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Form 990-PF

Return of Private Foundation

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

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- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

2013

Open to Public
Inspection

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation The Isdell Family Foundation		A Employer identification number 20-6759053
Number and street (or P O box number if mail is not delivered to street address) c/o Hamel Associates Inc 615 W Mt P		B Telephone number (see instructions) (973) 758-1400
City or town, state or province, country, and ZIP or foreign postal code Livingston, NJ 07039		C If exemption application is pending, check here ► <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 15,627,756		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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)	9,500,000			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	19,657	19,657		
4	Dividends and interest from securities.	176,071	176,071		
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	65,160			
b	Gross sales price for all assets on line 6a 457,608				
7	Capital gain net income (from Part IV, line 2) . . .		65,160		
8	Net short-term capital gain			706	
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)				
12	Total. Add lines 1 through 11	9,760,888	260,888	706	
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)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	8,186	8,186		
19	Depreciation (attach schedule) and depletion . . .				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	1,642	577		
24	Total operating and administrative expenses.				
	Add lines 13 through 23	9,828	8,763		0
25	Contributions, gifts, grants paid	2,052,898			2,052,898
26	Total expenses and disbursements. Add lines 24 and 25	2,062,726	8,763		2,052,898
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	7,698,162			
b	Net investment income (if negative, enter -0-) . . .		252,125		
c	Adjusted net income (if negative, enter -0-) . . .			706	

Part III 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	804,517	8,477,050	8,477,050
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)	246,700	246,700	302,916
b	Investments—corporate stock (attach schedule)	4,966,047	5,023,622	6,309,425
c	Investments—corporate bonds (attach schedule)	541,994	491,446	519,763
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 ►)		18,602	18,602
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,559,258	14,257,420	15,627,756
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	
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
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	6,559,258	14,257,420	
30	Total net assets or fund balances (see page 17 of the instructions)	6,559,258	14,257,420	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,559,258	14,257,420	

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	6,559,258
2	Enter amount from Part I, line 27a	2	7,698,162
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	14,257,420
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	14,257,420

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.)
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1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table			
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	65,160
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	706

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

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 page 18 of 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))
2012	480,800	7,311,229	0 065762
2011	424,615	6,431,655	0 066020
2010	337,548	4,060,340	0 083133
2009	179,130	1,716,462	0 104360
2008	169,447	1,931,269	0 087739

2 Total of line 1, column (d).	2	0 407014
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 081403
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	7,958,827
5 Multiply line 4 by line 3.	5	647,872
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,521
7 Add lines 5 and 6.	7	650,393
8 Enter qualifying distributions from Part XII, line 4.	8	2,052,898

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	2,521
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	2,521
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,521
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,500
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,500
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	10,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,479
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 2,560 Refunded <input type="checkbox"/>	11	4,919

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	No
1b	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	No
<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> GA		
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? <i>If "No," attach explanation.</i>	8b	Yes
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14	The books are in care of ► Hame Associates Inc	Telephone no ► (973) 758-1400
	Located at ► 615 W Mt Pleasant Ave Livingston NJ	ZIP +4 ► 07039

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	► 15
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16	At any time during calendar year 2013, 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	Yes	No
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See 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.**

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 page 20 of the 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 2013?	1c		No
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	► 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 2013 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 2013)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2013?	4b		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
PAMELA ANNE ISDELL 1925 W Paces Ferry Rd Atlanta, GA 30327	Trustee 0	0	0	0
CARA ANNE ISDELL LEE 3785 Paces Ridge NW Atlanta, GA 30327	Trustee 0	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		

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 page 24 of the 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 6,827,201
b	Average of monthly cash balances.	1b 1,252,826
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 8,080,027
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 8,080,027
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 121,200
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 7,958,827
6	Minimum investment return. Enter 5% of line 5.	6 397,941

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.	1 397,941
2a	Tax on investment income for 2013 from Part VI, line 5.	2a 2,521
b	Income tax for 2013 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 2,521
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 395,420
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 395,420
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.	7 395,420

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 2,052,898
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 2,052,898
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 2,521
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 2,050,377

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				395,420
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.	67,581			
e From 2012.	480,800			
f Total of lines 3a through e.	548,381			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 2,052,898				
a Applied to 2012, 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 2013 distributable amount.				
e Remaining amount distributed out of corpus	2,052,898			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	395,420			395,420
6 Enter the net total of each column as indicated below:	2,205,859			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014.				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 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,205,859			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.	152,961			
e Excess from 2013.	2,052,898			

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 2013, enter the date of the ruling. <input type="text"/>
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed. <input type="text"/>
b 85% of line 2a. <input type="text"/>
c Qualifying distributions from Part XII, line 4 for each year listed. <input type="text"/>
d Amounts included in line 2c not used directly for active conduct of exempt activities. <input type="text"/>
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c. <input type="text"/>
3 Complete 3a, b, or c for the alternative test relied upon
a "Assets" alternative test—enter
(1) Value of all assets. <input type="text"/>
(2) Value of assets qualifying under section 4942(j)(3)(B)(i). <input type="text"/>
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. <input type="text"/>
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). <input type="text"/>
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III). <input type="text"/>
(3) Largest amount of support from an exempt organization <input type="text"/>
(4) Gross investment income <input type="text"/>

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Schedule, GA 30309		None	Unrestricted	2,052,898
Total			► 3a	2,052,898
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					
4	Dividends and interest from securities.			14	19,657	
5	Net rental income or (loss) from real estate			14	176,071	
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property.					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	65,160	
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).					260,888
13	Total Add line 12, columns (b), (d), and (e).					260,888

Part XII-B: Relationship of Activities to the Accomplishment of Exempt Purposes

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Anheuser Busch Co	P	2011-08-08	2013-05-30
Merger Fund	P	2010-10-25	2013-05-30
Vodafone Group	P	2011-12-29	2013-09-03
Consolidated Edison Bd	P	2009-05-21	2013-06-17
Long term capital gain distributions	P	2012-12-31	2013-12-31
Short term capital gain distributions	P	2013-01-01	2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
75,139	0	41,969	33,170
204,044	0	200,000	4,044
112,663	0	99,932	12,731
50,000	0	50,548	-548
15,057	0	0	15,057
706	0	0	706

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	33,170
0	0	0	4,044
0	0	0	12,731
0	0	0	-548
0	0	0	15,057
0	0	0	706

2013

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

► Attach to Form 990, 990-EZ, or 990-PF.

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990.**Name of the organization**
The Isdell Family Foundation**Employer identification number**

20-6759053

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 for 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 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
The Isdell Family Foundation

Employer identification number

20-6759053

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	E NEVILLE ISDELL 2 Frangipani Dr Royal Westmoreland St James, BB	\$ 9,500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization The Isdell Family Foundation		Employer identification number 20-6759053	
Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusive/y religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once. See instructions) ► \$ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: The Isdell Family Foundation

EIN: 20-6759053

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Stocks and Bonds		Purchased			457,608	392,448			65,160	

TY 2013 Investments Corporate Bonds Schedule

Name: The Isdell Family Foundation

EIN: 20-6759053

Name of Bond	End of Year Book Value	End of Year Fair Market Value
See Attached	491,446	519,763

TY 2013 Investments Corporate Stock Schedule

Name: The Isdell Family Foundation

EIN: 20-6759053

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See Attached	5,023,622	6,309,425

TY 2013 Investments Government Obligations Schedule

Name: The Isdell Family Foundation

EIN: 20-6759053

US Government Securities - End of

Year Book Value: 246,700

US Government Securities - End of

Year Fair Market Value: 302,916

State & Local Government

Securities - End of Year Book
Value:

State & Local Government

Securities - End of Year Fair
Market Value:

TY 2013 Other Expenses Schedule

Name: The Isdell Family Foundation

EIN: 20-6759053

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Service Fees	577	577		
Dues & Subscriptions	1,065			

TY 2013 Taxes Schedule

Name: The Isdell Family Foundation**EIN:** 20-6759053

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax Paid	3,353	3,353		
Excise tax	1,333	1,333		
2012 prepaid excise tax	3,500	3,500		

ISDELL FAMILY FOUNDATION
EIN: 20-6759053
2013

Page 11, Part XV, Line 3
Contributions Paid during the Year

Page 1 of 3

<u>Name and Address of Recipient</u>	<u>Amount</u>	<u>Purpose</u>
Atlanta Humane Society 981 Howell Mill Rd. Atlanta, GA 30318	\$ 15,000	Unrestricted use by recipient in its charitable endeavor
USC Education Foundation University of South Carolina Carolina Coliseum Columbia, SC 29208	\$ 11,000	"
The Nature Conservancy of GA 1330 W. Peachtree St Suite 410 Atlanta, GA 30309	\$ 68,500	"
Fernbank Museum of Natural History 767 Clifton Road, NE Atlanta, GA 30307	\$1,558,200	"
Center for Puppetry Arts 1404 Spring St, NW Atlanta, GA 30309	\$ 135,000	"
Atlanta Botanical Garden 1345 Piedmont Ave NE Atlanta, GA 30309	\$ 92,048	"
Pace Academy 966 West Paces Ferry Rd NW Atlanta, GA 30327	\$ 20,500	"
Georgia Campaign for Adolescent Power and Potential 1718 Peachtree St, NW, Suite 465 Atlanta, GA 30309	\$ 8,750	"

Page 11, Part XV, Line 3
Contributions Paid during the Year

Page 2 of 3

Southeastern Horticultural Society 1705 Commerce Drive, NW Atlanta, GA 30318	\$ 4,500	"
Children's Healthcare of Atlanta 1687 Tullie Circle Atlanta, GA 30329	\$ 13,000	"
Friends of English Avenue 2141 Powers Ferry Road, Suite 250 Marietta, GA 30067	\$ 1,000	"
Trees Atlanta 225 Chester Ave Atlanta, GA 30316	\$ 10,000	"
Creative Visions Foundation 18820 Pacific Coast Highway, Suite 201 Malibu, CA 90265	\$ 1,000	"
Beartrek Wildlife Media 1208 Bay Street, Suite 202 Bellingham, WA 98225	\$ 40,000	"
World Parrot Trust PO Box 935 Lake Alfred, FL 33850	\$ 8,750	"
Captain Planet Foundation 133 Luckie Street Atlanta, GA 30303	\$ 32,600	"
Foundation for Mitochondrial Medicine 5424 Glenridge Drive, NE Atlanta, GA 30342	\$ 2,050	"
Shepherd Center Cup 2020 Peachtree Rd NW Atlanta, GA 30309	\$ 1,000	"

Page 11, Part XV, Line 3
Contributions Paid during the Year

Page 3 of 3

Odyssey Circle of Friends
1424 West Paces Ferry Rd NW
Atlanta, GA 30327

\$ 10,000 " "

UNICEF
125 Maiden Lane
New York, NY 10038

\$ 20,000 " "

Total \$2,052,898

ISDELL FAMILY FOUNDATION
EIN: 20-6759053
2013

Corporate Stock	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Microsoft Corp	84,067	84,067	104,748
AT&T Inc	99,574	99,574	126,576
Abbott Laboratories	74,963	35,964	53,662
Abbvie Inc	0	38,999	73,934
Becton Dickinson Co	31,303	31,303	44,196
Johnson & Johnson	102,306	102,306	146,544
Lowes Companies	31,240	31,240	69,370
Proctor & Gamble Co	99,391	99,391	130,256
ChevronTexaco Corp	85,292	85,292	124,910
International Business Machines	55,290	55,290	112,542
Exxon Mobil Corp	94,347	94,347	131,560
Nestle's A Sponsored ADR	83,438	83,438	132,163
Wal-Mart Stores Inc	95,318	95,318	145,576
Clorox Company	95,205	95,205	139,140
General Electric	0	99,683	117,726
Union Pacific Corp	30,354	30,354	113,400
Merger Fund	200,000	0	0
Auto Data Processing	29,382	29,382	56,559
Chubb Corporation	29,454	29,454	55,562
Duke Energy Corp	74,972	74,972	96,614
Kellogg Co	74,673	74,673	91,605
Lockheed Martin	74,090	74,090	148,660
Piedmont Natural Gas	30,652	30,652	39,792
Qualcomm Inc	29,391	29,391	55,688
Anheuser Busch InBev	99,676	57,707	117,106
Colgate Palmolive	72,671	72,671	117,378
Novartis Ag Adr	100,794	100,794	152,722
Royal Dutch Shell Adr	98,399	98,399	106,905
SPDR Gold Tr Gold Sh	123,990	123,990	92,896
3M Company	101,313	101,313	175,313
T Rowe Price New Income	600,000	600,000	570,638
Vanguard Inter Term Investment Grade	600,000	600,000	568,676
Coca Cola	664,900	664,900	826,200
Deere & Co	100,655	100,655	118,729
Du Pont El De Nemour & Co	100,608	100,608	142,934
Vodafone Group	99,932	0	0
AGL Resource Inc	98,190	98,190	118,075
BB & T Corp	100,410	100,410	119,424
Coach	99,947	99,947	101,034
McDonalds	98,483	98,483	106,733
US Bancorp Del New	100,213	100,213	121,200
United Technologies	101,164	101,164	142,250
Caterpillar Inc	0	100,003	104,431
Southern Co	0	100,210	92,498
Western Union Co	0	99,580	103,500
	<u>\$4,966,047</u>	<u>\$5,023,622</u>	<u>\$6,309,425</u>

Schedule 2
Isdell Family Foundation
EIN: 20-6759053
2013

Corporate Bonds	Beginning of Year Book Value	End of Year Book Value	Fair Market Value
Con Edison Co of NY	50,548	0	0
AT&T Inc Global	99,276	99,276	102,670
Du Pont	96,590	96,590	102,040
St. Jude Medical Inc	98,520	98,520	102,574
Anheuser Busch Inbev	99,622	99,622	104,100
General Electric Capital Corp	97,438	97,438	108,379
	<u>\$541,994</u>	<u>\$491,446</u>	<u>\$519,763</u>
US Treasury Bonds			
United States Treasury Bills	246,700	246,700	302,916
	<u>\$5,754,741</u>	<u>\$5,761,768</u>	<u>\$7,132,104</u>

ISDELL FAMILY FOUNDATION

EIN: 20-6759053

2013

Corporate Stock	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Microsoft Corp	84,067	84,067	104,748
AT&T Inc	99,574	99,574	126,576
Abbott Laboratories	74,963	35,964	53,662
Abbvie Inc	0	38,999	73,934
Becton Dickinson Co	31,303	31,303	44,196
Johnson & Johnson	102,306	102,306	146,544
Lowes Companies	31,240	31,240	69,370
Proctor & Gamble Co	99,391	99,391	130,256
ChevronTexaco Corp	85,292	85,292	124,910
International Business Machines	55,290	55,290	112,542
Exxon Mobil Corp	94,347	94,347	131,560
Nestles A Sponsored ADR	83,438	83,438	132,163
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Clorox Company	95,205	95,205	139,140
General Electric	0	99,683	117,726
Union Pacific Corp	30,354	30,354	113,400
Merger Fund	200,000	0	0
Auto Data Processing	29,382	29,382	56,559
Chubb Corporation	29,454	29,454	55,562
Duke Energy Corp	74,972	74,972	96,614
Kellogg Co	74,673	74,673	91,605
Lockheed Martin	74,090	74,090	148,660
Piedmont Natural Gas	30,652	30,652	39,792
Qualcomm Inc	29,391	29,391	55,688
Anheuser Busch Inbev	99,676	57,707	117,106
Colgate Palmolive	72,671	72,671	117,378
Novartis Ag Adr	100,794	100,794	152,722
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	<u>\$4,966,047</u>	<u>\$5,023,622</u>	<u>\$6,309,425</u>

Schedule 2
Isdell Family Foundation
EIN: 20-6759053
2013

Corporate Bonds	Beginning of Year Book Value	End of Year Book Value	Fair Market Value
Con Edison Co of NY	50,548	0	0
AT&T Inc Global	99,276	99,276	102,670
Du Pont	96,590	96,590	102,040
St Jude Medical Inc	98,520	98,520	102,574
Anheuser Busch Inbev	99,622	99,622	104,100
General Electric Capital Corp	97,438	97,438	108,379
	<u>\$541,994</u>	<u>\$491,446</u>	<u>\$519,763</u>

US Treasury Bonds

United States Treasury Bills	<u>246,700</u>	<u>246,700</u>	<u>302,916</u>
	<u>\$5,754,741</u>	<u>\$5,761,768</u>	<u>\$7,132,104</u>