

Form **990**

Return of Organization Exempt From Income Tax

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

OMB No 1545-0047

2002

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2002 calendar year, or tax year period beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type See Specific Instructions	C Name of organization UNION STATION FOUNDATION		D Employer identification number 95-3958741
		Number and street (or P O box if mail is not delivered to street address) 412 S. RAYMOND AVENUE	Room/suite 	E Telephone number (626) 449-4596

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

H and I are not applicable to section 527 organizations

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

I Enter 4-digit GEN

G Web site **WWW.UNIONSTATIONFOUNDATION.ORG**

J Organization type (check only one) 501(c)(3) (Insert no) 4947(a)(1) or 527

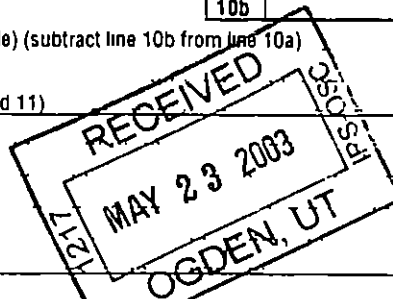
K Check here if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 **4,270,086.**

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	3,016,600.		
	b Indirect public support	1b			
	c Government contributions (grants)	1c	593,005.		
	d Total (add lines 1a through 1c) (cash \$ 3,301,870. noncash \$ 307,735.)	1d			3,609,605.
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2			242,108.
	3 Membership dues and assessments	3			
	4 Interest on savings and temporary cash investments	4			
	5 Dividends and interest from securities	5			57,352.
	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	8a			
	227,099.	8a			
	234,306.	8b			
	<7,207.>	8c			
d Net gain or (loss) (combine line 8c, columns (A) and (B))	8d		STMT 2	<7,207.>	
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				
	b Less cost of goods sold	10b			
	c Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c			
11 Other revenue (from Part VII, line 103)	11			133,922.	
12 Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12			4,035,780.	
Expenses	13 Program services (from line 44 column (B))	13		2,360,394.	
	14 Management and general (from line 44 column (C))	14		526,959.	
	15 Fundraising (from line 44 column (D))	15		631,014.	
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses (add lines 16 and 44, column (A))	17			3,518,367.
18 Excess or (deficit) for the year (subtract line 17 from line 12)	18			517,413.	
19 Net assets or fund balances at beginning of year (from line 73, column (A))	19			6,875,390.	
20 Other changes in net assets or fund balances (attach explanation)	20		SEE STATEMENT 3	<141,797.>	
21 Net assets or fund balances at end of year (combine lines 18, 19 and 20)	21			7,251,006.	



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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	25 168,260.	115,282.	32,761.	20,217.
26 Other salaries and wages	26 1,637,907.	1,122,198.	318,908.	196,801.
27 Pension plan contributions	27			
28 Other employee benefits	28 389,961.	293,708.	58,152.	38,101.
29 Payroll taxes	29			
30 Professional fundraising fees	30			
31 Accounting fees	31 19,522.	4,881.	14,641.	
32 Legal fees	32			
33 Supplies	33 31,091.	17,454.	10,733.	2,904.
34 Telephone	34			
35 Postage and shipping	35 3,948.	987.	2,961.	
36 Occupancy	36 90,980.	53,342.	19,125.	18,513.
37 Equipment rental and maintenance	37 5,724.	4,798.	926.	
38 Printing and publications	38 3,498.	700.	1,399.	1,399.
39 Travel	39			
40 Conferences, conventions, and meetings	40			
41 Interest	41			
42 Depreciation, depletion etc (attach schedule)	42 58,674.	48,113.	4,107.	6,454.
43 Other expenses not covered above (itemize)				
a _____	43a			
b _____	43b			
c _____	43c			
d _____	43d			
e SEE STATEMENT 4	43e 1,108,802.	698,931.	63,246.	346,625.
44 Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D) carry these totals to lines 13-15	44 3,518,367.	2,360,394.	526,959.	631,014.

Joint Costs Check if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? 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 5**

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 HOSPITALITY CENTER: BREAKFAST, LUNCH, DINNER; COUNSELING BY CASE MGMT STAFF AND SUBSTANCE ABUSE STAFF FOR POOR AND HOMELESS OF SG VALLEY AREA; REFERRALS TO OTHER AGENCIES (Grants and allocations \$ _____)	2,360,394.
b SHELTER: ONE SHELTER WITH 36 BEDS AND ONE WITH 25 BEDS; GUESTS MAY STAY ONE TO SIXTY NIGHTS; TOTAL OF 22,265 SHELTER BEDS AVAILABLE FOR THE YEAR. (Grants and allocations \$ _____)	
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)	2,360,394.

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	1,136,875.	978,816.		
	46 Savings and temporary cash investments	292,311.	219,293.		
	47 a Accounts receivable				
	b Less allowance for doubtful accounts				
	48 a Pledges receivable	821,887.			
	b Less allowance for doubtful accounts				
	49 Grants receivable	47,367.	59,609.		
	50 Receivables from officers, directors, trustees, and key employees				
	51 a Other notes and loans receivable				
	b Less allowance for doubtful accounts				
	52 Inventories for sale or use				
	53 Prepaid expenses and deferred charges	32,051.	28,139.		
	54 Investments - securities STMT 6 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	1,030,584.	1,172,839.		
	55 a Investments - land, buildings, and equipment basis				
	b Less accumulated depreciation				
56 Investments - other	SEE STATEMENT 7	<1,912.>	<2,750.>		
57 a Land, buildings, and equipment basis	57a 5,093,707.				
b Less accumulated depreciation	57b 590,293.	3,076,775.	4,503,414.		
58 Other assets (describe SEE STATEMENT 8)		<236,055.>	<99,545.>		
59 Total assets (add lines 45 through 58) (must equal line 74)	7,067,693.	59	7,681,702.		
Liabilities	60 Accounts payable and accrued expenses	155,636.	60	412,363.	
	61 Grants payable		61		
	62 Deferred revenue		62		
	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	36,667.	64b	18,333.
	65 Other liabilities (describe)		65		
66 Total liabilities (add lines 60 through 65)	192,303.	66	430,696.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74				
	67 Unrestricted	4,411,846.	67	4,950,625.	
	68 Temporarily restricted	1,577,804.	68	1,453,327.	
	69 Permanently restricted	885,740.	69	847,054.	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> 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, column (B) must equal line 21)	6,875,390.	73	7,251,006.	
	74 Total liabilities and net assets / fund balances (add lines 66 and 73)	7,067,693.	74	7,681,702.	

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 VI Other Information		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		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		X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
b	If "Yes" has it filed a tax return on Form 990-T for this year? N/A		
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes" attach a statement		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?		X
b	If "Yes," enter the name of the organization _____ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct or indirect political expenditures See line 81 instructions <input type="checkbox"/> 81a 0.		
b	Did the organization file Form 1120-POL for this year?		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?		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 in Part III) <input type="checkbox"/> 82b N/A		
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		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		
85	501(c)(4), (5), or (6) organizations a Were substantially all dues nondeductible by members? N/A		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? N/A		
	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 <input type="checkbox"/> 85c N/A		
d	Section 162(e) lobbying and political expenditures <input type="checkbox"/> 85d N/A		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices <input type="checkbox"/> 85e N/A		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) <input type="checkbox"/> 85f N/A		
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? N/A		
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? N/A		
86	501(c)(7) organizations Enter a Initiation fees and capital contributions included on line 12 <input type="checkbox"/> 86a N/A		
b	Gross receipts included on line 12, for public use of club facilities <input type="checkbox"/> 86b N/A		
87	501(c)(12) organizations Enter a Gross income from members or shareholders <input type="checkbox"/> 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) <input type="checkbox"/> 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		X
89 a	501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 <input type="checkbox"/> 0., section 4912 <input type="checkbox"/> 0., section 4955 <input type="checkbox"/> 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		X
c	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 <input type="checkbox"/> 0.		
d	Enter Amount of tax on line 89c, above, reimbursed by the organization <input type="checkbox"/> 0.		
90 a	List the states with which a copy of this return is filed <input type="checkbox"/> CALIFORNIA		
b	Number of employees employed in the pay period that includes March 12, 2002 <input type="checkbox"/> 90b 58		
91	The books are in care of <input type="checkbox"/> CYNTHIA FOSTER C/O UNION STATION Telephone no <input type="checkbox"/> (626) 683-8071		
	Located at <input type="checkbox"/> 300 S. RAYMOND AVE. PASADENA, CA ZIP + 4 <input type="checkbox"/> 91104		
92	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year <input type="checkbox"/> 92 N/A		

Part VII Analysis of Income-Producing Activities (See page 31 of the instructions)

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue					
a CASE MGT. SERVICES					238,890.
b OTHER INCOME					3,218.
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					
96 Dividends and interest from securities			14	57,352.	
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			14	<7,207.>	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue					
a REDUCTION IN ALLOWANCE					133,922.
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		50,145.	376,030.
105 Total (add line 104, columns (B), (D), and (E))					426,175.

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 (See page 32 of the instructions)

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)
93	UNION STATION PROVIDES CASE MANAGEMENT SERVICES TO HOMELESS MENTALLY ILL ADULTS WHO ARE CLIENTS OF THE PASADENA MULTI-SERVICE CENTER AND IS PAID FOR THESE SERVICES BY PACIFIC CLINICS LOCATED AT 909 SOUTH FAIR OAKS AVENUE, PASADENA, CA. 91105.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 32 of the instructions)

(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 (See page 33 of the instructions)

(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, receive any funds directly or indirectly, to pay premiums on a personal benefit contract? Yes No

I have prepared this return and accompanying schedules and statements, and to the best of my knowledge and belief, it is true and correct. Information of which preparer has any knowledge

5-15-03 MARVIN GROSS, EXECUTIVE DIRECTOR

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

OMB No 1545-0047

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

2002

Department of the Treasury
Internal Revenue Service

Supplementary Information-(See separate instructions.)
▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

UNION STATION FOUNDATION

Employer identification number

95 3958741

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

(See page 1 of the 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
KENT SCHELL ----- 412 S. RAYMOND AVE.	DIR. OF DEVL P 40	96,000.	6,240.	6,608.
LARRY JOHNSON ----- 412 S. RAYMOND AVE.	PROG. DIR 40	53,668.	2,147.	1,308.
CHRISTINE FRANKE ----- 412 S. RAYMOND AVE.	AST DIR. DEVL 40	62,000.	2,480.	2,658.

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

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

(See page 2 of the 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
GONZALES GOODAL ARCHITECTS ----- 135 W. GREEN ST. STE 200, PASADENA, CA 91105	ARCHITECTS	115,735.

Total number of others receiving over \$50,000 for professional services ▶	0	

Part III Statements About Activities (See page 2 of the instructions)

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 \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line 1 of Part VI-B)

1		X
---	--	---

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

2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, 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? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions)

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)?

2d		X
----	--	---

e Transfer of any part of its income or assets?

2e		X
----	--	---

3 Does the organization make grants for scholarships, fellowships, student loans, etc.? (See Note below)

3		X
---	--	---

4 Do you have a section 403(b) annuity plan for your employees?

4	X	
---	---	--

Note 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

Part IV Reason for Non-Private Foundation Status (See pages 3 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)

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)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) **Use cash method of accounting**
 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) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)	3,718,139.	6,209,871.	2,550,053.	1,569,818.	14,047,881.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	240,032.	242,024.	236,719.	307,020.	1,025,795.
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	72,181.	140,656.	66,779.	97,491.	377,107.
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	4,030,352.	6,592,551.	2,853,551.	1,974,329.	15,450,783.
24 Line 23 minus line 17	3,790,320.	6,350,527.	2,616,832.	1,667,309.	14,424,988.
25 Enter 1% of line 23	40,304.	65,926.	28,536.	19,743.	
26 Organizations described on lines 10 or 11	a Enter 2% of amount in column (e), line 24				26a 288,500.
	b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1998 through 2001 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the sum of all these excess amounts.				26b 610,916.
	c Total support for section 509(a)(1) test. Enter line 24, column (e).				26c 14,424,988.
	d Add Amounts from column (e) for lines	18 377,107.	19	26b 610,916.	26d 988,023.
		22			26e 13,436,965.
	e Public support (line 26c minus line 26d total)				26f 93.1506%
	f Public support percentage (line 26e (numerator) divided by line 26c (denominator))				26f

27 Organizations described on line 12

a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year

	(2001)	(2000)	(1999)	(1998)
N/A				

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records 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.) Do not file this list with your return. 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

	(2001)	(2000)	(1999)	(1998)
N/A				

c Add Amounts from column (e) for lines

	15	16	17	20	21

d Add Line 27a total and line 27b total

e Public support (line 27c total minus line 27d total)

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))

h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))

28 Unusual Grants For an organization described in line 10, 11, or 12 that received any unusual grants during 1998 through 2001, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15

Part V Private School Questionnaire (See page 7 of the instructions)

N/A

(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?		
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?		
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? If "Yes," please describe, if "No," please explain (if you need more space, attach a separate statement)		
<hr/> <hr/> <hr/>			
32	Does the organization maintain the following		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain (if you need more space, attach a separate statement)		
<hr/> <hr/>			
33	Does the organization discriminate by race in any way with respect to		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities? If you answered "Yes" to any of the above, please explain (if you need more space, attach a separate statement)		
<hr/> <hr/>			
34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended? 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		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions)
 (To be completed ONLY by an eligible organization that filed Form 5768)

N/A

Check a if the organization belongs to an affiliated group Check b If you checked "a" 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)														
37	Total lobbying expenditures to influence a legislative body (direct lobbying)														
38	Total lobbying expenditures (add lines 36 and 37)														
39	Other exempt purpose expenditures														
40	Total exempt purpose expenditures (add lines 38 and 39)														
41	Lobbying nontaxable amount. Enter the amount from the following table -														
	<table border="0"> <tr> <td>If the amount on line 40 is -</td> <td>The lobbying nontaxable amount is -</td> </tr> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 40</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000</td> </tr> </table>	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		
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														
42	Grassroots nontaxable amount (enter 25% of line 41)														
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36														
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38														

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 11 of the instructions.)

Calendar year (or fiscal year beginning in)	Lobbying Expenditures During 4-Year Averaging Period				N/A (e) Total
	(a) 2002	(b) 2001	(c) 2000	(d) 1999	
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) (See page 11 of the instructions)

N/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

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h)

Yes	No	Amount
		0.

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

FOOTNOTES

STATEMENT 1

SEE ATTACHED FIXED ASSET SCHEDULE, WHICH TIES OUT TO
TOTAL FIXED ASSETS, TOTAL ACCUMULATED DEPRECIATION,
TOTAL DEPRECIATION EXPENSE FOR THE YEAR ENDED DECEMBER
31, 2002.

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 2

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
AMERICAN FUNDS	134,934.	154,244.	0.	<19,310.>
AMERICAN FUNDS	72,657.	74,089.	0.	<1,432.>
AMERICAN FUNDS	3,528.	3,342.	0.	186.
AMERICAN FUNDS	1,469.	1,391.	0.	78.
AMERICAN FUNDS	1,301.	1,240.	0.	61.
CAPITAL GAINS DISTRIBUTED - AMERICAN FUNDS	13,210.	0.	0.	13,210.
TO FORM 990, PART I, LINE 8	227,099.	234,306.	0.	<7,207.>

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 3

DESCRIPTION	AMOUNT
UNREALIZED HOLDING LOSS ON MARKETABLE SECURITIES	<141,797.>
TOTAL TO FORM 990, PART I, LINE 20	<141,797.>

FORM 990 OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
FOOD	272,211.	272,211.		
DEVELOPMENT/PR	278,830.	16,934.	16,934.	244,962.
INSURANCE AND TAXES	44,994.	42,744.	1,800.	450.
PATRON AID	123,033.	123,033.		
AUTO, INCLUDING REIMB	13,138.	12,395.	377.	366.
VOLUNTEER PROGRAM	23,207.	23,207.		
HEALTH SCREENING PROGRAM	5,771.	5,771.		
SUBSTANCE ABUSE RECOVERY	3,073.	3,073.		
LAUNDRY	2,747.	2,747.		
OFFICE EQUIPMENT	11,379.	3,630.	4,348.	3,401.
UTILITIES AND TELEPHONE	49,313.	41,086.	5,825.	2,402.

UNION STATION FOUNDATION

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BUILDING REPAIRS AND MAINTENANCE	60,762.	46,453.	14,309.	
STAFF TRAINING AND MEETINGS	30,786.	19,631.	8,789.	2,366.
PAYROLL SERVICE	12,390.	4,956.	4,956.	2,478.
OTHER PROGRAM EXPENSES	77,158.	77,158.		
CONSULTANT	11,149.	3,902.	5,908.	1,339.
SPECIAL EVENTS	88,861.			88,861.
TOTAL TO FM 990, LN 43	1,108,802.	698,931.	63,246.	346,625.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 5
PART III

EXPLANATION

TO PROVIDE SHELTER AND FOOD TO THE HOMELESS OF THE SAN GABRIEL VALLEY, ESPECIALLY THE HOMELESS OF THE PASADENA AREA.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 6

SECURITY DESCRIPTION	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	OTHER SECURITIES	TOTAL NON-GOV'T SECURITIES
INVESTMENTS IN MUTUAL FUNDS				1,172,839.	1,172,839.
TO 990, LN 54 COL B				1,172,839.	1,172,839.

FORM 990 OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	AMOUNT
INVESTMENT IN PARTNERSHIP	COST	<2,750.>
TOTAL TO FORM 990, PART IV, LINE 56, COLUMN B		<2,750.>

FORM 990	OTHER ASSETS	STATEMENT	8
<u>DESCRIPTION</u>		<u>AMOUNT</u>	
OTHER RECEIVABLES		13,767.	
ALLOWANCE FOR DOUBTFUL ACCOUNTS		<123,283.>	
SECURITY DEPOSIT		9,971.	
TOTAL TO FORM 990, PART IV, LINE 58, COLUMN B		<99,545.>	

FORM 990 OTHER NOTES AND LOANS PAYABLE STATEMENT 9

LENDER'S NAME: CITY OF PASADENA
 TERMS OF REPAYMENT: PROVIDE SERVICES FOR THE HOMELESS IN EXCHANGE FOR NOTE REDUCTION

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
02/16/88	02/15/03	275,000.	.00%

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
SECURED BY DEED OF TRUST ON PROPERTY LOCATED AT 412 S. RAYMOND AVE., PASADENA	TO HOUSE HOMELESS FACILITY

RELATIONSHIP OF LENDER: NONE

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
PROPERTY LOCATED AT 412 S. RAYMOND AVE., PASADENA, CA 91105	0.	18,333.
TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B		18,333.

FORM 990 OTHER REVENUE NOT INCLUDED ON FORM 990 STATEMENT 10

DESCRIPTION	AMOUNT
UNREALIZED LOSSES INCLUDED IN REVENUES	<141,797.>
TOTAL TO FORM 990, PART IV-A	<141,797.>

FORM 990 OTHER EXPENSES NOT INCLUDED ON FORM 990 STATEMENT 11

DESCRIPTION	AMOUNT
UNREALIZED LOSSES INCLUDED IN REVENUES	141,797.
TOTAL TO FORM 990, PART IV-B	141,797.

FORM 990 PART V - LIST OF OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARVIN GROSS 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	EXECUTIVE DIRECTOR 40	107,000.	16,780.	5,608.
WILLIAM GOLDMAN 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - VICE PRESIDENT MINIMAL	0.	0.	0.
WILLIAM KERLER 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - TREASURER MINIMAL	0.	0.	0.
HANNAH S. KULLY 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - PRESIDENT MINIMAL	0.	0.	0.
KEN EDWARDS 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
GARTH GILPIN 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
MARCIA GOODSTEIN 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
BARRY GORDON 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.

UNION STATION FOUNDATION

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KAREN GROSS 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
ANN HAMILTON 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
MICHAEL J. MCCRARY 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
GERRY PUHARA 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
LYLA WHITE 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
MATT WRIGHT 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	SECRETARY MINIMAL	0.	0.	0.
WENDY KOLOKOTRONES 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
KAREN REYNOLDS 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
RUSSEL I. KULLY 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
WENDY MUNGER 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
CYNTHIA FOSTER 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	DIRECTOR OF FINANCE & ADM. 40	61,260.	2,450.	2,652.
CHRISTINE SISLEY 412 S. RAYMOND AVENUE PASADENA, CALIFORNIA 91105	BOD - MEMBER MINIMAL	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V		<u>168,260.</u>	<u>19,230.</u>	<u>8,260.</u>

Union Station Foundation
Fixed Assets - Detail
12/31/02

BLR 02/03/03

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02	Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBV
BUILDING	01-Nov-89	40	982,356.40			982,356.40	306,986.45	24,558.91	331,545.36	650,811.04
BUILDING	28-Dec 00	40	300,979.62			300,979.62	7,524.49	7,524.49	15,048.98	285,930.64
			1,283,336.02			1,283,336.02	314,510.94	32,083.40	346,594.34	936,741.68

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02	Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBV
BUILDING IMPROVEMENTS	17-Jan-01	15	9,350.00			9,350.00	623.33	623.33	1,246.67	8,103.33
Debiuare Water Heater			9,350.00			9,350.00	623.33	623.33	1,246.67	8,103.33

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02	Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBV
OFFICE EQUIPMENT - 412 Raymond										
Computer	01-Jan-86	5	2,741.31			2,741.31	2,741.31	-	2,741.31	-
Printer	01-Jan-86	5	750.00			750.00	750.00	-	750.00	-
Copier	01-Jan-87	5	2,721.08			2,721.08	2,721.08	-	2,721.08	-
Typewriter	01-Jan-87	5	424.94			424.94	424.94	-	424.94	-
Software	01-Jan-87	3	396.13			396.13	396.13	-	396.13	-
Phone system	06-Jan-88	5	1,226.88			1,226.88	1,226.88	-	1,226.88	-
Computer system	20-Jan-88	3	2,046.92			2,046.92	2,046.92	-	2,046.92	-
Mail machine and scale	18-Jan-89	5	1,491.00			1,491.00	1,491.00	-	1,491.00	-
Laser printer	24-Feb-89	3	1,980.90			1,980.90	1,980.90	-	1,980.90	-
Computer	30-Mar-89	3	1,369.59			1,369.59	1,369.59	-	1,369.59	-
Computer software	17-Apr-89	3	378.08			378.08	378.08	-	378.08	-
2 Personal computers	02-Feb-90	5	8,823.96			8,823.96	8,823.96	-	8,823.96	-
HP Laser printer	02-Feb-90	5	1,629.00			1,629.00	1,629.00	-	1,629.00	-
Fax machine	11-Jan-91	5	638.99			638.99	638.99	-	638.99	-
HP Laserjet III	20-Jan-91	5	1,786.54			1,786.54	1,786.54	-	1,786.54	-
HP 500 desktop printer	20-Jan-91	5	625.70			625.70	625.70	-	625.70	-
IBM PS-2 computer & software	06-Jun-91	5	2,600.00			2,600.00	2,600.00	-	2,600.00	-
AST computer & monitor	30-Jun-91	5	1,050.00			1,050.00	1,050.00	-	1,050.00	-
AT computer & monitor	30-Jun-91	5	950.00			950.00	950.00	-	950.00	-
Computer - administrative mgr	29-Dec-95	5	2,011.99			2,011.99	2,011.99	-	2,011.99	-
2 computer workstations	26-Jan-96	5	4,048.55			4,048.55	4,048.55	-	4,048.55	-
C Star Client Database Software	16-Aug-99	5	4,000.00			4,000.00	2,000.00	800.00	2,800.00	1,200.00
Printer HP 4050N	19-Jul-99	5	1,623.74			1,623.74	811.86	324.75	1,136.61	487.13
Fax monitor	26-Jan-96	5	1,269.82			1,269.82	634.91	253.96	888.88	380.94
Furniture Reception Area	15-Aug-00	5	1,232.58			1,232.58	349.24	246.52	595.75	636.83
2 Refrigerators	06-Oct-00	10	3,277.81			3,277.81	409.73	327.78	737.51	2,540.30
Office Chair	20-Oct-00	10	541.20			541.20	63.14	54.12	117.26	423.94
Gateway Computer	31-May-01	3	2,211.48			2,211.48	552.87	737.16	1,290.03	921.45
			53,848.19	0.00	-	53,848.19	44,513.31	2,744.29	47,257.60	6,590.59

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02	Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBV
OFFICE EQUIPMENT - Annex										
Phone system	19-Nov-92	5	1,124.00			1,124.00	1,124.00	-	1,124.00	-
Computer network-Fundmaster	23-Sep-92	5	7,175.00			7,175.00	7,175.00	-	7,175.00	-
Copier	30-Nov-92	5	798.67			798.67	798.67	-	798.67	-
Computer	08-Mar-92	5	2,703.31			2,703.31	2,703.31	-	2,703.31	-
Lateral file	31-Oct-89	10	365.15			365.15	365.15	-	365.15	-
Multi purpose table	31-Oct-89	10	299.64			299.64	299.64	-	299.64	-
Typing table	31-Oct-89	10	204.95			204.95	204.95	-	204.95	-
Task chair	31-Oct-89	10	251.64			251.64	251.64	-	251.64	-
			see lvm legend @ 12/31/02							

Union Station Foundation
Fixed Assets - Detail

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02	Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBV
Computer equipment	26-Jan-96	5	13,951.45			13,951.45	13,951.45		13,951.45	-
4 Monitors	24-Jan-00	5	3,680.40			3,680.40	1,410.82	736.08	2,146.90	1,533.50
Printer	28-Mar-00	5	1,244.86			1,244.86	435.70	248.97	684.67	560.19
Printer	27-Apr-00	5	1,840.23			1,840.23	613.41	368.05	981.45	858.78
5 Computers	21-Sep-00	5	2,681.20			2,681.20	670.30	536.24	1,206.54	1,474.66
5 Monitors	21-Sep-00	5	1,519.73			1,519.73	379.94	303.95	683.88	835.85
Computer equipment	21-Sep-00	5	289.55			289.55	72.39	57.91	130.30	159.25
Compaq Computers (12)	13-Mar-01	3	7,862.29			7,862.29	1,965.57	2,620.76	4,586.34	3,275.95
Gateway Computer	26-Mar-01	3	4,454.65			4,454.65	1,113.66	1,484.88	2,598.55	1,856.10
Computer Monitors (2)	02-Apr-01	3	2,613.49			2,613.49	653.37	871.16	1,524.54	1,088.95
Computers (6)	11-Jun-02	3	4,538.84	4,538.84		9,077.68	-	756.47	756.47	3,782.37
Computer Monitor	14-Jun-02	3	887.33	887.33		1,774.66	-	147.89	147.89	739.44
Printer	01-Jul-02	5	1,748.21	1,748.21		3,496.42	-	174.82	174.82	1,573.39
Network	16-May-02	5	5,833.92	5,833.92		11,667.84	-	583.39	583.39	5,250.53
			53,060.20	13,008.30	-	66,068.50	34,188.97	8,890.58	41,079.55	22,988.96
			106,908.39	13,008.30	-	119,916.69	78,702.28	11,634.87	90,137.15	29,579.55

TOTAL OFFICE EQUIPMENT

DEPOT FURNITURE & EQUIPMENT

Carpet	01-Jan-87	5	1,210.00			1,210.00	1,210.00		1,210.00	-
Furniture	01-Jan-87	5	2,460.15			2,460.15	2,460.15		2,460.15	-
Umbrellas and stands	01-Jan-88	5	298.09			298.09	298.09		298.09	-
Washer/dryer	28-Jan-88	10	950.79			950.79	950.79		950.79	-
Kitchen stove	01-Apr-88	10	2,023.50			2,023.50	2,023.50		2,023.50	-
Folding chairs	31-Oct-88	5	408.96			408.96	408.96		408.96	-
Food processor	16-May-89	10	463.27			463.27	463.27		463.27	-
Dishwasher	31-Aug-89	10	318.43			318.43	318.43		318.43	-
Refrigerator	31-Aug-89	10	744.44			744.44	744.44		744.44	-
Carpels	12-Mar-92	5	2,574.20			2,574.20	2,574.20		2,574.20	-
Furniture	12-Mar-92	5	1,163.69			1,163.69	1,163.69		1,163.69	-
			12,615.52	-	-	12,615.52	12,615.52	-	12,615.52	-

NEW FACILITY FURNITURE & EQUIPMENT

Shelving	07-Jul-89	10	894.60			894.60	894.60		894.60	-
Fire system	07-Jul-89	10	860.36			860.36	860.36		860.36	-
Worktable with sink	07-Jul-89	10	2,484.65			2,484.65	2,484.65		2,484.65	-
Disposer	07-Jul-89	10	701.84			701.84	701.84		701.84	-
Dishwasher	07-Jul-89	10	1,587.92			1,587.92	1,587.92		1,587.92	-
Worktable	07-Jul-89	10	1,674.18			1,674.18	1,674.18		1,674.18	-
Pot rack	07-Jul-89	10	645.39			645.39	645.39		645.39	-
Freezer	07-Jul-89	10	2,878.70			2,878.70	2,878.70		2,878.70	-
Refrigerator	07-Jul-89	10	2,477.19			2,477.19	2,477.19		2,477.19	-
Exhaust hood	07-Jul-89	10	1,565.55			1,565.55	1,565.55		1,565.55	-
Spreader	07-Jul-89	10	696.93			696.93	696.93		696.93	-
O B range with oven	07-Jul-89	10	1,748.73			1,748.73	1,748.73		1,748.73	-
Serving counter	07-Jul-89	10	5,589.12			5,589.12	5,589.12		5,589.12	-
Phone system and connections	30-Jul-89	10	6,475.31			6,475.31	6,475.31		6,475.31	-
Folding partition	28-Aug-89	10	1,400.00			1,400.00	1,400.00		1,400.00	-
Boiler and tank	31-Aug-89	10	1,590.00			1,590.00	1,590.00		1,590.00	-
Gate and fencing	06-Oct-89	10	3,225.00			3,225.00	3,225.00		3,225.00	-
Disposer	19-Oct-89	10	266.25			266.25	266.25		266.25	-
Drapes	10-Oct-89	10	1,220.00			1,220.00	1,220.00		1,220.00	-

see itm legend @ 12/20/00

Union Station Foundation
Fixed Assets Detail

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	12/31/02 Cost		2002 Depr	Accum Depr 12/31/02	NBV
						12/31/02	12/31/01			
Case workers office										
Panel power tack acoust,60	31-Oct-89	10	373 57			373 57	373 57	-	373 57	-
Panel power tack acoust,18	31 Oct 89	10	199 11			199 11	199 11	-	199 11	-
Light pkg task	31 Oct 89	10	168 62			168 62	168 62	-	168 62	-
Lateral file	31-Oct-89	10	742 60			742 60	742 60	-	742 60	-
Wardrobe cabinet	31 Oct 89	10	310 67			310 67	310 67	-	310 67	-
Desk	31 Oct 89	10	445 56			445 56	445 56	-	445 56	-
Desk	31 Oct-89	10	445 56			445 56	445 56	-	445 56	-
Desk	31 Oct 89	10	408 59			408 59	408 59	-	408 59	-
Desk	31 Oct-89	10	408 59			408 59	408 59	-	408 59	-
Chair	31-Oct-89	10	163 43			163 43	163 43	-	163 43	-
Chair	31 Oct 89	10	163 43			163 43	163 43	-	163 43	-
Chair	31-Oct-89	10	163 43			163 43	163 43	-	163 43	-
Task chair	31-Oct-89	10	251 64			251 64	251 64	-	251 64	-
Task chair	31 Oct 89	10	251 64			251 64	251 64	-	251 64	-
Task chair	31 Oct-89	10	251 64			251 64	251 64	-	251 64	-
Bookshelf	31 Oct 89	10	93 39			93 39	93 39	-	93 39	-
First floor										
2 Channels	31 Jan 90	10	47 91			47 91	47 91	-	47 91	-
Bookshelf 30x7	31-Jan-90	10	73 90			73 90	73 90	-	73 90	-
Bookshelf 60x7	31 Jan-90	10	98 54			98 54	98 54	-	98 54	-
Tackboard 30x15	31-Jan-90	10	50 64			50 64	50 64	-	50 64	-
Tackboard 60x15	31-Jan-90	10	87 59			87 59	87 59	-	87 59	-
Light	31 Jan-90	10	177 92			177 92	177 92	-	177 92	-
Second floor, reception area										
End table	31-Oct-89	10	116 10			116 10	116 10	-	116 10	-
Storage bin	31-Oct-89	10	217 27			217 27	217 27	-	217 27	-
Tackboard	31-Oct-89	10	50 59			50 59	50 59	-	50 59	-
Task chair	31-Oct-89	10	210 14			210 14	210 14	-	210 14	-
Side chair	31-Oct-89	10	163 43			163 43	163 43	-	163 43	-
Side chair	31-Oct-89	10	163 43			163 43	163 43	-	163 43	-
Desk	31-Oct-89	10	445 56			445 56	445 56	-	445 56	-
Wall channels	31 Oct-89	10	22 71			22 71	22 71	-	22 71	-
Light pkg task	31 Oct 89	10	144 64			144 64	144 64	-	144 64	-
Second floor, admn office										
Bookshelf	31 Oct 89	10	93 39			93 39	93 39	-	93 39	-
Bookshelf	31-Oct-89	10	93 39			93 39	93 39	-	93 39	-
Bookshelf	31-Oct-89	10	101 18			101 18	101 17	-	101 17	-
Bookshelf	31 Oct 89	10	101 18			101 18	101 17	-	101 17	-
Panel power tack acoust, 60	31-Oct-89	10	373 57			373 57	373 57	-	373 57	-
Panel-power tack acoust, 60	31-Oct-89	10	373 57			373 57	373 57	-	373 57	-
Panel power tack acoust, 30	31-Oct 89	10	373 57			373 57	373 57	-	373 57	-
Panel power, tack acoust, 30	31 Oct 89	10	264 61			264 61	264 61	-	264 61	-
Panel power tack acoust, 30	31 Oct 89	10	264 61			264 61	264 61	-	264 61	-
Panel power, tack acoust, 24	31-Oct-89	10	232 84			232 84	232 84	-	232 84	-
Panel power, tack acoust, 24	31 Oct-89	10	232 84			232 84	232 84	-	232 84	-
Panel power, tack acoust, 24	31-Oct-89	10	232 84			232 84	232 84	-	232 84	-
Desk	31-Oct-89	10	445 56			445 56	445 56	-	445 56	-
Desk	31 Oct-89	10	445 56			445 56	445 56	-	445 56	-
Desk	31-Oct-89	10	445 56			445 56	445 56	-	445 56	-

see lrm legend @ 14

Union Station Foundation
Fixed Assets - Detail

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02	Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBY
Credenza	31 Oct-89	10	417 67			417 67	417 67	-	417 67	-
Credenza	31-Oct 89	10	417 67			417 67	417 67	-	417 67	-
Credenza	31 Oct 89	10	417 67			417 67	417 67	-	417 67	-
Task chair	31-Oct 89	10	251 64			251 64	251 64	-	251 64	-
Side chair	31-Oct 89	10	163 43			163 43	163 43	-	163 43	-
Side chair	31-Oct-89	10	163 43			163 43	163 43	-	163 43	-
Side chair	31 Oct 89	10	163 43			163 43	163 43	-	163 43	-
Tufted chair	31 Oct-89	10	267 21			267 21	267 21	-	267 21	-
Tufted chair	31-Oct-89	10	267 21			267 21	267 21	-	267 21	-
Vertical file	31 Oct 89	10	329 47			329 47	329 47	-	329 47	-
Exec Director's office										
Panel mounted lackboard	31-Oct 89	10	83 02			83 02	83 02	-	83 02	-
Panel mounted lackboard	31 Oct-89	10	83 02			83 02	83 02	-	83 02	-
Bookshelf	31-Oct 89	10	93 39			93 39	93 39	-	93 39	-
Credenza	31 Oct-89	10	417 67			417 67	417 67	-	417 67	-
Tufted chair	31 Oct 89	10	267 21			267 21	267 21	-	267 21	-
Side chair	31-Oct-89	10	184 84			184 84	184 84	-	184 84	-
Side chair	31 Oct-89	10	184 84			184 84	184 84	-	184 84	-
Side chair	31 Oct 89	10	184 84			184 84	184 84	-	184 84	-
Side chair	31-Oct-89	10	184 84			184 84	184 84	-	184 84	-
Round table	31-Oct-89	10	285 37			285 37	285 37	-	285 37	-
Wall channels	31-Oct 89	10	22 71			22 71	22 71	-	22 71	-
Second floor - secretary										
Channel	31 Jan-90	10	23 95			23 95	23 95	-	23 95	-
Tackboard 36x15	31 Jan-90	10	53 38			53 38	53 38	-	53 38	-
Bin-storage	31 Jan 90	10	196 39			196 39	196 39	-	196 39	-
Light	31-Jan 90	10	152 60			152 60	152 60	-	152 60	-
40 panel base beds	13-Nov-89	10	11,996 58			11,996 58	11,996 58	-	11,996 58	-
10 divider panels	13 Nov-89	10	3,693 42			3,693 42	3,693 42	-	3,693 42	-
Shelving	02 Nov 89	10	1,139 42			1,139 42	1,139 42	-	1,139 42	-
Printer stand	15-Nov-89	10	408 59			408 59	408 59	-	408 59	-
Desk	21 Nov-89	10	445 56			445 56	445 56	-	445 56	-
Keyboard shelf	29-Dec-89	10	173 58			173 58	173 58	-	173 58	-
Desk	29-Dec-89	10	370 55			370 55	370 55	-	370 55	-
Return-clamp	29-Dec 89	10	255 48			255 48	255 48	-	255 48	-
Self edge lackboard,36" x24"	29 Dec-89	10	101 06			101 06	101 06	-	101 06	-
Self edge lackboard,48" x24"	29-Dec-89	10	124 12			124 12	124 12	-	124 12	-
Self edge lackboard,72" x48"	29-Dec 89	10	192 15			192 15	192 15	-	192 15	-
Vacuum cleaner	27-Mar-90	5	711 42			711 42	711 42	-	711 42	-
Dryer	31 Aug 90	10	1,308 82			1,308 82	1,308 82	-	1,308 82	-
Awning	16-Nov 90	10	2,550 00			2,550 00	2,550 00	-	2,550 00	-
2 desk lights	06-Mar-90	10	356 68			356 68	356 68	-	356 68	-
Keyboard shelf	06-Mar-90	10	347 15			347 15	347 15	-	347 15	-
Return clamp	31 Jan 90	10	255 48			255 48	255 48	-	255 48	-
Desk	31 Jan 90	10	370 55			370 55	370 55	-	370 55	-
Washer	31-Jan 91	10	493 60			493 60	493 60	-	493 60	-
Food processor	11-Feb-91	10	1,657 14			1,657 14	1,657 14	-	1,657 14	-
2 Dumor benches	25 Mar 91	10	1,037 92			1,037 92	1,037 92	-	1,037 92	-
Washer	28 Apr 93	10	540 16			540 16	540 16	-	540 16	-
Chairs	02 Jun-93	5	2,684 60			2,684 60	2,684 60	-	2,684 60	-

see l/m legend @ 14

Union Station Foundation
Fixed Assets - Detail

Description	Acquisition Date	Useful Life	Cost 12/31/01	Additions	Deletions	Cost 12/31/02		Accum Depr 12/31/01	2002 Depr	Accum Depr 12/31/02	NBV
						12/31/02	12/31/02				
Ford 1988 truck	01 Jun-95	5	4,000.00			4,000.00	4,000.00			4,000.00	-
Desks	14-Apr 95	10	489.89			489.89	330.68		48.99	379.67	110.22
Office furniture for casework office	25-Mar 96	10	3,557.51			3,557.51	2,045.56		355.75	2,401.31	1,156.20
Office remodel	31-Mar 97	10	5,260.00			5,260.00	2,235.50		526.00	2,761.50	2,498.50
1993 Dodge Caravan SL	30 Jun-97	5	8,200.00			8,200.00	4,510.00		1,640.00	6,150.00	2,050.00
Carpenter	31-Mar 98	3	6,129.00			6,129.00	5,618.25		510.75	6,129.00	-
Washer	07-Jul 98	3	1,065.00			1,065.00	887.50		177.50	1,065.00	-
Sofa & Loveseat	03 Aug-01	5	1,836.00			1,836.00	183.60		367.20	550.80	1,285.20
Refrigerator/Freezer	23 Aug-01	5	6,446.40			6,446.40	644.64		1,289.28	1,933.92	4,512.48
Ice Binmobile	09 Oct 01	5	648.81			648.81	32.44		129.76	162.20	486.61
Folding Table & Chairs	29 Sep-01	10	3,233.78			3,233.78	80.84		323.38	404.22	2,829.56
Folding Table & Chairs	09 Jan-02	10	4,231.85	4,231.85		4,231.85	-		423.19	423.19	3,808.67
Washer & Dryer	09 Jan-02	5	4,430.00	4,430.00		4,430.00	-		886.00	886.00	3,544.00
			126,325.18	8,661.85	-	134,987.03	106,027.76		6,677.80	112,705.55	22,281.43
TOTAL FURNITURE AND EQUIPMENT			138,940.70	8,661.85	-	147,602.55	118,643.28		6,677.80	125,321.07	22,281.43
VEHICLES											
99 Chev Van White Cargo Van	09 Jul 99	7	23,013.25			23,013.25	8,219.02		3,287.61	11,506.62	11,506.63
99 Chev Van White Passenger Van	09 Jul-99	7	30,574.47			30,574.47	10,919.45		4,367.78	15,287.23	15,287.24
94 Isuzu Trooper	01-Apr-01	7	-			-	-		-	-	-
95 Mazda Protege	01 Apr-01	7	-			-	-		-	-	-
84 Mercedes Benz	01-May-01	7	-			-	-		-	-	-
TOTAL VEHICLES			53,587.72			53,587.72	19,138.47		7,655.39	26,793.86	26,793.86
LAND											
LAND - Cornet Lot	13 Aug 98		398,865.00			398,865.00					
LAND - Orange Grove+A7	28 Dec-00		1,285,000.00			1,285,000.00					
TOTAL LAND			1,683,865.00			1,683,865.00					
Capitalized Campaign Costs											
			332,406.08	1,463,642.62		1,796,048.70					
TOTAL FIXED ASSETS			3,608,393.91	1,485,312.77	0.00	5,093,706.68	531,618.30		58,674.79	590,293.08	4,503,413.56

Note: Depreciable lives range from 3 to 40 years and appear reasonable.