Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c) of the Internal Revenue Code (except black lung benefit trust or private foundation), section 527, or section 4947(a)(1) nonexempt charitable trust

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2000

Open to Public Inspection

A For the 2000 calendar year, OR tax year period beginning JUN 1, 2000 and ending MAY 31, 2001

B Check if applicable: [ ] Change of address [ ] Change of name [ ] Initial return [ ] Final return [ ] Amended return (use also for state reporting)

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: Houston Upstairs Theatre School

Number and street (or P O box if mail is not delivered to street address): 311 West 18th — Room/suite

City or town, state or country, and ZIP: Houston, TX 77008

D Employer identification number: 74-2118224

E Telephone number: 713-861-7408

F Check ▶ [ ] if application pending

POSTMARK DATE APR 12 2002

ENVELOPE

G Organization type (check only one) ▶ [X] 501(c) (3) ◀ (insert no) [ ] 527 OR [ ] 4947(a)(1)

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ)

Accounting method [ ] Cash [X] Accrual [ ] Other (specify) ▶

(H and I are not applicable to section 527 orgs)

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) If "Yes," enter number of affiliates ▶

H(c) Are all affiliates included? N/A [ ] Yes [ ] No (If "No," attach a list.)

H(d) Is this a separate return filed by an organization covered by a group ruling? [ ] Yes [X] No

I Enter 4-digit group exemption no (GEN) ▶

K Check here ▶ [ ] if the organization's gross receipts are normally not more than $25,000 The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data Some states require a complete return

L Check this box if the organization is not required to attach Schedule B (Form 990 or 990-EZ) ▶ [ ]

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Revenue	1	Contributions, gifts, grants, and similar amounts received				
	a	Direct public support	1a	404,801.		
	b	Indirect public support	1b			
	c	Government contributions (grants)	1c			
	d	Total (add lines 1a through 1c) (cash $ 383,360. noncash $ 21,441.)			1d	404,801.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	143,796.
	3	Membership dues and assessments			3	
	4	Interest on savings and temporary cash investments			4	791.
	5	Dividends and interest from securities			5	
	6 a	Gross rents	6a			
	b	Less rental expenses	6b			
	c	Net rental income or (loss) (subtract line 6b from line 6a)			6c	
	7	Other investment income (describe ▶)			7	
	8 a	Gross amount from sale of assets other than inventory — (A) Securities: ; (B) Other:	8a			
	b	Less cost or other basis and sales expenses	8b			
	c	Gain or (loss) (attach schedule)	8c			
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))			8d	
	9	Special events and activities (attach schedule)				
	a	Gross revenue (not including $ of contributions reported on line 1a)	9a			
	b	Less direct expenses other than fundraising expenses	9b			
	c	Net income or (loss) from special events (subtract line 9b from line 9a)			9c	
	10 a	Gross sales of inventory, less returns and allowances	10a	10,172.		
	b	Less cost of goods sold	10b	5,899.		
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a) Stmt 1			10c	4,273.
	11	Other revenue (from Part VII, line 103)			11	
	12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c and 11)			12	553,661.
Expenses	13	Program services (from line 44, column (B))			13	400,097.
	14	Management and general (from line 44, column (C))			14	74,822.
	15	Fundraising (from line 44, column (D))			15	58,990.
	16	Payments to affiliates (attach schedule)			16	
	17	Total expenses (add lines 16 and 44, column (A))			17	533,909.
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)			18	19,752.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))			19	108,555.
	20	Other changes in net assets or fund balances (attach explanation) See Statement 2			20	<2,616.>
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)			21	125,691.

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Part II Statement of Functional Expenses All organizations must complete column (A) Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) cash $ ______ noncash $ ______	22				
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25 Compensation of officers, directors, etc	25	41,985.	31,489.	10,496.	0.
26 Other salaries and wages	26	173,472.	149,758.	23,591.	123.
27 Pension plan contributions	27				
28 Other employee benefits	28	17,996.	16,062.	1,934.	
29 Payroll taxes	29	17,147.	14,433.	2,714.	
30 Professional fundraising fees	30				
31 Accounting fees	31				
32 Legal fees	32				
33 Supplies	33	8,940.	1,136.	7,804.	
34 Telephone	34	11,989.	10,091.	1,898.	
35 Postage and shipping	35				
36 Occupancy	36	18,797.	16,306.	2,491.	
37 Equipment rental and maintenance	37				
38 Printing and publications	38	25,515.	15,857.	2,356.	7,302.
39 Travel	39				
40 Conferences, conventions, and meetings	40				
41 Interest	41	8,449.		8,449.	
42 Depreciation, depletion, etc (attach schedule)	42	19,631.	15,604.	4,027.	
43 Other expenses (itemize)					
a	43a				
b	43b				
c	43c				
d	43d				
e See Statement 3	43e	189,988.	129,361.	9,062.	51,565.
44 Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13 15	44	533,909.	400,097.	74,822.	58,990.

Reporting of Joint Costs Did you report in column (B) (Program services) any joint costs from a combined educational campaign and fundraising solicitation? ▶ ☐ Yes ☒ No

If "Yes," enter (i) the aggregate amount of these joint costs $ ______, (ii) the amount allocated to Program services $ ______, (iii) the amount allocated to Management and general $ ______, and (iv) the amount allocated to Fundraising $ ______

Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose? ▶ See Statement 4

All organizations must describe their exempt purpose achievements in a clear and concise manner State the number of clients served, publications issued etc Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others)

	Program Service Expenses (Required for 501(c)(3) and (4) orgs and 4947(a)(1) trusts but optional for others)
a See Statement 5 (Grants and allocations $)	155,211.
b See Statement 6 (Grants and allocations $)	244,886.
c (Grants and allocations $)	
d (Grants and allocations $)	
e Other program services (attach schedule) (Grants and allocations $)	
f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) ▶	400,097.

Part IV Balance Sheets

Note *Where required, attached schedules and amounts within the description column should be for end-of-year amounts only*

					(A) Beginning of year		(B) End of year
Assets	45	Cash - non-interest-bearing			99,582.	45	84,940.
	46	Savings and temporary cash investments				46	
	47 a	Accounts receivable	47a	22,636.			
	b	Less allowance for doubtful accounts	47b		31,559.	47c	22,636.
	48 a	Pledges receivable	48a				
	b	Less allowance for doubtful accounts	48b			48c	
	49	Grants receivable				49	
	50	Receivables from officers, directors, trustees, and key employees				50	
	51 a	*Other notes and loans receivable*	51a				
	b	Less allowance for doubtful accounts	51b			51c	
	52	Inventories for sale or use				52	
	53	Prepaid expenses and deferred charges			4,302.	53	6,119.
	54	Investments - securities Stmt 7 ▶ ☐ Cost ☒ FMV			0.	54	25,156.
	55 a	Investments - land, buildings, and equipment basis	55a				
	b	Less accumulated depreciation	55b			55c	
	56	Investments - other				56	
	57 a	Land, buildings, and equipment basis	57a	394,471.			
	b	Less accumulated depreciation Stmt 8	57b	272,182.	132,977.	57c	122,289.
	58	Other assets (describe ▶)				58	
	59	**Total assets** (add lines 45 through 58) (must equal line 74)			268,420.	59	261,140.
Liabilities	60	Accounts payable and accrued expenses			22,376.	60	3,244.
	61	Grants payable				61	
	62	Deferred revenue			41,638.	62	43,145.
	63	Loans from officers, directors, trustees, and key employees				63	
	64 a	Tax-exempt bond liabilities				64a	
	b	Mortgages and other notes payable Stmt 9			58,278.	64b	51,487.
	65	Other liabilities (describe ▶ Working Capital Loans)			37,573.	65	37,573.
	66	**Total liabilities** (add lines 60 through 65)			159,865.	66	135,449.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here** ▶ ☒ and complete lines 67 through 69 and lines 73 and 74					
	67	Unrestricted			106,975.	67	124,791.
	68	Temporarily restricted			1,580.	68	900.
	69	Permanently restricted				69	
		Organizations that do not follow SFAS 117, check here ▶ ☐ *and complete lines 70 through 74*					
	70	Capital stock, trust principal, or current funds				70	
	71	Paid-in or capital surplus, or land, building, and equipment fund				71	
	72	Retained earnings, endowment, accumulated income, or other funds				72	
	73	**Total net assets or fund balances** (add lines 67 through 69 OR lines 70 through 72, column (A) must equal line 19 and column (B) must equal line 21)			108,555.	73	125,691.
	74	**Total liabilities and net assets / fund balances** (add lines 66 and 73)			268,420.	74	261,140.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization How the public perceives an organization in such cases may be determined by the information presented on its return Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return

a	Total revenue, gains, and other support per audited financial statements	a	555,241.
b	Amounts included on line a but not on line 12, Form 990		
(1)	Net unrealized gains on investments $		
(2)	Donated services and use of facilities $		
(3)	Recoveries of prior year grants $		
(4)	Other (specify) Stmt 10 $ 1,580.		
	Add amounts on lines (1) through (4)	b	1,580.
c	Line a minus line b	c	553,661.
d	Amounts included on line 12, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify) $		
	Add amounts on lines (1) and (2)	d	
e	Total revenue per line 12, Form 990 (line c plus line d)	e	553,661.

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

a	Total expenses and losses per audited financial statements	a	537,420.
b	Amounts included on line a but not on line 17, Form 990		
(1)	Donated services and use of facilities $		
(2)	Prior year adjustments reported on line 20, Form 990 $		
(3)	Losses reported on line 20, Form 990 $ 3,511.		
(4)	Other (specify) $		
	Add amounts on lines (1) through (4)	b	3,511.
c	Line a minus line b	c	533,909.
d	Amounts included on line 17, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify) $		
	Add amounts on lines (1) and (2)	d	
e	Total expenses per line 17, Form 990 (line c plus line d)	e	533,909.

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated.)

(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 & deferred compensation	(E) Expense account and other allowances
See Statement 11		41,985.	0.	0.

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than $100,000 from your organization and all related organizations, of which more than $10,000 was provided by the related organizations? If "Yes," attach schedule ▶ [ ] Yes [X] No

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Part VI Other Information

			N/A	Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes		77		X
78 a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?		78a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	78b		
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement		79		X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc, to any other exempt or nonexempt organization?		80a		X
b	If "Yes," enter the name of the organization ▶ ________ and check whether it is ☐ exempt OR ☐ nonexempt				
81 a	Enter the amount of political expenditures, direct or indirect, as described in the instructions for line 81	81a 0.			
b	Did the organization file Form 1120-POL for this year?		81b		X
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		82a	X	
b	If "Yes," you may indicate the value of these items here Do not include this amount as revenue in Part I or as an expense in Part II (See instructions for reporting in Part III)	82b 21,441.			
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?		83a	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?		83b	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		84a		X
b	*If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not* tax deductible?	N/A	84b		
85	*501(c)(4), (5), or (6) organizations* a Were substantially all dues nondeductible by members?	N/A	85a		
b	Did the organization make only in-house lobbying expenditures of $2,000 or less?	N/A	85b		
	If "Yes" was answered to either 85a or 85b, **do not** complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year				
c	Dues, assessments, and similar amounts from members	85c N/A			
d	Section 162(e) lobbying and political expenditures	85d N/A			
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e N/A			
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f N/A			
g	Does the organization elect to pay the section 6033(e) tax on the amount in 85f?	N/A	85g		
h	*If section 6033(e)(1)(A) dues notice were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues* allocable to nondeductible lobbying and political expenditures for the following tax year?	N/A	85h		
86	*501(c)(7) organizations* Enter a Initiation fees and capital contributions included on line 12	86a N/A			
b	Gross receipts, included on line 12, for public use of club facilities	86b N/A			
87	*501(c)(12) organizations* Enter a Gross income from members or shareholders	87a N/A			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	87b N/A			
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Part IX		88		X
89 a	*501(c)(3) organizations* Enter Amount of tax imposed on the organization during the year under *section 4911* ▶ 0. , *section 4912* ▶ 0. , *section 4955* ▶ 0.				
b	*501(c)(3) and 501(c)(4) organizations* Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		89b		X
c	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958	▶			0.
d	Enter Amount of tax on line 89c, above, reimbursed by the organization	▶			0.

90 a List the states with which a copy of this return is filed ▶ TEXAS

b Number of employees employed in the pay period that includes March 12, 2000 — 90b: 10

91 The books are in care of ▶ Melinda Parmer Telephone no ▶ 713-861-7408

Located at ▶ 311 W. 18th Street, Houston, Tx ZIP code ▶ 77008

92 *Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of* Form 1041- Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 92 N/A

Part VII Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (A) Business code	Unrelated business income (B) Amount	Excluded by section 512, 513 or 514 (C) Exclusion code	Excluded by section 512, 513 or 514 (D) Amount	(E) Related or exempt function income
93 Program service revenue					
a Tuition		137,407.	01		
b Admission income		6,389.	06		
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	791.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory			03		4,273.
103 Other revenue					
a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		143,796.		791.	4,273.

105 **Total** (add line 104, columns (B), (D), and (E)) ▶ 148,860.

Note Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
	See Statement 12

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
N/A	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts

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

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

[redacted] companying schedules and statements and to the best of my knowledge and belief it is true [redacted] formation of which preparer has any knowledge (Important See General Instruction W)

[redacted] /11/02 ▶ Amy Williams, Board President

[redacted] te Type or print name and title

[redacted]

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information

▶ MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

2000

Name of the organization: Houston Upstairs Theatre School

Employer identification number: 74 2118224

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See instructions List each one If there are 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 & deferred compensation	(e) Expense account and other allowances
None				
Total number of other employees paid over $50,000 ▶	0			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See instructions List each one (whether individuals or firms) If there are none, enter "None")

(a) Name and address of each independent contractor paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ▶ 0		

LHA For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 990 and Form 990-EZ

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Part III Statements About Activities

			Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ $ Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities	1		X
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any of its trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary?			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b	X	
c	Furnishing of goods, services, or facilities?	2c		X
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? See Part V, Form 990	2d	X	
e	Transfer of any part of its income or assets? If the answer to any question is "Yes," attach a detailed statement explaining the transactions See Statement 13	2e		X
3	Does the organization make grants for scholarships, fellowships, student loans, etc ?	3	X	
4 a	Do you have a section 403(b) annuity plan for your employees?	4a		X
b	Attach a statement to explain how the organization determines that individuals or organizations receiving grants or loans from it in *furtherance of its charitable programs qualify to receive payments (See page 2 of the instructions)* See Statement 14			

Part IV Reason for Non-Private Foundation Status (See pages 2 through 5 of the instructions)

The organization is not a private foundation because it is (Please check only ONE applicable box)

5 ☐ A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)

6 ☒ A school Section 170(b)(1)(A)(ii) (Also complete Part V, page 5)

7 ☐ A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)

8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v)

9 ☐ A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) **Enter the hospital's name, city, and state** ▶

10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A.)

11a ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)

11b ☐ A community trust. Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)

12 ☐ An organization that normally receives **(1) more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc , functions - subject to certain exceptions, and **(2) no more than 33 1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A.)

13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in (1) lines 5 through 12 above, or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) (See section 509(a)(3))

Provide the following information about the supported organizations (See page 5 of the instructions)

(a) Name(s) of supported organization(s)	(b) Line number from above

14 ☐ An organization organized and operated to test for public safety Section 509(a)(4) (See page 5 of the instructions)

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Part IV-A **Support Schedule** (Complete only if you checked a box on line 10, 11, or 12) **Use cash method of accounting** N/A
Note *You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting*

Calendar year (or fiscal year beginning in) ▶	(a) 1999	(b) 1998	(c) 1997	(d) 1996	(e) Total
15 Gifts grants and contributions received (Do not include unusual grants See line 28)					
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is not a business unrelated to the organization's charitable, etc , purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975					
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	0.	0.	0.	0.	0.
24 Line 23 minus line 17					
25 Enter 1% of line 23					

26 **Organizations described on lines 10 or 11** **a** Enter 2% of amount in column (e), line 24 ▶ 26a N/A

b Attach a list (which is not open to public inspection) showing the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1996 through 1999 exceeded the amount shown in line 26a Enter the sum of all these excess amounts ▶ 26b N/A

c Total support for section 509(a)(1) test Enter line 24, column (e) ▶ 26c N/A

d Add Amounts from column (e) for lines 18 ____ 19 ____ 22 ____ 26b ____ ▶ 26d N/A

e Public support (line 26c minus line 26d total) ▶ 26e N/A

f **Public support percentage (line 26e (numerator) divided by line 26c (denominator))** ▶ 26f N/A %

27 **Organizations described on line 12** **a** For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," attach a list (which is not open to public inspection) to show the name of, and total amounts received in each year from, each "disqualified person " Enter the sum of such amounts for each year

(1999) (1998) (1997) (1996)

b For any amount included in line 17 that was received from a nondisqualified person, attach a list to show the name of, and amount received for each year, that was more than the **larger** of **(1)** the amount on line 25 for the year or **(2)** $5,000 (Include in the list organizations described in lines 5 through 11, as well as individuals) After computing the difference between the amount received and the larger amount described in **(1)** or **(2)**, enter the sum of these differences (the excess amounts) for each year

(1999) (1998) (1997) (1996)

c Add Amounts from column (e) for lines 15 ____ 16 ____ 17 ____ 20 ____ 21 ____ ▶ 27c N/A

d Add Line 27a total ____ and line 27b total ____ ▶ 27d N/A

e Public support (line 27c total minus line 27d total) ▶ 27e N/A

f Total support for section 509(a)(2) test Enter amount on line 23, column (e) ▶ 27f N/A

g **Public support percentage (line 27e (numerator) divided by line 27f (denominator))** ▶ 27g N/A %

h **Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))** ▶ 27h N/A %

28 **Unusual Grants** For an organization described in line 10, 11, or 12, that received any unusual grants during 1996 through 1999, attach a list (which is not open to public inspection) for each year showing the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not include these grants in line 15 (See page 5 of the instructions)

Part V **Private School Questionnaire**
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

			Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29	X	
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30	X	
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?	31	X	
	If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement.) The school routinely publishes its nondiscriminatory policy on the Internet in its Web Page.			
32	Does the organization maintain the following			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	X	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	X	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	X	
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d	X	
	If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement.)			
33	Does the organization discriminate by race in any way with respect to			
a	Students' rights or privileges?	33a		X
b	Admissions policies?	33b		X
c	Employment of faculty or administrative staff?	33c		X
d	Scholarships or other financial assistance?	33d		X
e	Educational policies?	33e		X
f	Use of facilities?	33f		X
g	Athletic programs?	33g		X
h	Other extracurricular activities?	33h		X
	If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement.)			
34 a	Does the organization receive any financial aid or assistance from a governmental agency?	34a		X
b	Has the organization's right to such aid ever been revoked or suspended?	34b		X
	If you answered "Yes" to either 34a or b, please explain using an attached statement.			
35	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation	35	X	

Part VI-A Lobbying Expenditures by Electing Public Charities

(To be completed ONLY by an eligible organization that filed Form 5768) N/A

Check here ▶ ☐ If the organization belongs to an affiliated group

Check here ▶ ☐ If you checked "a" above and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
		N/A	
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		
38 Total lobbying expenditures (add lines 36 and 37)	38		
39 Other exempt purpose expenditures	39		
40 Total exempt purpose expenditures (add lines 38 and 39)	40		
41 Lobbying nontaxable amount. Enter the amount from the following table -	41		
42 Grassroots nontaxable amount (enter 25% of line 41)	42		
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43		
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44		

If the amount on line 40 is -	The lobbying nontaxable amount is -
Not over $500 000	20% of the amount on line 40
Over $500 000 but not over $1 000 000	$100 000 plus 15% of the excess over $500 000
Over $1 000 000 but not over $1 500 000	$175 000 plus 10% of the excess over $1 000 000
Over $1 500 000 but not over $17 000 000	$225 000 plus 5% of the excess over $1,500 000
Over $17 000 000	$1,000 000

Caution *If there is an amount on either line 43 or line 44, you must file Form 4720*

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below See the instructions for lines 45 through 50 on page 9 of the instructions)

	Lobbying Expenditures During 4-Year Averaging Period				N/A
Calendar year (or fiscal year beginning in) ▶	(a) 2000	(b) 1999	(c) 1998	(d) 1997	(e) Total
45 Lobbying nontaxable amount					0.
46 Lobbying ceiling amount (150% of line 45(e))					0.
47 Total lobbying expenditures					0.
48 Grassroots nontaxable amount					0.
49 Grassroots ceiling amount (150% of line 48(e))					0.
50 *Grassroots lobbying expenditures*					0.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of	Yes	No	Amount
a Volunteers		X	
b Paid staff or management (include compensation in expenses reported on lines c through h)		X	
c Media advertisements		X	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements		X	
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
i *Total lobbying expenditures (add lines c through h)*			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

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

51 Did the reporting 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?

		Yes	No
a Transfers from the reporting organization to a noncharitable exempt organization of:			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		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 organization If the organization 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 N/A

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

52 a Is the organization 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 N/A

(a) Name of organization	(b) Type of organization	(c) Description of relationship

023151
12-09-00

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

Schedule of Contributors

Supplementary Information for line 1d of Form 990 or line 1 of Form 990-EZ (see instructions)

OMB No 1545-0047

2000

Name of organization: Houston Upstairs Theatre School

Employer identification number: 74-2118224

Organization type (check one)-Section [X] 501(c)(3) ◀ (enter number) [ ] 527 or [ ] 4947(a)(1) nonexempt charitable trust

A Section 501(c)(7), (8), or (10) organizations-
Check this box if the organization had **no** charitable contributors who contributed more than $1,000 during the year (But see **General rule** below) ▶ [ ]
Enter here the total gifts received during the year for a religious, charitable, etc , purpose ▶ $

Note This form is generally not open to public inspection except for section 527 organizations.

General Instructions

Purpose of Form

Schedule B (Form 990 or 990-EZ) is used by organizations required to file **Form 990**, Return of Organization Exempt From Income Tax, or **Form 990-EZ**, Short Form Return of Organization Exempt From Income tax, to provide the information regarding their contributors that is required for line 1d of Form 990 (or line 1 of Form 990-EZ)

Attach the Schedule B (Form 990 or 990-EZ) to Form 990 or 990-EZ Attach Schedule B after Schedule A (Form 990 or 990-EZ), Organization Exempt Under Section 501(c)(3), if that return is required for the organization

Who Must File Schedule B (Form 990 or 990-EZ)

All organizations must file Schedule B (Form 990 or 990-EZ) unless they certify that they do not meet the filing requirements of Schedule B (Form 990 or 9090-EZ) by checking the box in item L of the heading of their Form 990 or Form 990-EZ

See the instructions for item L in the Instructions for Form 990 and Form 990-EZ

Caution *Schedule B (Form 990 or 990-EZ) is not a substitute for the list of "contributors" required for Part IV-A, Support Schedule, of Schedule A (Form 990 or 990-EZ)*

Public Inspection

Schedule B (Form 990 or 990-EZ) is
- Open to public inspection for a section 527 political organization
- Generally not open to public inspection for the other organizations that must file this form

If a non-section 527 organization files a copy of Form 990, or Form 990-EZ, and attachments with any state, it should not include its Schedule B (Form 990 or 990-EZ) in the attachments for the state unless a schedule of contributors is specifically required by the state States that do not require the information might make the schedule available for public inspection along with the rest of the Form 990 or Form 990-EZ

See the Instructions for Form 990 and Form 990-EZ for phone help and the public inspection rules for those forms and their attachments, which include Schedule B (Form 990 or 990-EZ)

Contributors Required To Be Listed On Part I

"*Contributor*" includes individuals, fiduciaries, partnerships, corporations, associations, trusts, and exempt organizations

General rule Unless the organization is covered by one of the special rules below, it must list on Part I every contributor who during the year, gave the organization directly or indirectly, money, securities, or any other type of property totaling $5,000 or more for the year Also complete Part II for a noncash contribution In determining the $5,000 amount, total all of the contributor s gifts of $1,000 or more for the year

Section 501(c)(3) organizations For an organization described in section 501(c)(3) that meets the 33 1/3% support test of the Regulations under sections 509(a)(1)/170(b)(1)(A)(vi) (whether or not the organization is otherwise described in section 170(b)(1)(A))-

List in Part I only those contributors whose contribution of $5,000 or more is greater than 2% of the amount reported on line 1d of Form 990 (or line 1 of Form 990-EZ) (Regulations section 1 6033-2(a)(2)(iii)(a))

Example A section 501(c)(3) organization, of the type described above, reported $700,000 in total contributions, gifts, grants, and similar amounts received on line 1d of its Form 990 The organization is only required to list in Parts I and II of its Schedule B (Form 990 or 990-EZ) each person who contributed more than the greater of $5,000 or $14,000 (2% of $700,000) Thus, a contributor who gave a total of $11,000 would not be reported in Parts I and II for this section 501(c)(3) organization Even though the $11,000 contribution to the organization exceeded $5,000, it did not exceed $14,000

Section 501(c)(7), (8), or (10) organizations For *noncharitable* contributions to one of these organizations, list in Part I contributors who gave $5,000 or more as described in the **General rule** discussed above

If a section 501(c)(7), (8), or (10) organization received contributions or bequests for use exclusively for religious, charitable, etc , purposes (sections 170(c)(4), 2055(a)(3), or 2522(a)(3))-

List in Part I each contributor whose contributions total more than $1,000 during the year that were for a religious, charitable, etc , purpose To determine the $1,000, aggregate all of a contributor's gifts for the year (regardless of amount) For a noncash contribution, complete Part II

All section 501(c)(7), (8), or (10) organizations that received **any** charitable contributions and listed **any** charitable contributors on Part I must also complete Part III

If section 501(c)(7), (8), or (10) organization received charitable gifts, but is not required to list **any** charitable contributors on Part I, check the box on line **A** at the top of Schedule B (Form 990 or 990-EZ) and enter the amount of charitable contributions received in the space provided The organization need not complete and attach Part III

Specific Instructions

Note *You may duplicate Parts I, II, and III if more copies are needed Number each page of each Part*

Part I In column **(a)**, identify the first contributor listed as no 1 and the second contributor as no 2, etc Number consecutively Show the contributor's name, address, aggregate contributions for the year, and the type of contribution (e g , whether an individual, payroll, or noncash contribution) Report payroll contributions by listing the employer's name, address, and total amount given (unless an employee gave enough to be listed individually)

Part II In column **(a)**, show the number that corresponds to the contributor's number in Part I Describe the noncash contribution fully Report on property with readily determinable market value (i e , market quotations for securities) by listing its fair market value (FMV) For marketable securities registered and listed on a recognized securities exchange, measure market value by the average of the highest and lowest quoted selling prices (or the average between the bona fide bid and asked prices) on the contribution date See Regulations section 20 2031-2 to determine the value of contributed stocks and bonds When market value cannot be readily determined, use an appraised or estimated value To determine the amount of a noncash contribution that is subject to an outstanding debt, subtract the debt from the property s fair market value

Part III Section 501(c)(7), (8), or (10) organizations that received contributions or bequests for use exclusively for religious, charitable, etc , purposes, must complete Parts I through III for those persons whose gifts totaled more than $1,000 during the year Show also, in the heading of Part III, total gifts that were $1,000 or less and were for a religious, charitable, etc , purpose *Complete this information only on the first Part III page*

If an amount is set aside for a religious, charitable, etc , purpose, show in column **(d)** how the amount is held (e g , whether it is mingled with amounts held for other purposes) If the organization transferred the gift to another organization, show the name and address of the transferee organization in column **(e)** and explain the relationship between the two organizations

Name of organization

Houston Upstairs Theatre School

Employer identification number

74-2118224

Part I Contributors

(a) No	(b) Name, address and ZIP code	(c) Aggregate contributions	(d) Type of contribution
4		$ 6,325.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
5		$ 12,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
6		$ 18,587.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
7		$ 11,265.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
10		$ 10,986.	Individual [ ] Payroll [ ] Noncash [X] (Complete Part II if a noncash contribution)
11		$ 40,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)

Name of organization: Houston Upstairs Theatre School

Employer identification number: 74-2118224

Part I Contributors

(a) No	(b) Name, address and ZIP code	(c) Aggregate contributions	(d) Type of contribution
13		$ 60,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
15		$ 9,440.	Individual [ ] Payroll [ ] Noncash [X] (Complete Part II if a noncash contribution)
16		$ 7,250.	Individual [ ] Payroll [ ] Noncash [X] (Complete Part II if a noncash contribution)
18		$ 17,500.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
19		$ 5,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
20		$ 5,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)

Name of organization: Houston Upstairs Theatre School

Employer identification number: 74-2118224

Part I Contributors

(a) No	(b)	(c) Aggregate contributions	(d) Type of contribution
21		$ 15,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
22		$ 5,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
23		$ 12,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
24		$ 18,195.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
25		$ 5,000.	Individual [X] Payroll [ ] Noncash [ ] (Complete Part II if a noncash contribution)
26		$ 5,445.	Individual [ ] Payroll [ ] Noncash [X] (Complete Part II if a noncash contribution)

Name of organization	Employer identification number
Houston Upstairs Theatre School	74-2118224

Part II Noncash Property

(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
10	Newspaper Advertising	$	
15	Services	$	
16	Fundraising Printing	$	
26		$	
		$	
		$	

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179, Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	Building - Program Services	VARIES	SL	20.00	19	229,899.			229,899.	173,077.		11,495.
2	Building Improvements	VARIES	SL	20.00	19	26,789.			26,789.	15,079.		1,339.
3	Other Building Improvements	VARIES	SL	5.00	19	7,429.			7,429.	7,429.		0.
4	Property and Equipment	VARIES	SL	5.00	19	39,170.			39,170.	39,170.		0.
6	Land	VARIES	L			44,440.			44,440.			0.
7	Building - Management and General	VARIES	SL	20.00	19	12,100.			12,100.	9,109.		605.
8	New Water Fountain	072699	SL	5.00	19	724.			724.	144.		146.
9	Garage Door	082199	SL	5.00	19	750.			750.	37.		151.
10	Computer Equipment	083099	SL	5.00	19	639.			639.	31.		129.
11	Software	090199	SL	5.00	19	235.			235.	16.		47.
12	Computer Network	090199	SL	5.00	19	205.			205.	14.		41.
13	Computer Desk	092399	SL	5.00	19	254.			254.	17.		51.
14	Software	092399	SL	5.00	19	85.			85.	6.		17.
15	Computer Desk Piece	101199	SL	5.00	19	98.			98.	8.		20.
17	MAC O/S 8.5	101199	SL	5.00	19	151.			151.	13.		30.
18	Utility Software	101899	SL	5.00	19	331.			331.	28.		66.
19	DVD Drive & Software	110199	SL	5.00	19	963.			963.	96.		193.
20	Laser Printer	030200	SL	5.00	19	1,850.			1,850.	62.		370.

(D) Asset disposed

Form 990 Page 2 990

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179, Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
21	Clothes Racks	032200	SL	5.00	19	119.			119.	4.		24.
22	Computer Equipment	041200	SL	5.00	19	65.			65.	1.		13.
23	TV/VCR	042500	SL	5.00	19	164.			164.	3.		33.
24	New Hard Drive	051000	SL	5.00	19	270.			270.			54.
25	Replace A/C Unit in Back	051900	SL	5.00	19	2,700.			2,700.			540.
26	Software/Hardware	052400	SL	5.00	19	1,003.			1,003.			201.
27	Cables	052600	SL	5.00	19	28.			28.			6.
28	Processor Upgrade	052600	SL	5.00	19	351.			351.			70.
29	RAM - Studio Computer	053000	SL	5.00	19	358.			358.			72.
30	2 CD-RW Burners	062300	SL	5.00	19	394.			394.			72.
31	Computer Parts	072400	SL	5.00	19	47.			47.			8.
32	Organizers	081400	SL	5.00	19	279.			279.			46.
33	RAM-New iMacs	083000	SL	5.00	19	274.			274.			46.
34	Inside Unit P&M Heating	091400	SL	5.00	19	2,003.			2,003.			300.
35	3-Computers	100200	SL	5.00	19	3,072.			3,072.			410.
36	CD Burner	101100	SL	5.00	19	411.			411.			55.
37	Phone Equipment	101200	SL	5.00	19	580.			580.			77.
38	Computer Desk	102400	SL	5.00	19	417.			417.			56.

(D) Asset disposed

Form 990 Page 2 990

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179, Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
39	Printer	121200	SL	5.00	19	499.			499.			50.
40	Shelves	010901	SL	5.00	19	257.			257.			21.
41	Refrigerators	010901	SL	5.00	19	270.			270.			23.
42	Cabinet/typewriter	013101	SL	5.00	19	259.			259.			22.
43	Sewing Machine	117700	SL	5.00	19	700.			700.			82.
44	Improvements	VARIES	SL	5.00	19	638.			638.	638.		0.
45	Parmer exp rpt	061096	SL	6.00	19	146.			146.	97.		24.
46	Computer	051597	SL	5.00	19	5,269.			5,269.	4,215.		1,054.
47	Air conditioning unit	060997	SL	5.00	19	1,748.			1,748.	1,048.		350.
48	Computer software	061597	SL	5.00	19	314.			314.	187.		63.
49	Theatre seats	021298	SL	5.00	19	225.			225.	135.		45.
50	Music software	070198	SL	5.00	19	284.			284.	104.		57.
51	Music Computer-PowerMac & Monitor	070198	SL	5.00	19	1,783.			1,783.	654.		357.
52	Phone equipment	072998	SL	5.00	19	169.			169.	62.		34.
53	Software	091498	SL	5.00	19	95.			95.	32.		19.
54	Printer	081798	SL	5.00	19	170.			170.	60.		34.
55	Office Chair	091498	SL	5.00	19	182.			182.	61.		36.
56	Music Equipment	100298	SL	5.00	19	2,416.			2,416.	765.		483.

(D) Asset disposed

Form 990 Page 2 990

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179, Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
57	Music Equipment	101298	SL	5.00	19	407.			407.	129.		81.
58	Installation	022799	SL	5.00	19	66.			66.	16.		13.
	* Total 990 Page 2 Depr					394,544.		0.	394,544.	252,547.	0.	19,631.

(D) Asset disposed

Form 990	Income and Cost of Goods Sold Included on Part I, Line 10	Statement 1

Income

1. Gross receipts	10,172	
2. Returns and allowances		
3. Line 1 less line 2		10,172
4. Cost of goods sold (line 13)	5,899	
5. Gross profit (line 3 less line 4)		4,273

Cost of Goods Sold

6. Inventory at beginning of year		
7. Merchandise purchased	5,899	
8. Cost of labor		
9. Materials and supplies		
10. Other costs		
11. Add lines 6 through 10		5,899
12. Inventory at end of year		
13. Cost of goods sold (line 11 less line 12). .		5,899

Form 990	Other Changes in Net Assets or Fund Balances	Statement 2

Description	Amount
Temporarily restricted contributions	900.
Unrealized loss on investments	<3,516.>
Total to Form 990, Part I, line 20	<2,616.>

Form 990	Other Expenses	Statement 3

Description	(A) Total	(B) Program Services	(C) Management and General	(D) Fundraising
Professional fees	75,514.	64,670.	843.	10,001.
Advertising	11,717.	11,086.	505.	126.
Insurance	9,516.	8,010.	1,506.	
Costumes and sets	34,037.	33,937.	100.	
Royalties	5,258.	5,258.		
Direct fundraising costs	39,972.	307.	819.	38,846.
Other costs	13,974.	6,093.	5,289.	2,592.
Total to Fm 990, ln 43	189,988.	129,361.	9,062.	51,565.

Form 990	Statement of Organization's Primary Exempt Purpose Part III	Statement 4

Explanation

Educational, cultural, and civic development of professional childrens' theatre and training school, enrich lives and develop talants of those who participate, to enrich the cultural climate for children in Houston, provide professional-level training, and establish an outlet for young performers to practice their skills.

Form 990	Statement of Program Service Accomplishments	Statement 5

Description of Program Service One

Achievement: Develop a professional children's theatre training school. Theatre school operations provide after school and summer activities for students ages 4 to 22. Over 576 students were served, of whom 26% received scholarships. There were 12 production classes and 3 classes without productions. There were 22 performances by the students.

	Grants	Expenses
To Form 990, Part III, line a		155,211.

Form 990	Statement of Program Service Accomplishments	Statement 6

Description of Program Service Two

Achievement: To enhance the cultural climate for children in Houston, with free productions. Over 25,000 audience members attended free productions of Hello Dolly that involved 73 students and adults, 57 professional musicians, as well as 13 other theatre professionals.

	Grants	Expenses
To Form 990, Part III, line b		244,886.

Form 990	Non-Government Securities	Statement 7

Description	Corporate Stocks	Corporate Bonds	Other Publicly Traded Securities	Other Securities	Total Non-Gov't Securities
Mutual funds			25,156.		25,156.
To Fm 990, ln 54 Col B			25,156.		25,156.

Form 990 Depreciation of Assets Not Held for Investment Statement 8

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Building - Program Services	229,899.	184,572.	45,327.
Building Improvements	26,789.	16,418.	10,371.
Other Building Improvements	7,429.	7,429.	0.
Property and Equipment	39,170.	39,170.	0.
Land	44,440.	0.	44,440.
Building - Management and General	12,100.	9,714.	2,386.
New Water Fountain	724.	290.	434.
Garage Door	750.	188.	562.
Computer Equipment	639.	160.	479.
Software	235.	63.	172.
Computer Network	205.	55.	150.
Computer Desk	254.	68.	186.
Software	85.	23.	62.
Computer Desk Piece	98.	28.	70.
MAC O/S 8.5	151.	43.	108.
Utility Software	331.	94.	237.
DVD Drive & Software	963.	289.	674.
Laser Printer	1,850.	432.	1,418.
Clothes Racks	119.	28.	91.
Computer Equipment	65.	14.	51.
TV/VCR	164.	36.	128.
New Hard Drive	270.	54.	216.
Replace A/C Unit in Back	2,700.	540.	2,160.
Software/Hardware	1,003.	201.	802.
Cables	28.	6.	22.
Processor Upgrade	351.	70.	281.
RAM - Studio Computer	358.	72.	286.
2 CD-RW Burners	394.	72.	322.
Computer Parts	47.	8.	39.
Organizers	279.	46.	233.
RAM-New iMacs	274.	46.	228.
Inside Unit P&M Heating	2,003.	300.	1,703.
3-Computers	3,072.	410.	2,662.
CD Burner	411.	55.	356.
Phone Equipment	580.	77.	503.
Computer Desk	417.	56.	361.
Printer	499.	50.	449.
Shelves	257.	21.	236.
Refrigerators	270.	23.	247.
Cabinet/typewriter	259.	22.	237.
Sewing Machine	700.	82.	618.
Improvements	638.	638.	0.
Parmer exp rpt	146.	121.	25.
Computer	5,269.	5,269.	0.
Air conditioning unit	1,748.	1,398.	350.

Computer software	314.	250.	64.
Theatre seats	225.	180.	45.
Music software	284.	161.	123.
Music Computer-PowerMac & Monitor	1,783.	1,011.	772.
Phone equipment	169.	96.	73.
Software	95.	51.	44.
Printer	170.	94.	76.
Office Chair	182.	97.	85.
Music Equipment	2,416.	1,248.	1,168.
Music Equipment	407.	210.	197.
Installation	66.	29.	37.
Total to Form 990, Part IV, ln 57	394,544.	272,178.	122,366.

Form 990 Mortgages Payable Statement 9

Description	Balance Due
Compass Bank	0.
Total included on Form 990, Part IV, line 64b, Column B	

Form 990 Other Revenue Not Included on Form 990 Statement 10

Description	Amount
Temporarily restricted assets released from restrictions	1,580.
Total to Form 990, Part IV-A	1,580.

Form 990 Part V - List of Officers, Directors, Trustees and Key Employees Statement 11

Name and Address	Title and Avrg Hrs/Wk	Compen-sation	Employee Ben Plan Contrib	Expense Account
Amy Williams 311 West 18th Street Houston, TX 77008	President Part	0.	0.	0.
Beth Proctor 311 West 18th Street Houston, TX 77008	VP Events Part	0.	0.	0.
Milissa Siegel 311 West 18th Street Houston, TX 77008	VP Development Part	0.	0.	0.
Gazella Fletcher 311 West 18th Street Houston, TX 77008	VP Communications Part	0.	0.	0.
Marc Shellum 311 West 18th Street Houston, TX 77008	Secretary Part	0.	0.	0.
Deidre Grawl 311 West 18th Street Houston, TX 77008	Treasurer Part	0.	0.	0.
Steve Busby 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
James Castillo 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Debbie Eakin 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Candance McCoin 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Carolyn Franklin 311 West 18th Street Houston, TX 77008	Executive Director Full	41,985.	0.	0.

Dianne McGreevy 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
M. G. Perez 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Gwynn Piccolo 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Davis Ratcliff 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Joshua Samuels 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Leslie Stanke 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Deborah Stavis 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Jerre Williams 311 West 18th Street Houston, TX 77008	Director Part	0.	0.	0.
Totals Included on Form 990, Part V		41,985.	0.	0.

Form 990 Part VIII - Relationship of Activities to Accomplishment of Exempt Purposes Statement 12

Line	Explanation of Relationship of Activities
93	The activities include classes in musical theatre for children ages 4 to 22 and theatrical productions. Classes and productions are important to advancing the mission and exempt purposes of the organization through development of a professional children's theatre company and training school, and enrichment of the lives and development of the talents of all who participate.

Schedule A — Statement Regarding Activities with Directors, Trustees, Principal Officers or Creator — Statement 13
Part III, Line 2

Organization has made payments for compensation to a full-time employee-director to compensate for work performed.
Certain members of the Board of Directors provide no term, interest free working capital loans to help fund the organization's activities. These are reflected on the balance sheet.

Schedule A — Explanation of Qualifications to Receive Payments — Statement 14
Part III, Line 4

Receipients are determined based on financial need and talent.