
VANGUARD FI HIGH YLD CORP INVESTOR CL (VWEHX)		2,730.847	5.690	15,179.50	15,210.81	15,538.51
VANGUARD GNMA INVESTOR CL (VFIIX)		1,616.853	11.070	18,218.06	18,044.07	17,898.56
VANGUARD INFLATION PROTECTED SECS INV (VIPSX)		354.854	14.110	5,106.38	5,077.96	5,006.98
Subtotal of Mutual Funds				**59,801.39**		**59,371.65**
Other ***4% of holdings***						
PLUM CREEK TIMBER CO INC (PCL)		200.000	36.560	7,011.20	7,368.00	7,312.00
RAYONIER INC (RYN)		100.000	44.630	3,922.10	4,064.00	4,463.00
Subtotal of Other				**10,933.30**		**11,775.00**
Core Account ***1% of holdings***						
CASH		3,132.210	1.000	not applicable	1,808.59	3,132.21
For balances below $10,000 00, the current interest rate is 00 01%						
Subtotal of Core Account						**3,132.21**
Total				**$ 245,513.94**		**$283,418.44**

All positions held in cash account unless indicated otherwise

t - Third-party provided

Transaction Details

(for holdings with activity this period)

Fidelity Account℠ Z69-819204 THE PARAKLETE FOUNDATION
Transaction Details

Investment Activity

Settlement Date	Security	Description	Quantity	Price per Unit	Transaction Amount
12/28	GENERAL ELECTRIC CO VALUE OF TRANSACTION $17,830 00	Received from you	1,000.000	$17.83000	0.00
12/30	BLACKROCK ENERGY & RES TR COM	Dividend received			81.00
12/30	BLACKROCK ENERGY & RES TR COM	Dividend received			29.60
12/30	CASH	Interest earned			0.02
12/30	FIDELITY TOTAL BOND	Dividend received			44.86
12/30	FRONTIER COMMUNICATIONS CORP COM	Dividend received			112.50
12/30	RAYONIER INC	Dividend received			40.00
12/30	VANGUARD GNMA INVESTOR CL	Short-term cap gain			174.62
12/30	VANGUARD GNMA INVESTOR CL	Long-term cap gain			32.34

Daily Additions and Subtractions *Cash @ $1 per share (the following is provided to you in accordance with industry regulations)*

Date	Amount	Balance	Date	Amount	Balance	Date	Amount	Balance
12/01	$325.92	$2,134.51	12/12	84.50	2,337.71	12/16	82.33	2,536.36
12/02	79.98	2,214.49	12/14	61.32	2,399.03	12/28	80.91	2,617.27
12/07	38.72	2,253.21	12/15	55.00	2,454.03	12/30	514.94	3,132.21

Additional Information About Your Investment Report

- *Important information about your telephone conversations with Fidelity. Telephone conversations made with/to Fidelity may be monitored and/or recorded without further notice or disclosure*

- *OPTIONS REGULATORY FEE (ORF)*