

2003

Open to Public Inspection

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)

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

Department of the Treasury Internal Revenue Service

A For the 2003 calendar year, or tax year beginning 2003, and ending

- B Check if applicable: Address change, Name change, Initial return, Final return, Amended return, Application pending

Please use IRS label or print or type. See specific instructions.

TOWNSPEOPLE, INC. 3960 PARK BOULEVARD B SAN DIEGO, CA 92103

D Employer Identification Number 33-0623634
E Telephone number 619-295-8802
F Accounting method: Cash, Accrual, Other (specify)

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?
H (b) If 'Yes,' enter number of affiliates
H (c) Are all affiliates included?
H (d) Is this a separate return filed by an organization covered by a group ruling?
I Group Exemption Number
M Check if the organization is not required to attach Schedule B

G Web site: N/A

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.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 224,565.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See instructions)

Table with 21 rows and 4 columns. Rows include: 1 Contributions, gifts, grants, and similar amounts received; 2 Program service revenue including government fees and contracts; 3 Membership dues and assessments; 4 Interest on savings and temporary cash investments; 5 Dividends and interest from securities; 6a Gross rents; 6b Less: rental expenses; 6c Net rental income or (loss); 7 Other investment income; 8a Gross amount from sales of assets other than inventory; 8b Less: cost or other basis and sales expenses; 8c Gain or (loss); 8d Net gain or (loss); 9 Special events and activities; 9a Gross revenue; 9b Less: direct expenses; 9c Net income or (loss); 10a Gross sales of inventory; 10b Less: cost of goods sold; 10c Gross profit or (loss); 11 Other revenue; 12 Total revenue; 13 Program services; 14 Management and general; 15 Fundraising; 16 Payments to affiliates; 17 Total expenses; 18 Excess or (deficit) for the year; 19 Net assets or fund balances at beginning of year; 20 Other changes in net assets or fund balances; 21 Net assets or fund balances at end of year.

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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 (att sch) (cash \$ _____ non-cash \$ _____)	22				
23 Specific assistance to individuals (att sch)	23				
24 Benefits paid to or for members (att sch)	24				
25 Compensation of officers, directors, etc	25	53,060.	36,738.	12,176.	4,146.
26 Other salaries and wages.	26	52,439.	52,439.		
27 Pension plan contributions	27				
28 Other employee benefits	28				
29 Payroll taxes	29	8,746.	7,390.	985.	371.
30 Professional fundraising fees	30				
31 Accounting fees	31	3,300.	594.	2,706.	
32 Legal fees	32				
33 Supplies	33	6,538.	6,538.		
34 Telephone	34	3,957.	3,957.		
35 Postage and shipping	35	1,659.	1,659.		
36 Occupancy	36	22,081.	22,081.		
37 Equipment rental and maintenance	37				
38 Printing and publications	38	112.	112.		
39 Travel	39				
40 Conferences, conventions, and meetings	40				
41 Interest	41	7,710.	7,710.		
42 Depreciation, depletion, etc (attach schedule)	42	11,457.	11,457.		
43 Other expenses not covered above (itemize)					
a SEE STATEMENT 2	43a	34,466.	31,812.	2,654.	
b	43b				
c	43c				
d	43d				
e	43e				
44 Total functional expenses (add lines 22 - 43) Organizations completing columns (B) - (D), carry these totals to lines 13 - 15	44	205,525.	182,487.	18,521.	4,517.

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? <u>PROVIDE HOUSING FOR PEOPLE W/AIDS, HIV</u>	Program Service Expenses (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; but optional for others.)
a SEE STATEMENT 3 ----- ----- (Grants and allocations \$ _____)	182,487.
b ----- ----- (Grants and allocations \$ _____)	
c ----- ----- (Grants and allocations \$ _____)	
d ----- ----- (Grants and allocations \$ _____)	
e Other program services. (Grants and allocations \$ _____)	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	182,487.

Part IV Balance Sheets (See Instructions)

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	29,928.	45	11,302.
	46 Savings and temporary cash investments	78,267.	46	97,351.
	47a Accounts receivable	47a 33,000.		
	b Less: allowance for doubtful accounts	47b	14,116.	47c 33,000.
	48a Pledges receivable	48a		
	b Less: allowance for doubtful accounts	48b	15,000.	48c
	49 Grants receivable			49 6,219.
	50 Receivables from officers, directors, trustees, and key employees (attach schedule)			50
	51a Other notes & loans receivable (attach sch)	51a		
	b Less: allowance for doubtful accounts	51b		51c
	52 Inventories for sale or use			52
	53 Prepaid expenses and deferred charges		5,233.	53 4,705.
	54 Investments — securities (attach schedule) .. SEE ST 4 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		20.	54 20.
	55a Investments — land, buildings, & equipment: basis	55a		
b Less: accumulated depreciation (attach schedule)	55b		55c	
56 Investments — other (attach schedule)			56	
57a Land, buildings, and equipment: basis	57a 298,799.			
b Less: accumulated depreciation (attach schedule) STATEMENT 5	57b 72,263.	237,993.	57c 226,536.	
58 Other assets (describe ▶)			58	
59 Total assets (add lines 45 through 58) (must equal line 74)		380,557.	59 379,133.	
LIABILITIES	60 Accounts payable and accrued expenses	380.	60	407.
	61 Grants payable		61	
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule) .. SEE STATEMENT 6		257,000.	64b 257,000.
	65 Other liabilities (describe ▶ SEE STATEMENT 7)		68,328.	65 69,285.
66 Total liabilities (add lines 60 through 65)		325,708.	66 326,692.	
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	39,849.	67	46,222.
	68 Temporarily restricted	15,000.	68	6,219.
	69 Permanently restricted		69	
	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)		54,849.	73 52,441.
	74 Total liabilities and net assets/fund balances (add lines 66 and 73)		380,557.	74 379,133.

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.

BAA

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See instructions.)

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

a Total revenue, gains, and other support per audited financial statements	a	224,565.	a Total expenses and losses per audited financial statements	a	226,973.
b Amounts included on line a but not on line 12, Form 990:			b Amounts included on line a but not on line 17, Form 990:		
(1) Net unrealized gains on investments \$			(1) Donated services and use of facilities \$		
(2) Donated services and use of facilities \$			(2) Prior year adjustments reported on line 20, Form 990 \$		
(3) Recoveries of prior year grants \$			(3) Losses reported on line 20, Form 990 \$		
(4) Other (specify):			(4) Other (specify):		
SEE STM 8 \$ 21,448.			SEE STMT 9 \$ 21,448.		
Add amounts on lines (1) through (4)	b	21,448.	Add amounts on lines (1) through (4)	b	21,448.
c Line a minus line b	c	203,117.	c Line a minus line b	c	205,525.
d Amounts included on line 12, Form 990 but not on line a:			d Amounts included on line 17, Form 990 but not on line a:		
(1) Investment expenses not included on line 6b, Form 990 \$			(1) Investment expenses not included on line 6b, Form 990 \$		
(2) Other (specify):			(2) Other (specify):		
Add amounts on lines (1) and (2)	d		Add amounts on lines (1) and (2)	d	
e Total revenue per line 12, Form 990 (line c plus line d)	e	203,117.	e Total expenses per line 17, Form 990 (line c plus line d)	e	205,525.

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation	(E) Expense account and other allowances
SEE STATEMENT 10		53,060.	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? ▶ Yes No
 If 'Yes,' attach schedule — see instructions.

Part VI Other Information (See instructions.)		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
78a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
78b	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
80a	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
81a	b If 'Yes,' enter the name of the organization <u>N/A</u> and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.		
81a	Enter direct and indirect political expenditures. See line 81 instructions	81a	0.
81b	b Did the organization file Form 1120-POL for this year?		X
82a	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
82b	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)	82b	N/A
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
83b	b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
84b	b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		N/A
85a	85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?		N/A
85b	b Did the organization make only in-house lobbying expenditures of \$2,000 or less? 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.		N/A
85c	c Dues, assessments, and similar amounts from members	85c	N/A
85d	d Section 162(e) lobbying and political expenditures	85d	N/A
85e	e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A
85f	f Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A
85g	g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		N/A
85h	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
86a	86 501(c)(7) organizations. Enter. a Initiation fees and capital contributions included on line 12.	86a	N/A
86b	b Gross receipts, included on line 12, for public use of club facilities	86b	N/A
87a	87 501(c)(12) organizations. Enter. a Gross income from members or shareholders	87a	N/A
87b	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	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
89a	89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <u>0.</u> ; section 4912 <u>0.</u> ; section 4955 <u>0.</u>		
89b	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		0.
	d Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
90a	90a List the states with which a copy of this return is filed <u>CALIFORNIA</u>		
90b	b Number of employees employed in the pay period that includes March 12, 2003 (See instructions.)	90b	4
91	91 The books are in care of <u>JON DERRYBERRY</u> Telephone number <u>(619) 295-8802</u> Located at <u>3960 PARK BLVD, #B, SAN DIEGO, CA</u> ZIP + 4 <u>92103</u>		
92	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 <u>92</u>		N/A

Part VII Analysis of Income-Producing Activities (See instructions.)

Note: Enter gross amounts unless otherwise indicated.

- 93 Program service revenue
 - a RENTAL INCOME - WILSO
 - b
 - c
 - d
 - e
 - f Medicare/Medicaid payments
 - g Fees & contracts from government agencies
- 94 Membership dues and assessments
- 95 Interest on savings & temporary cash invmnts
- 96 Dividends & 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 pers prop
- 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
- 103 Other revenue:
 - a
 - b MISCELLANEOUS
 - c
 - d
 - e
- 104 Subtotal (add columns (B), (D), and (E))
- 105 Total (add line 104, columns (B), (D), and (E))

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
					28,849.
			14	834.	
			1	13,541.	
					311.
				14,375.	29,160.
					43,535.

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 instructions.)

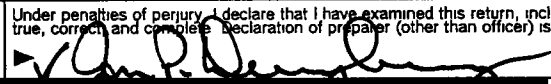
Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93A	RENTAL INCOME FROM APARTMENTS RENTED TO LOW INCOME INDIVIDUALS WITH AIDS
103A	REVENUES FROM REIMBURSEMENTS SUCH AS DMV AND INSURANCE REFUNDS. AMOUNTS USED FOR EXEMPT PURPOSE.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See 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 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, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
- Note: If 'Yes' to (b), file Form 8870 and Form 4720 (see instructions).

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

Date 5/10/04

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(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust
Supplementary Information — (See separate instructions.)

2003

Department of the Treasury
Internal Revenue Service

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

Name of the organization

TOWNSPEOPLE, INC.

Employer identification number

33-0623634

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 and 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

Part III Statements About Activities (See 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

\$ N/A

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?

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

3a Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.)

3a X

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

3b X

4 Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?

4 X

Part IV Reason for Non-Private Foundation Status (See 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 instructions.)

Table with 2 columns: (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 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) 2002	(b) 2001	(c) 2000	(d) 1999	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	177,525.	152,468.	152,047.	188,887.	670,927.
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	26,112.	28,010.	53,502.	25,188.	132,812.
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	1,496.	3,580.	3,402.	603.	9,081.
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	205,133.	184,058.	208,951.	214,678.	812,820.
24 Line 23 minus line 17	179,021.	156,048.	155,449.	189,490.	680,008.
25 Enter 1% of line 23	2,051.	1,841.	2,090.	2,147.	
26 Organizations described on lines 10 or 11:					
a Enter 2% of amount in column (e), line 24					26a 13,600.
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 1999 through 2002 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 680,008.
d Add: Amounts from column (e) for lines:	18 9,081.	19	22	26b	26d 9,081.
e Public support (line 26c minus line 26d total)					26e 670,927.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 98.66 %
27 Organizations described on line 12:	N/A				
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.	(2002) _____ (2001) _____ (2000) _____ (1999) _____				
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:	(2002) _____ (2001) _____ (2000) _____ (1999) _____				
c Add: Amounts from column (e) for lines:	15 _____	16 _____	17 _____	20 _____	21 _____
d Add: Line 27a total _____ and line 27b total _____					27c _____
e Public support (line 27c total minus line 27d total)					27d _____
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e)					27e _____
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27f _____ %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27g _____ %
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 1999 through 2002, 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 instructions.)
 (To be completed ONLY by schools that checked the box on line 6 in Part IV)

		N/A	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.)			

32	Does the organization maintain the following:			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c		
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
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		
b	Admissions policies?	33b		
c	Employment of faculty or administrative staff?	33c		
d	Scholarships or other financial assistance?	33d		
e	Educational policies?	33e		
f	Use of facilities?	33f		
g	Athletic programs?	33g		
h	Other extracurricular activities?	33h		
If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement.)				

34a	Does the organization receive any financial aid or assistance from a governmental agency?	34a		
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.	34b		
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		

Part VI-A Lobbying Expenditures by Electing Public Charities (See 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		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
(The term 'expenditures' means amounts paid or incurred.)			
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 —		
	If the amount on line 40 is —		
	Not over \$500,000		
	Over \$500,000 but not over \$1,000,000		
	Over \$1,000,000 but not over \$1,500,000		
	Over \$1,500,000 but not over \$17,000,000		
	Over \$17,000,000		
	The lobbying nontaxable amount is —		
	20% of the amount on line 40	41	
	\$100,000 plus 15% of the excess over \$500,000		
	\$175,000 plus 10% of the excess over \$1,000,000		
	\$225,000 plus 5% of the excess over \$1,500,000		
	\$1,000,000		
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	
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.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots non-taxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities (See instructions.)
 (For reporting only by organizations that did not complete Part VI-A)

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:

Yes	No	Amount

- 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.)

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

CLIENT 97083

TOWNSPEOPLE, INC.

33-0623634

**STATEMENT 1
FORM 990, PART I, LINE 9
NET INCOME (LOSS) FROM SPECIAL EVENTS**

<u>SPECIAL EVENTS</u>	<u>GROSS RECEIPTS</u>	<u>LESS CONTRI- BUTIONS</u>	<u>GROSS REVENUE</u>	<u>LESS DIRECT EXPENSES</u>	<u>NET INCOME (LOSS)</u>
MISCELLANEOUS	34,989.	0.	34,989.	21,448.	13,541.
TOTAL	<u>\$ 34,989.</u>	<u>\$ 0.</u>	<u>\$ 34,989.</u>	<u>\$ 21,448.</u>	<u>\$ 13,541.</u>

**STATEMENT 2
FORM 990, PART II, LINE 43
OTHER EXPENSES**

	<u>(A) TOTAL</u>	<u>(B) PROGRAM SERVICES</u>	<u>(C) MANAGEMENT & GENERAL</u>	<u>(D) FUNDRAISING</u>
ADVERTISING	5,153.	5,153.		
BANK CHARGES	121.		121.	
CLEANING/REFUSE/PEST	1,324.	1,324.		
CONTRACT LABOR	868.	868.		
FEES & LICENSES	916.	916.		
INSURANCE	6,270.	3,737.	2,533.	
MANAGEMENT	1,692.	1,692.		
MISCELLANEOUS	2,345.	2,345.		
REPAIRS & MAINTENANCE	10,282.	10,282.		
RESIDENT MANAGER	4,674.	4,674.		
SECURITY	497.	497.		
VOLUNTEER EXPENSES	324.	324.		
TOTAL	<u>\$ 34,466.</u>	<u>\$ 31,812.</u>	<u>\$ 2,654.</u>	<u>\$ 0.</u>

**STATEMENT 3
FORM 990, PART III, LINE A
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS**

<u>DESCRIPTION</u>	<u>GRANTS AND ALLOCATIONS</u>	<u>PROGRAM SERVICE EXPENSES</u>
HOUSING INFORMATION & REFERRAL SERVICES FOR INDIVIDUALS WITH AIDS/HIV, AFFORDABLE HOUSING RESOURCE MANUAL FOR CASE MANAGERS AND SHELTER STAFF, LANDLORD RESOURCE GUIDE FOR LANDLORDS AND PROPERTY MANAGERS.		182,487.
	<u>\$ 0.</u>	<u>\$ 182,487.</u>

**STATEMENT 4
FORM 990, PART IV, LINE 54
INVESTMENTS - SECURITIES**

OTHER SECURITIES	VALUATION METHOD	AMOUNT
GREENLAND CORP.	MARKET VALUE	\$ 20.
	TOTAL	\$ 20.
TOTAL INVESTMENTS - SECURITIES		<u>\$ 20.</u>

**STATEMENT 5
FORM 990, PART IV, LINE 57
LAND, BUILDINGS, AND EQUIPMENT**

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE
FURNITURE AND FIXTURES	\$ 632.	\$ 632.	\$ 0.
MACHINERY AND EQUIPMENT	13,630.	13,330.	300.
BUILDINGS	184,843.	58,301.	126,542.
LAND	99,694.		99,694.
TOTAL	<u>\$ 298,799.</u>	<u>\$ 72,263.</u>	<u>\$ 226,536.</u>

**STATEMENT 6
FORM 990, PART IV, LINE 64B
MORTGAGES AND OTHER NOTES PAYABLE**

OTHER NOTES PAYABLE

LENDER'S NAME:	SAN DIEGO HOUSING COMMISSION	
DATE OF NOTE:	12/01/1995	
MATURITY DATE:	12/01/2050	
INTEREST RATE:	3.00%	
SECURITY PROVIDED:	WILSON AVENUE DEED OF TRUST	
BALANCE DUE:		\$ 257,000.
TOTAL		<u>\$ 257,000.</u>

**STATEMENT 7
FORM 990, PART IV, LINE 65
OTHER LIABILITIES**

ACCRUED INTEREST	\$ 61,844.
PAYROLL TAXES PAYABLE	5,918.
SECURITY DEPOSITS	1,523.
TOTAL	<u>\$ 69,285.</u>

STATEMENT 10 (CONTINUED)
FORM 990, PART V
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
RICH WISE 3960 PARK BOULEVARD B SAN DIEGO, CA 92103	DIRECTOR NONE	\$ 0.	\$ 0.	\$ 0.
JIM PUCETTI 3960 PARK BOULEVARD B SAN DIEGO, CA 92103	EXECUTIVE DIREC 40	49,490.	0.	0.
		TOTAL \$ 53,060.	\$ 0.	\$ 0.

Asset Depreciation Short Report - Sorted by - ASSET A/C#

Company TOWNSPEOPLE

Method: 1 - FEDERAL Std Conv Applied

Range: 1500 - COMPUTER EQUIPMENT - 1525 - LAND

Year End: 12/31/03

File: G:\AFCLIENT FILES\97083\AK\TOWNSPEOPLE - 01

Include: All assets

Page: 1

Date: 04/14/04

Time: 11:33.22

Date Acq	Description	Meth/Life	Cost	Sec. 179	Depr Basis	Includes Section 179		
						Beq A/Depr	Curr Depr	End A/Depr
ASSET A/C#: 1500 - COMPUTER EQUIPMENT								
07/29/94	COMPUTER/PRINTER	SL/ 5.00	1,385.68	0 00	1,385.68	1,385.68	0 00	1,385.68
07/28/95	LASER PRINTER	SL/ 5 00	850.00	0.00	850.00	850.00	0 00	850.00
07/28/95	FAX MACHINE	SL/ 5 00	549.50	0 00	549.50	549.50	0 00	549.50
04/21/97	PRINTER	SL/ 5.00	150.00	0.00	150.00	138.33	11.67	150.00
05/12/97	PHONE SYSTEM	SL/ 5 00	941.16	0.00	941.16	941.16	0 00	941.16
05/14/97	COMPUTERS	SL/ 5 00	340.00	0 00	340.00	340.00	0 00	340.00
06/16/97	COMPUTER	SL/ 5.00	200.00	0.00	200.00	200.00	0 00	200.00
07/22/97	COMPUTER UPGRADE	SL/ 5 00	1,115.16	0.00	1,115.16	1,096.54	18.62	1,115.16
07/25/97	FAX MACHINE	SL/ 5.00	350.00	0.00	350.00	344.17	5.83	350.00
08/29/97	COMPUTER MONITOR	SL/ 5 00	269.34	0.00	269.34	260.50	8.84	269.34
10/30/97	COMPUTER/MONITOR	SL/ 5.00	480.00	0.00	480.00	448.00	32.00	480.00
12/15/97	COPIER	SL/ 5.00	4,000.00	0 00	4,000.00	3,633.33	366.67	4,000.00
12/16/98	Computer	SL/ 5.00	1,499.00	0 00	1,499.00	1,349.20	149.80	1,499.00
12/31/99	COMPUTER EQUIPMENT	SLH/ 5.00	1,500.00	0.00	1,500.00	900.00	300.00	1,200.00
Grand totals: 1500 - COMPUTER EQUIPMENT (14 assets)			13,629.84	0.00	13,629.84	12,436.41	893.43	13,329.84
ASSET A/C#: 1515 - FURNITURE								
05/14/97	COUCHES/TABLE	SL/ 5.00	220.00	0 00	220.00	220.00	0.00	220.00
09/03/97	PICNIC TABLES	SL/ 5.00	411.84	0.00	411.84	397.75	14.09	411.84
Grand totals: 1515 - FURNITURE (2 assets)			631.84	0.00	631.84	617.75	14.09	631.84
ASSET A/C#: 1520 - BUILDING								
12/22/95	WILSON AVE BUILDING	SL/25 00	149,541.00	0.00	149,541.00	41,871.84	5,981.64	47,853.48
10/01/99	WINDOWS	SL/25 00	9,967.75	0.00	9,967.75	1,295.81	398.71	1,694.52
01/29/01	ENTRY SYSTEM	SL/ 5.00	2,847.00	0.00	2,847.00	854.10	569.40	1,423.50
10/29/01	PAINTING	SL/ 3.00	5,790.00	0.00	5,790.00	2,895.00	1,930.00	4,825.00
10/01/02	REPIPING	SL/10.00	16,697.80	0.00	16,697.80	834.89	1,669.78	2,504.67
Grand totals: 1520 - BUILDING (5 assets)			184,843.55	0 00	184,843.55	47,751.64	10,549.53	58,301.17
ASSET A/C#: 1525 - LAND								
12/22/95	WILSON AVE LAND	LAND/ 0.00	99,694.00	0.00	99,694.00	0.00	0.00	0.00
Grand totals: 1525 - LAND (1 assets)			99,694.00	0 00	99,694.00	0 00	0 00	0 00
Grand totals for all accounts: (22 assets)			298,799.23	0 00	298,799.23	60,805.80	11,457.05	72,262.85

Codes that may appear next to the date acquired include: A - Addition, D - Disposal, T - Traded, MQ - Mid Quarter Applied

Additional Summary Statistics for Assets:

	Cost	Current Year Section 179	Prior Year Section 179	Depreciable Basis	Beginning Accum. Depr.	Current Depreciation	Ending Accum. Depr.	Net Book Value
Grand Totals for all assets	298,799.23	0.00	0.00	298,799.23	60,805.80	11,457.05	72,262.85	226,536.38
Less: Inactive Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Disposed Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Traded Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Net Totals (Active Assets)	298,799.23	0.00	0.00	298,799.23	60,805.80	11,457.05	72,262.85	226,536.38
Total Additional First Year Depreciation Taken at 30% Rate:				0.00				
Total Additional First Year Depreciation Taken at 50% Rate:				0.00				
Total Additional First Year Depreciation Taken at Both Rates:				0.00				