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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 07/01/11 **, and ending** 06/30/12

Name of foundation: Irontown Foundation

A Employer identification number: 20-8095898

Number and street (or P O box number if mail is not delivered to street address): 1308 East 21st Street | Room/suite:

B Telephone number (see instructions): 718-854-1238

City or town, state, and ZIP code: Brooklyn NY 11210-4511

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) ▶ $ 235,247

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)	12,402			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2,338	2,338		
	4	Dividends and interest from securities	1,758	1,758		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,099			
	b	Gross sales price for all assets on line 6a 42,507				
	7	Capital gain net income (from Part IV, line 2)		2,099		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 1	3,408	3,408		
	12	**Total.** Add lines 1 through 11	22,005	9,603	0	
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)				
	b	Accounting fees (attach schedule) Stmt 2	4,575	3,500		1,075
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 3	413	11		100
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 4 Stmt 5	595	470		125
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,583	3,981	0	1,300
	25	Contributions, gifts, grants paid	60,595			60,595
	26	**Total expenses and disbursements.** Add lines 24 and 25	66,178	3,981	0	61,895
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-44,173			
	b	**Net investment income** (if negative, enter -0-)		5,622		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

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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	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	883	10,431	10,431
	2	Savings and temporary cash investments	153,923	130,563	141,989
	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 (att schedule) ▶ See Wrk 11,030 Less allowance for doubtful accounts ▶ 0		11,030	11,030
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	430		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) See Stmt 6	71,097	66,749	71,797
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 7	36,613		
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	262,946	218,773	235,247
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	262,946	218,773	
	30	**Total net assets or fund balances** (see instructions)	262,946	218,773	
	31	**Total liabilities and net assets/fund balances** (see instructions)	262,946	218,773	

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	262,946
2	Enter amount from Part I, line 27a	2	-44,173
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	218,773
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	218,773

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	33 Bucyrus Int'l Cash Manager	P	01/13/10	07/12/11
b	121 Telefonos De Mexico	P	Various	03/26/12
c	CIL - Torchmark Corp	P	Various	07/08/11
d	Eastern Union Financial	P	Various	06/18/12
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,036		2,174	862
b	1,949		2,139	-190
c	22			22
d	37,500		36,095	1,405
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				862
b				-190
c				22
d				1,405
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** 2,099

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**

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	65,030	292,721	0.222157
2009	46,492	352,246	0.131987
2008	90,193	303,500	0.297176
2007	25,745	378,689	0.067985
2006	46,360	104,866	0.442088

2 **Total** of line 1, column (d)	2	1.161393
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	0.232279
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	264,912
5 Multiply line 4 by line 3	5	61,533
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	56
7 Add lines 5 and 6	7	61,589
8 Enter qualifying distributions from Part XII, line 4	8	61,895

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 ▶ [X] and enter 1% of Part I, line 27b	1	56
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	56
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	56
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	56
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		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? N/A	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		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			
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 Stmt 8	10	X	

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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		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 ▶ Harold Feinberg Telephone no ▶ 516-504-1411
445 Northern Blvd.
Located at ▶ Great Neck NY ZIP+4 ▶ 11021

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)?	N/A	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?	N/A	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)	N/A	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)	N/A	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)? N/A **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? N/A ☐ 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? N/A **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
Jay Eisenstadt 1308 East 21st Street	Brooklyn NY 11210	President 0.00	0	0	0
Desiree Schon Eisenstadt 1308 East 21st Street	Brooklyn NY 11210	V. President 0 00	0	0	0
Joseph Eisenstadt 976 East 23rd Street	Brooklyn NY 11210	Sec-Treas. 0.00	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 ▶ 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
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 N/A	
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	78,471
b	Average of monthly cash balances		1b	123,456
c	Fair market value of all other assets (see instructions)		1c	67,019
d	**Total** (add lines 1a, b, and c)		1d	268,946
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	268,946
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	4,034
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	264,912
6	**Minimum investment return.** Enter 5% of line 5		6	13,246

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	13,246
2a	Tax on investment income for 2011 from Part VI, line 5	2a 56		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	56
3	Distributable amount before adjustments Subtract line 2c from line 1		3	13,190
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	13,190
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	13,190

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	61,895
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	61,895
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	56
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	61,839

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					13,190
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2011					
a From 2006	43,622				
b From 2007	6,873				
c From 2008	75,060				
d From 2009	29,372				
e From 2010	50,696				
f **Total** of lines 3a through e		205,623			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 61,895					
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					13,190
e Remaining amount distributed out of corpus		48,705			
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		254,328			
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					0
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)		43,622			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		210,706			
10 Analysis of line 9					
a Excess from 2007	6,873				
b Excess from 2008	75,060				
c Excess from 2009	29,372				
d Excess from 2010	50,696				
e Excess from 2011	48,705				

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			
	(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))

See Statement 9

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 Schedule attached				60,595
Total			▶ 3a	60,595
b Approved for future payment N/A				
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	2,338	
4 Dividends and interest from securities			14	1,758	
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			14	3,408	
8 Gain or (loss) from sales of assets other than inventory			18	2,099	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b			0		
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		9,603	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 9,603

(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)
N/A	

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

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

Signature of officer or trustee: [signature] Date: 11/13/12 Title: Pres.

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed
Harold Feinberg	[signature]	11/13/12	

Firm's name ▶ Harold Feinberg, CPA — PTIN P01429417

Firm's address ▶ 445 Northern Blvd Ste 36, Great Neck, NY 11021 — Firm's EIN ▶ 11-2714945 — Phone no 516-504-1411

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**
Irontown Foundation	20-8095898

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: Irontown Foundation

Employer identification number: 20-8095898

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	Mary Schreiber 180 Riverside Drive Apt. 4C New York NY 10024	$ 12,235	Person [X] 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)

Forms **990 / 990-PF**

Other Notes and Loans Receivable

For calendar year 2011, or tax year beginning 07/01/11 , and ending 06/30/12

2011

Name	Employer Identification Number
Irontown Foundation	20-8095898

Form 990-PF, Part II, Line 7 - Additional Information

	Name of borrower	Relationship to disqualified person
(1)	Gateways	
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		

	Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

	Security provided by borrower	Purpose of loan
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		

	Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value (990-PF only)
(1)			11,030	11,030
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
Totals			11,030	11,030

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Interest income on loans rece	$ 3,927	$ 3,927	$
Eastern Union Financial	-519	-519	
Total	$ 3,408	$ 3,408	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Harold Feinberg, CPA	$ 4,575	$ 3,500	$	$ 1,075
Total	$ 4,575	$ 3,500	$ 0	$ 1,075

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign tax withheld	$ 11	$ 11	$	$
Form 990PF tax	302			
New York State Department of Law	100			100
Total	$ 413	$ 11	$ 0	$ 100

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Amortization

Description	Date Acquired	Cost Basis	Prior Year Amortization	Life	Current Year Amortization	Net Investment Income	Adjusted Net Income	COGS
Amortization of organization costs	8/21/07	$ 2,150	$ 1,720	5 ye	$ 430	$ 430	$	
Total		$ 2,150	$ 1,720		$ 430	$ 430	$ 0	

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Advertising	125			125
Other fees	40	40		
Total	$ 165	$ 40	$ 0	$ 125

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Schedule attached	$ 71,097	$ 66,749	Cost	$ 71,797
Total	$ 71,097	$ 66,749		$ 71,797

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Eastern Union Funding LLC 16-1616645 - Form K-1 attached	$ 36,613	$	Cost	$
Total	$ 36,613	$ 0		$ 0

Account # : 39K313334
Account Short Name: IRONTOWN

Asset Category	Security ID	Quantity	Current Total Cost
CASH AND CASH EQUIVALENTS			**8,145.95**
CASH & MONEY FUNDS			**8,145.95**
CASH		0.00	0.00
DIDI FUND	MMFDIDI	8,145.95	8,145.95
EQUITIES			**66,785.01**
COMMON STOCK			**66,785.01**
AMERICAN FINL GROUP INC OHIO COM	AFG	66.00	1,354.80
AMERIPRISE FINL INC COM	AMP	37.00	1,480.97
ATWOOD OCEANICS INC	ATW	45.00	1,714.35
ASTRAZENECA PLC SPONSORED ADR	AZN	41.00	1,668.69
BEST BUY INC COM	BBY	46.00	1,505.64
BCE INC COM NEW ISIN#CA05534B7604 SHS	BCE	72.00	
PEABODY ENERGY CORP COM	BTU	41.00	1,879.93
CIGNA CORP COM	CI	43.00	969.85
CLIFFS NAT RES INC COM	CLF	34.00	1,294.46
COACH INC COM	COH	41.00	1,504.15
COMPUTER SCIENCES CORP COM	CSC	35.00	1,891.90
CENTURYLINK INC COM	CTL	43.00	1,470.87
AMDOCS LTD SHS ISIN#GB0022569080	DOX	48.00	911.61
ENERGEN CORP COM	EGN	22.00	994.39
ITT EDUCATIONAL SERVICES INC. COM	ESI	9.00	979.55
FIRSTENERGY CORP COM	FE	64.00	2,930.40
FLUOR CORP NEW COM	FLR	45.00	1,975.54
FOREST LABS INC COM	FRX	66.00	1,700.33
GENERAL DYNAMICS CORP COM	GD	27.00	1,919.32
GENON ENERGY INC COM	GEN	459.00	2,439.56
GILEAD SCIENCES INC	GILD	31.00	1,472.07
HUDSON CITY BANCORP INC	HCBK	133.00	1,766.94
HERBALIFE LTD USD COM SHS ISIN#KYG4412G1010	HLF	100.00	1,662.42
HOSPIRA INC COM	HSP	38.00	1,043.94
INTERNATIONAL BUSINESS MACHS CORP COM	IBM	15.00	1,635.81
NOBLE CORPORATION BAAR NAMEN AKT ISIN#CH0033347318	NE	59.00	1,500.56
NEWFIELD EXPL CO COMMON	NFX	49.00	2,479.01
NII HLDGS INC CL B NEW	NIHD	40.00	1,264.09
ANNALY CAP MGMT INC COM	NLY	109.00	1,952.37
NATIONAL OILWELL VARCO INC	NOV	40.00	1,666.45
OSHKOSH CORP COM	OSK	50.00	1,903.65
OCCIDENTAL PETE CORP COM	OXY	10.00	690.37
RESEARCH IN MOTION LTD COM ISIN#CA7609751028	RIMM	21.00	1,375.01
RADIOSHACK CORP COM	RSH	126.00	1,349.44
SLM CORP COM	SLM	89.00	995.61
TIDEWATER INC	TDW	45.00	1,842.24
TARGET CORP COM	TGT	40.00	1,724.11
TORCHMARK CORP	TMK	64.00	1,421.84
UNUM GROUP COM	UNM	71.00	1,497.10
VORNADO RLTY TR SBI	VNO	30.00	2,111.68
WHIRLPOOL CORP	WHR	12.00	996.16
WELLPOINT INC COM	WLP	24.00	1,130.85
WALTER ENERGY INC COM	WLT	25.00	1,715.91

[redacted]

Purchasing Power Summary

Cash and Money Market Funds Available	7,667 17
Borrowing Power	45,887 72
Total Purchasing Power	**$53,554.89**

You may be able to borrow against the value of your brokerage account assets to buy additional securities or for other purposes. For more information, please call your Investment Representative.

Client Service Information

Your Investment Representative: GF1	Contact Information	Client Service Information
JACQUES FRENKEL GENEVA FINANCIAL GROUP LLC 410 WEST COUNTY LINE ROAD LAKEWOOD NJ 08701-1211	**Telephone Number:** (732) 961-2112 **Fax Number:** (732) 367-9402	**Client Service Telephone Number:** (978) 779-5361 **Web Site:** WWW DELTAEQUITY COM

Investment Objective: GROWTH/INC/AGG
Risk Exposure: NONE SPECIFIED

If you have any questions concerning your investment objective or wish to make a change, please contact your Investment Representative.

Default Tax Lot Disposition Method for Mutual Funds: FIRST IN FIRST OUT
Default Tax Lot Disposition Method for Stocks in a Dividend Reinvestment Plan: FIRST IN FIRST OUT
Default Tax Lot Disposition Method for All Other Securities: FIRST IN FIRST OUT

Portfolio Holdings

Quantity	Description	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-day Yield
Cash, Money Funds, and FDIC Deposits 10.00% of Portfolio						
Margin Balance		0.00	4.80			
FDIC Insured Bank Deposits						
7,662.370	DREYFUS INS DEPOSIT PROGRAM I	7,488.60	7,662.37	0.32	2.32	N/A
Total FDIC Insured Bank Deposits		$7,488.60	$7,662.37	$0.32	$2.32	
Total Cash, Money Funds, and FDIC Deposits		$7,488.60	$7,667.17	$0.32	$2.32	

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities 90.00% of Portfolio					
Common Stocks					
48.000	**AMDOCS LTD SHS** ISIN#GB0022569080 CUSIP: G02602103 Dividend Option. Cash 48.000 of these shares are in your margin account	29.7200	1,426.56		

[redacted]

Servicing Broker Dealer
Delta Equity Services Corporation
579 Main Street, Bolton MA 01740 978.779.5361
Clearing through Pershing, LLC

Geneva FINANCIAL GROUP

Brokerage Account Statement

Statement Period: 06/01/2012 - 06/30/2012

Portfolio Holdings *(continued)*

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities *(continued)*					
Common Stocks *(continued)*					
	Security Identifier DOX				
66.000	**AMERICAN FINL GROUP INC OHIO COM** CUSIP. 025932104 Dividend Option: Cash 66 000 of these shares are in your margin account *Security Identifier* AFG	**39.2300**	**2,589.18**	**46.20**	**1.78%**
37.000	**AMERIPRISE FINL INC COM** CUSIP: 03076C106 Dividend Option: Cash 37.000 of these shares are in your margin account *Security Identifier* AMP	**52.2600**	**1,933.62**	**51.80**	**2.67%**
41.000	**ASTRAZENECA PLC SPONSORED ADR** CUSIP: 046353108 Dividend Option: Cash 41 000 of these shares are in your margin account *Security Identifier* AZN	**44.7500**	**1,834.75**	**114.80**	**6.25%**
45.000	**ATWOOD OCEANICS INC** CUSIP: 050095108 Dividend Option Cash 45.000 of these shares are in your margin account *Security Identifier* ATW	**37.8400**	**1,702.80**		
36.000	**BCE INC COM NEW** ISIN#CA05534B7604 SHS CUSIP 05534B760 Dividend Option: Cash 36.000 of these shares are in your margin account *Security Identifier:* BCE	**41.1890**	**1,482.80**	**79.19**	
46.000	**BEST BUY INC COM** CUSIP: 086516101 Dividend Option. Cash 46.000 of these shares are in your margin account *Security Identifier* BBY	**20.9600**	**964.16**	**31.28**	**3.24%**

[redacted]

Portfolio Holdings (continued)

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities (continued)					
Common Stocks (continued)					
43.000	**CENTURYLINK INC COM** CUSIP 156700106 Dividend Option. Cash 43 000 of these shares are in your margin account *Security Identifier* CTL	39.4900	1,698.07	124.70	7.34%
43.000	**CIGNA CORP COM** CUSIP 125509109 Dividend Option Cash 43 000 of these shares are in your margin account *Security Identifier* CI	44.0000	1,892.00	1.72	0.09%
34.000	**CLIFFS NAT RES INC COM** CUSIP 18683K101 Dividend Option Cash 34 000 of these shares are in your margin account *Security Identifier* CLF	49.2900	1,675.86	85.00	5.07%
41.000	**COACH INC COM** CUSIP 189754104 Dividend Option Cash 41 000 of these shares are in your margin account *Security Identifier* COH	58.4800	2,397.68	49.20	2.05%
35.000	**COMPUTER SCIENCES CORP COM** CUSIP 205363104 Dividend Option Cash 35 000 of these shares are in your margin account *Security Identifier* CSC	24.8200	868.70	28.00	3.22%
22.000	**ENERGEN CORP COM** CUSIP 29265N108 Dividend Option Cash 22.000 of these shares are in your margin account *Security Identifier* EGN	45.1300	992.86	12.32	1.24%
64.000	**FIRSTENERGY CORP COM** CUSIP 337932107 Dividend Option Cash 64 000 of these shares are in your margin account *Security Identifier* FE	49.1900	3,148.16	140.80	4.47%
45.000	**FLUOR CORP NEW COM** CUSIP. 343412102 Dividend Option Cash 45 000 of these shares are in your margin account *Security Identifier* FLR	49.3400	2,220.30	28.80	1.29%
66.000	**FOREST LABS INC COM** CUSIP 345838106 Dividend Option Cash 66 000 of these shares are in your margin account	34.9900	2,309.34		

[redacted]

Servicing Broker Dealer
Delta Equity Services Corporation
579 Main Street, Bolton MA 01740 978.779.5361
Clearing through Pershing, LLC

Geneva
FINANCIAL GROUP

Brokerage Account Statement

Statement Period: 06/01/2012 - 06/30/2012

Portfolio Holdings *(continued)*

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities *(continued)*					
Common Stocks *(continued)*					
	Security Identifier FRX				
27.000	**GENERAL DYNAMICS CORP COM**	**65.9600**	**1,780.92**	**55.08**	**3.09%**
	CUSIP: 369550108				
	Dividend Option: Cash				
	27.000 of these shares are in your margin account				
	Security Identifier GD				
459.000	**GENON ENERGY INC COM**	**1.7100**	**784.89**		
	CUSIP: 37244E107				
	Dividend Option Cash				
	459 000 of these shares are in your margin account				
	Security Identifier GEN				
31.000	**GILEAD SCIENCES INC**	**51.2800**	**1,589.68**		
	CUSIP: 375558103				
	Dividend Option: Cash				
	31 000 of these shares are in your margin account				
	Security Identifier GILD				
100.000	**HERBALIFE LTD USD COM SHS**	**48.3300**	**4,833.00**	**120.00**	**2.48%**
	ISIN#KYG4412G1010				
	CUSIP: G4412G101				
	Dividend Option: Cash				
	100 000 of these shares are in your margin account				
	Security Identifier HLF				
38.000	**HOSPIRA INC COM**	**34.9800**	**1,329.24**		
	CUSIP: 441060100				
	Dividend Option. Cash				
	38.000 of these shares are in your margin account				
	Security Identifier HSP				
133.000	**HUDSON CITY BANCORP INC**	**6.3700**	**847.21**	**42.56**	**5.02%**
	CUSIP. 443683107				
	Dividend Option. Cash				
	133 000 of these shares are in your margin account				
	Security Identifier HCBK				

Portfolio Holdings *(continued)*

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities *(continued)*					
Common Stocks *(continued)*					
15.000	**INTERNATIONAL BUSINESS MACHS CORP COM** CUSIP 459200101 Dividend Option. Cash 15 000 of these shares are in your margin account *Security Identifier* IBM	195.5800	2,933.70	51.00	1.73%
9.000	**ITT EDUCATIONAL SERVICES INC. COM** CUSIP· 45068B109 Dividend Option· Cash 9 000 of these shares are in your margin account *Security Identifier* ESI	60.7500	546.75		
40.000	**NATIONAL OILWELL VARCO INC** CUSIP· 637071101 Dividend Option Cash 40 000 of these shares are in your margin account *Security Identifier* NOV	64.4400	2,577.60	19.20	0.74%
49.000	**NEWFIELD EXPL CO COMMON** CUSIP 651290108 Dividend Option. Cash 49 000 of these shares are in your margin account *Security Identifier* NFX	29.3100	1,436.19		
40.000	**NII HLDGS INC CL B NEW** CUSIP 62913F201 Dividend Option· Cash 40 000 of these shares are in your margin account *Security Identifier* NIHD	10.2300	409.20		
59.000	**NOBLE CORPORATION BAAR NAMEN AKT** ISIN#CH0033347318 CUSIP H5833N103 Dividend Option Cash 59 000 of these shares are in your margin account *Security Identifier* NE	32.5300	1,919.27	34.83	1.81%
10.000	**OCCIDENTAL PETE CORP COM** CUSIP· 674599105 Dividend Option. Cash 10 000 of these shares are in your margin account *Security Identifier* OXY	85.7700	857.70	21.60	2.51%
50.000	**OSHKOSH CORP COM** CUSIP 688239201 Dividend Option Cash 50 000 of these shares are in your margin account *Security Identifier* OSK	20.9500	1,047.50		

Servicing Broker Dealer
Delta Equity Services Corporation
579 Main Street, Bolton MA 01740 978.779.5361
Clearing through Pershing, LLC

Geneva
FINANCIAL GROUP

Brokerage Account Statement

Statement Period: 06/01/2012 - 06/30/2012

Portfolio Holdings *(continued)*

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities *(continued)*					
Common Stocks *(continued)*					
41.000	**PEABODY ENERGY CORP COM** CUSIP. 704549104 Dividend Option Cash 41.000 of these shares are in your margin account *Security Identifier:* BTU	24.5200	1,005.32	13.94	1.38%
126.000	**RADIOSHACK CORP COM** CUSIP: 750438103 Dividend Option: Cash 126.000 of these shares are in your margin account *Security Identifier:* RSH	3.8400	483.84	63.00	13.02%
21.000	**RESEARCH IN MOTION LTD COM** ISIN#CA7609751028 CUSIP: 760975102 Dividend Option: Cash 21.000 of these shares are in your margin account *Security Identifier:* RIMM	7.3980	155.36		
89.000	**SLM CORP COM** CUSIP: 78442P106 Dividend Option: Cash 89.000 of these shares are in your margin account *Security Identifier:* SLM	15.7100	1,398.19	44.50	3.18%
40.000	**TARGET CORP COM** CUSIP: 87612E106 Dividend Option: Cash 40.000 of these shares are in your margin account *Security Identifier:* TGT	58.1900	2,327.60	57.60	2.47%
45.000	**TIDEWATER INC** CUSIP: 886423102 Dividend Option: Cash 45.000 of these shares are in your margin account *Security Identifier:* TDW	46.3600	2,086.20	45.00	2.15%
64.000	**TORCHMARK CORP** CUSIP: 891027104 Dividend Option: Cash 64.000 of these shares are in your margin account	50.5500	3,235.20	38.40	1.18%

[redacted]

Portfolio Holdings *(continued)*

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities *(continued)*					
Common Stocks *(continued)*					
	Security Identifier TMK				
71.000	**UNUM GROUP COM** CUSIP 91529Y106 Dividend Option. Cash 71 000 of these shares are in your margin account *Security Identifier* UNM	19.1300	1,358.23	29.82	2.19%
25.000	**WALTER ENERGY INC COM** CUSIP. 93317Q105 Dividend Option Cash 25 000 of these shares are in your margin account *Security Identifier* WLT	44.1600	1,104.00	12.50	1.13%
24.000	**WELLPOINT INC COM** CUSIP 94973V107 Dividend Option: Cash 24 000 of these shares are in your margin account *Security Identifier* WLP	63.7900	1,530.96	27.60	1.80%
12.000	**WHIRLPOOL CORP** CUSIP 963320106 Dividend Option Cash 12.000 of these shares are in your margin account *Security Identifier* WHR	61.1600	733.92	24.00	3.27%
Total Common Stocks			$67,448.51	$1,494.44	
Real Estate Investment Trusts					
109.000	**ANNALY CAP MGMT INC COM** CUSIP 035710409 Dividend Option: Cash 109.000 of these shares are in your margin account *Security Identifier* NLY	16.7800	1,829.02	239.80	13.11%
30.000	**VORNADO RLTY TR SBI** CUSIP. 929042109 Dividend Option Cash 30.000 of these shares are in your margin account *Security Identifier* VNO	83.9800	2,519.40	82.80	3.28%
Total Real Estate Investment Trusts			$4,348.42	$322.60	
Total Equities			$71,796.93	$1,817.04	

[redacted]

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Brokerage
Account Statement

Statement Period: 06/01/2012 - 06/30/2012

Portfolio Holdings *(continued)*

Description	Market Value	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$79,464.10**	**$0.00**	**$1,819.36**

Disclosures and Other Information

Pricing - This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period. The market prices have been obtained from quotation services, which we believe to be reliable; however, we cannot guarantee their accuracy. Securities for which a price is not available are marked "N/A" and are omitted from the Total.

The estimated annual income (EAI) and estimated current yield (ECY) figures are estimates and for informational purposes only. These figures are not considered to be a forecast or guarantee of future results. These figures are computed using information from providers believed to be reliable; however, no assurance can be made as to the accuracy. Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant. A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them. Refer to www.pershing.com/business_continuity.html for specific details as to formulas used to calculate the figures. Accrued interest represents interest earned but not yet received.

The Estimated Price as of Date only appears when the price date does not equal the statement date and the price indicated is estimated since it is not reflective of a last trade price on a recognized exchange.

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.

Foreign Currency Transactions - Pershing may execute foreign currency transactions as principal for your account. Pershing may automatically convert foreign currency to or from U.S. dollars for dividends and similar corporate action transactions unless you instruct your financial organization otherwise. Pershing's currency conversion rate will not exceed the highest interbank conversion rate identified from customary banking sources on the conversion date or the prior business day, increased by up to 1%, unless a particular rate is required by applicable law. Your financial organization may also increase the currency conversion rate. This conversion rate may differ from rates in effect on the date you executed a transaction, incurred a charge, or received a credit. Transactions converted by agents (such as depositories) will be billed at the rates such agents use.

Proxy Vote - Securities held by you on margin (securities not fully paid for by you) may be lent by Pershing to itself or others in accordance with the terms outlined in the Margin Agreement. The right to vote your shares held on margin will be reduced by the amount of shares on loan. The Proxy Voting Instruction Form sent to you may reflect a smaller number of shares entitled to vote than the number of shares in your margin account.

Federal Statements

Statement 8 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
Mary Schreiber	190 Riverside Drive	New York NY 10024

Statement 9 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
Jay Eisenstadt	$
Desiree Eisenstadt	
Total	$ 0

IRONTOWN FOUNDATION
20-8095898
SCHEDULE OF CHARITABLE CONTRIBUTIONS
7/1/2011- JUNE 30, 2012

Part XV
Grants and contributions paid during the year

RECIPIENT	PURPOSE (1)	AMOUNT
Young Israel of Midwood Brooklyn, NY	Synagogue	500
Cong. Ahavas Tzdokah Brooklyn, NY	Organization benefiting the sick, poor and indigent	1,000
Congregation Kol Torah Brooklyn, NY	Synagogue	5,000
Zekhar LeMiriam Jerusalem, Israel	Organization benefiting the sick, poor and indigent	1,000
Jerusalem Open House Brooklyn, NY	Organization benefiting the sick, poor and indigent	500
Kollol Nachlas Ahron Lakewood, NJ	Synagogue	1,350
Yeshivas MIR Brooklyn, NY	Yeshiva benefiting Jewish Education	3,000
R'Eylim Lev Achim Brooklyn, NY	Organization benefiting the sick, poor and indigent	500
YerushaliamTalmudical Academy Brooklyn, NY	Yeshiva Benefiting Jewish Education	10,000
Yeshiva Lev Avraham Brooklyn, NY	Yeshiva Benefiting Jewish Education	3,000
Yeshiva Minchas Eluzer Brooklyn, NY	Yeshiva Benefiting Jewish Education	5,000
Bein Tsh Ubain Uchiv Brooklyn, NY	Organization benefiting the sick, poor and indigent	1,000

Bais Medrash Ateve Shlome Brooklyn, NY	Yeshiva Benefiting Jewish Education	500
Brooklyn Talmudical Academy Brooklyn, NY	Yeshiva Benefiting Jewish Education	5,000
Catskill Hatzalah Monticello, NY	Non Profit Ambulance Service	500
Kollel Nachlas Abrom Brooklyn, NY	Yeshiva Benefiting Jewish Education	810
Yeshiva & Mesivta Torah Temimah Brooklyn, NY	Yeshiva Benefiting Jewish Education	1,200
Yeshiva Torah Vodaath & Mesivta Brooklyn, NY	Yeshiva Benefiting Jewish Education	1,000
Hineni Heritage Center New York, NY	Organization benefiting the sick, poor and indigent	1,200
Bais Hagola New York, NY	Yeshiva Benefiting Jewish Education	1,000
American Friend of Tzifia Brooklyn, NY	Organization benefiting the sick, poor and indigent	500
Keren Achiva Brooklyn, NY	Organization benefiting the sick, poor and indigent	500
Ohr Mair Foundation Brooklyn, NY	Organization benefiting the sick, poor and indigent	1,000
Young Israel of Midwood Brooklyn, NY	Synagogue	1,000
Yeshiva Lev Avraham Brooklyn, NY	Yeshiva Benefiting Jewish Education	2,500
Cong. Kol Torah Brooklyn, NY	Synagogue	500
Central Charity Institute Brooklyn, NY	Organization benefiting the sick, poor and indigent	5,000
28 checks to various charities each of which is under $500		6,535
	Total	$ 60,598

(1) Each of the above organizations is a public charity and the contributions are unrestricted grants for the general use of the organization in furtherance of its tax exempt purposes.

All of the grants are to section 501 (c) (3) public charities