

Return of Organization Exempt From Income Tax

2005

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2005 calendar year, or tax year 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 PROJECT FOR PRIDE IN LIVING, INC.		D Employer identification number 23-7232208
		Number and street (or P.O. box if mail is not delivered to street address) 1035 EAST FRANKLIN AVENUE	Room/suite _____	E Telephone number 612-455-5100
		City or town, state or country, and ZIP + 4 MINNEAPOLIS, MN 55404-2920		F Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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? Yes No

H(b) If "Yes," enter number of affiliates **N/A**

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 Group Exemption Number **N/A**

G Website: WWW.PPL-INC.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 chooses to file a return, be sure to file a complete return. Some states require a complete return.

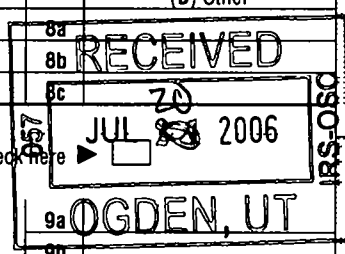
L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 **13,328,810.**

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

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

1	Contributions, gifts, grants, and similar amounts received			
a	Direct public support	1a	4,788,954.	
b	Indirect public support	1b	397,036.	
c	Government contributions (grants)	1c	1,116,681.	
d	Total (add lines 1a through 1c) (cash \$ 6,302,671. noncash \$ _____)	1d	6,302,671.	
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2	6,837,691.	
3	Membership dues and assessments	3		
4	Interest on savings and temporary cash investments	4	188,448.	
5	Dividends and interest from securities	5		
6a	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		
8a	Gross amount from sales of assets other than inventory	(A) Securities	(B) Other	
b	Less: cost or other basis and sales expenses	8a		
c	Gain or (loss) (attach schedule)	8b		
d	Net gain or (loss) (combine line 8c, columns (A) and (B))	8c		
9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>	9a		
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		
10a	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		
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12	13,328,810.	
Expenses	13	Program services (from line 44, column (B))	13	9,897,800.
	14	Management and general (from line 44, column (C))	14	825,751.
	15	Fundraising (from line 44, column (D))	15	436,588.
	16	Payments to affiliates (attach schedule)	16	
	17	Total expenses (add lines 16 and 44, column (A))	17	11,160,139.
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)	18	2,168,671.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	13,245,690.
	20	Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 1	20	2,910.
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21	15,417,271.

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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 \$ <u>0</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>				
23 Specific assistance to individuals (attach schedule)				
24 Benefits paid to or for members (attach schedule)				
25 Compensation of officers, directors, etc. **	451,835.	213,721.	157,803.	80,311.
26 Other salaries and wages	3,048,631.	2,709,124.	177,218.	162,289.
27 Pension plan contributions	50,811.	42,947.	4,746.	3,118.
28 Other employee benefits	639,213.	540,289.	59,701.	39,223.
29 Payroll taxes	399,307.	338,686.	39,218.	21,403.
30 Professional fundraising fees				
31 Accounting fees				
32 Legal fees				
33 Supplies	20,105.	20,105.		
34 Telephone				
35 Postage and shipping				
36 Occupancy	197,286.	197,286.		
37 Equipment rental and maintenance	68,030.	43,763.	24,267.	
38 Printing and publications				
39 Travel	80,493.	75,504.	2,994.	1,995.
40 Conferences, conventions, and meetings	42,273.	21,682.	5,508.	15,083.
41 Interest	191,934.	191,910.	24.	
42 Depreciation, depletion, etc. (attach schedule)	569,145.	569,145.		
43 Other expenses not covered above (itemize):				
a _____	43a			
b _____	43b			
c _____	43c			
d _____	43d			
e _____	43e			
f _____	43f			
g SEE STATEMENT 2	43g	5,401,076.	4,933,638.	354,272.
44 Total functional expenses. Add lines 22 through 43. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	11,160,139.	9,897,800.	825,751.
				436,588.

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 \$ N/A, (ii) the amount allocated to Program services \$ N/A,

(iii) the amount allocated to Management and general \$ N/A, and (iv) the amount allocated to Fundraising \$ N/A

** SEE STATEMENT 3

Part IV Balance Sheets (See the 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	3,479,924.	45	5,552,688.
	46	Savings and temporary cash investments	3,682,271.	46	5,199,575.
	47 a	Accounts receivable	47a 4,585,723.		
	b	Less: allowance for doubtful accounts	47b 3,039,514.	47c	1,546,209.
	48 a	Pledges receivable	48a 2,015,595.		
	b	Less: allowance for doubtful accounts	48b 147,055.	48c	1,868,540.
	49	Grants receivable		49	
	50	Receivables from officers, directors, trustees, and key employees		50	
	51 a	Other notes and loans receivable	51a		
	b	Less: allowance for doubtful accounts	51b	51c	
	52	Inventories for sale or use	110,100.	52	130,725.
	53	Prepaid expenses and deferred charges	173,910.	53	188,100.
	54	Investments - securities <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54	
	55 a	Investments - land, buildings, and equipment: basis	55a		
	b	Less: accumulated depreciation	55b	55c	
56	Investments - other SEE STATEMENT 5	683,655.	56	899,320.	
57 a	Land, buildings, and equipment: basis	57a 16,170,991.			
b	Less: accumulated depreciation	57b 3,076,231.	57c	13,094,760.	
58	Other assets (describe SEE STATEMENT 6)	1,925,280.	58	3,250,284.	
59	Total assets (must equal line 74) Add lines 45 through 58	24,877,418.	59	31,730,201.	
Liabilities	60	Accounts payable and accrued expenses	1,023,085.	60	1,239,639.
	61	Grants payable		61	
	62	Deferred revenue	100,000.	62	400,000.
	63	Loans from officers, directors, trustees, and key employees		63	
	64 a	Tax-exempt bond liabilities		64a	
	b	Mortgages and other notes payable STMT 7	9,564,642.	64b	13,760,443.
	65	Other liabilities (describe ESCROWS & DEPOSITS)	944,001.	65	912,848.
66	Total liabilities. Add lines 60 through 65)	11,631,728.	66	16,312,930.	
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	8,461,608.	67	9,829,189.
	68	Temporarily restricted	4,694,214.	68	5,498,214.
	69	Permanently restricted	89,868.	69	89,868.
	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)	13,245,690.	73	15,417,271.
	74	Total liabilities and net assets/fund balances. Add lines 66 and 73	24,877,418.	74	31,730,201.

Part VI Other Information (continued)

		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	223,580.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a	N/A
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.	85b	N/A
c	Dues, assessments, and similar amounts from members	85c	N/A
d	Section 162(e) lobbying and political expenditures	85d	N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	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?	85h	N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a	N/A
b	Gross receipts, included on line 12, for public use of club facilities	86b	N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a	N/A
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	N/A
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88	X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0., section 4912 ▶ 0., section 4955 ▶ 0.		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
90 a	List the states with which a copy of this return is filed ▶ MN		
b	Number of employees employed in the pay period that includes March 12, 2005	90b	89
91 a	The books are in care of ▶ STEVE STUDT Telephone no ▶ 612-874-8511 Located at ▶ 1035 EAST FRANKLIN AVENUE, MINNEAPOLIS, MN ZIP + 4 ▶ 55404-2920		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country ▶ N/A See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	91b	X
c	At any time during the calendar year, did the organization maintain an office outside of the United States? If "Yes," enter the name of the foreign country ▶ N/A	91c	X
92	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here and enter the amount of tax-exempt interest received or accrued during the tax year	92	N/A

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

Note: Enter gross amounts unless otherwise indicated.

	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 PROPERTY MANAGEMENT FEE					1,224,703.
b RETAIL SALES					1,147,712.
c DEVELOPMENT FEES					3,023,024.
d OTHER REVENUES					387,802.
e RENTS					1,054,450.
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	188,448.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))		0.		188,448.	6,837,691.
105 Total (add line 104, columns (B), (D), and (E))					7,026,139.

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 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)
▼	SEE STATEMENT 12

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See 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
SEE STATEMENT 11	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See 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, 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 Sign Here

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

Signature of officer: *[Signature]* Date: 7/11/06 Type or print name and title: PRESIDENT

Paid Preparer's Use Only

Preparer's signature: *[Signature]* Date: 06/27/06 Check if self-employed: Preparer's SSN or PTIN: P02076153

Firm's name (or yours if self-employed), address, and ZIP + 4: MAHONEY, ULBRICH, CHRISTIANSEN & RUSS P.A. 30 EAST PLATO BOULEVARD SAINT PAUL, MN 55107-1809

Phone no: (651) 227-6695

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

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

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

OMB No 1545-0047

2005

Name of the organization: **PROJECT FOR PRIDE IN LIVING, INC.** Employer identification number: **23 7232208**

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
JULIE BREKKE-WALDEN 1035 EAST FRANKLIN AVENUE SOUTH, MINN	DIR DEV 40.00	69,156.	15,707.	0.
ARLENE RAYMOND 1035 EAST FRANKLIN AVENUE SOUTH, MINN	CTW MGR 40.00	56,176.	11,949.	0.
SUE JAQUA 1035 EAST FRANKLIN AVENUE SOUTH, MINN	MGR SHOP 40.00	62,653.	11,200.	0.
LIZ BOVEE 1035 EAST FRANKLIN AVENUE SOUTH, MINN	CONTROLLER 40.00	62,052.	16,056.	0.
CHRIS WILSON 1035 EAST FRANKLIN AVENUE SOUTH, MINN	DEVELOPMENT MGR 40.00	57,623.	10,522.	0.
Total number of other employees paid over \$50,000 ▶	5			

Part II-A 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
NONE		
Total number of others receiving over \$50,000 for professional services ▶	0	

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms If there are none, enter "None " See page 2 of the instructions)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other 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 ► \$ <u>9,509.</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B) VI-A, LINE 38B 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	X	
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?		X
b	Lending of money or other extension of credit?		X
c	Furnishing of goods, services, or facilities?		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? SEE PART V-A, FORM 990	X	
e	Transfer of any part of its income or assets?		X
3 a	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)		X
b	Do you have a section 403(b) annuity plan for your employees?	X	
c	During the year, did the organization receive a contribution of qualified real property interest under section 170(h)?		X
4 a	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?		X
b	Do you provide credit counseling, debt management, credit repair, or debt negotiation services?		X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 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) sections 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) Check the box that describes the type of supporting organization ► Type 1 Type 2 Type 3

Provide the following information about the supported organizations (See page 6 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 6 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) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)	8,385,818.	7,372,893.	5,206,088.	4,713,120.	25,677,919.
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	6,597,697.	4,607,463.	5,905,046.	7,895,812.	25,006,018.
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	67,810.	38,334.	33,728.	69,801.	209,673.
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	15,051,325.	12,018,690.	11,144,862.	12,678,733.	50,893,610.
24 Line 23 minus line 17	8,453,628.	7,411,227.	5,239,816.	4,782,921.	25,887,592.
25 Enter 1% of line 23	150,513.	120,187.	111,449.	126,787.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 517,752.
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 2001 through 2004 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 733,992.
c Total support for section 509(a)(1) test. Enter line 24, column (e)					26c 25,887,592.
d Add Amounts from column (e) for lines 18 209,673. 19 22 733,992.					26d 943,665.
e Public support (line 26c minus line 26d total)					26e 24,943,927.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 96.3548%
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 N/A	(2004)	(2003)	(2002)	(2001)	
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 11b, 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 N/A	(2004)	(2003)	(2002)	(2001)	
c Add Amounts from column (e) for lines 15 17 20 21					27c N/A
d Add Line 27a total and line 27b total					27d N/A
e Public support (line 27c total minus line 27d total)					27e N/A
f Total support for section 509(a)(2) test. Enter amount on line 23, column (e)					27f N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h N/A %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2001 through 2004, 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/>			
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? If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)	32d	
<hr/>			
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? If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)	33h	
<hr/>			
<hr/>			
34 a	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 page 9 of the instructions)
 (To be completed ONLY by an eligible organization that filed Form 5768)

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)	36		0.
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		9,509.
38 Total lobbying expenditures (add lines 36 and 37)	38		9,509.
39 Other exempt purpose expenditures	39		11,150,630.
40 Total exempt purpose expenditures (add lines 38 and 39)	40		11,160,139.
41 Lobbying nontaxable amount Enter the amount from the following 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	41		708,007.
42 Grassroots nontaxable amount (enter 25% of line 41)	42		177,002.
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43		0.
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44		0.

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				
	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
45 Lobbying nontaxable amount	708,007.				708,007.
46 Lobbying ceiling amount (150% of line 45(e))					1,062,011.
47 Total lobbying expenditures	9,509.				9,509.
48 Grassroots nontaxable amount	177,002.				177,002.
49 Grassroots ceiling amount (150% of line 48(e))					265,503.
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			Amount
	Yes	No	
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.)			0.

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

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	1
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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON MARKETABLE SECURITIES	2,910.
TOTAL TO FORM 990, PART I, LINE 20	2,910.

FORM 990	OTHER EXPENSES	STATEMENT	2
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DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
BAD DEBTS	222,474.	222,474.		
ADVERTISING AND PROMOTION	36,405.	31,503.	4,467.	435.
PROPERTY MAINTENANCE	151,866.	129,453.	22,413.	
CONTRACTED SERVICES	898,897.	638,869.	186,316.	73,712.
INSURANCE	193,631.	165,977.	25,005.	2,649.
POSTAGE AND OFFICE SUPPLIES	126,232.	71,848.	44,402.	9,982.
PROFESSIONAL FEES	30,281.	13,748.	16,533.	
REAL ESTATE TAXES	157,109.	157,109.		
UTILITIES AND TELEPHONE	335,051.	323,589.	10,303.	1,159.
NEWSLETTER AND ANNUAL REPORT	50,635.		30,381.	20,254.
MATERIALS	383,847.	383,847.		
CONSTRUCTION	2,581,070.	2,581,070.		
MISCELLANEOUS EXPENSE	206,424.	186,997.	14,452.	4,975.
PROPERTY MANAGEMENT	72,436.	72,436.		
PROGRAM COSTS	37,518.	37,518.		
INTER-FUND FEES	<82,800.>	<82,800.>		
TOTAL TO FM 990, LN 43	5,401,076.	4,933,638.	354,272.	113,166.

FORM 990

OFFICER COMPENSATION ALLOCATION
PART II, LINE 25

STATEMENT 3

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
STEVE CRAMER	138,518.	22,103.	0.	160,621.
A. PROGRAM SERVICES				
B. MANAGEMENT AND GENERAL	69,259.	11,052.		80,311.
C. FUNDRAISING	69,259.	11,051.		80,310.

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
SUSAN BALDWIN	87,117.	19,036.	0.	106,153.
A. PROGRAM SERVICES	23,522.	5,140.		28,662.
B. MANAGEMENT AND GENERAL	63,595.	13,896.		77,491.
C. FUNDRAISING				

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
STEVEN STUDT	79,338.	9,426.	0.	88,764.
A. PROGRAM SERVICES	79,338.	9,426.		88,764.
B. MANAGEMENT AND GENERAL				
C. FUNDRAISING				

NAME OF OFFICER, ETC.	COMPENSATION	EMPLOYEE BEN. PLANS	EXPENSE ACCOUNTS	TOTALS
BARBARA MCCORMICK	78,308.	17,989.	0.	96,297.
A. PROGRAM SERVICES	78,308.	17,989.		96,297.
B. MANAGEMENT AND GENERAL				
C. FUNDRAISING				
TOTAL PROGRAM SERVICES				213,723.
TOTAL MANAGEMENT AND GENERAL				157,802.
TOTAL FUNDRAISING				80,310.
TOTAL OFFICER, ETC., COMPENSATION INCLUDED ON PARTS V-A AND V-B				451,835.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 4
PART III

EXPLANATION

TO ASSIST LOW & MODERATE INCOME PEOPLE TO BECOME SELF-SUFFICIENT BY ADDRESSING THEIR HOUSING, JOB, AND NEIGHBORHOOD NEEDS.

FORM 990 OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	AMOUNT
MARKETABLE SECURITIES	COST	899,320.
TOTAL TO FORM 990, PART IV, LINE 56, COLUMN B		899,320.

FORM 990	OTHER ASSETS	STATEMENT	6
DESCRIPTION		AMOUNT	
CONSTRUCTION IN PROGRESS		3,000,284.	
INVESTMENT IN MERCADO CENTRAL, LLC		250,000.	
TOTAL TO FORM 990, PART IV, LINE 58, COLUMN B		3,250,284.	

FORM 990	MORTGAGES PAYABLE	STATEMENT	7
DESCRIPTION		BALANCE DUE	
SEE ATTACHED STATEMENT		13,760,443.	
TOTAL INCLUDED ON FORM 990, PART IV, LINE 64B, COLUMN B		13,760,443.	

FORM 990	OTHER REVENUE NOT INCLUDED ON FORM 990	STATEMENT	8
DESCRIPTION		AMOUNT	
PPL INDUSTRIES REVENUE (UNCONSOLIDATED SUBSIDIARY)		1,926,899.	
PPL ON PORTLAND REVENUE (UNCONSOLIDATED SUBSIDIARY)		4,033.	
IN-KIND DONATIONS		223,580.	
TOTAL TO FORM 990, PART IV-A		2,154,512.	

FORM 990	OTHER EXPENSES NOT INCLUDED ON FORM 990	STATEMENT	9
DESCRIPTION		AMOUNT	
PPL INDUSTRIES EXPENSES (UNCONSOLIDATED SUBSIDIARY)		1,753,924.	
IN-KIND DONATIONS		223,580.	
TOTAL TO FORM 990, PART IV-B		1,977,504.	

FORM 990

PART V - LIST OF OFFICERS, DIRECTORS,
TRUSTEES AND KEY EMPLOYEES

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
PAT AYLWARD 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	CHAIR 1.00	0.	0.	0.
LINDA BRYANT 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
DAVID BYFIELD 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
STEVE CASKEY 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
MICHAEL DUCAR 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
KIM MATHESON 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	SECRETARY 1.00	0.	0.	0.
THOMAS ELLIS 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
JONATHAN FARBER 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
J. FORREST 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
EVELYN FRANKLIN 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
JOHN GRIEMAN 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.

CATHERINE GUNSBURY 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
CHRISTINE HOBROUGH 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
JAMES HOWARD 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
DAWS JACKSON 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
CARL KENT 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
P. JAY KIEDROWSKI 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
DAVID KLOSTER 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
KATHLEEN LARKIN 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
SUAD BASHIR YUSEF 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
MARIE MANTHEY 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	VICE CHAIR 1.00	0.	0.	0.
RICHARD MARTENS 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
NEERAJ MEHTA 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
DAVID ORBUCH 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.

PROJECT FOR PRIDE IN LIVING, INC.

23-7232208

BETH PARKHILL 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
PAUL PARRISH 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
DEBRA PATERSON 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
RONALD POOLE 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	TREASURER 1.00	0.	0.	0.
TOBY RAPSON 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
HAZEL REINHARDT 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
JONATHAN SELTZER 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
CHRISTOPHER SHAHEEN 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
GLEN SKOVHOLT 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
RICHARD VOREIS 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
JEFF ZLONIS 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	BOARD 1.00	0.	0.	0.
STEVE CRAMER 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	EXECUTIVE DIRECTOR 40.00	138,518.	22,103.	0.
SUSAN BALDWIN 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	VICE PRESIDENT 40.00	87,117.	19,036.	0.

PROJECT FOR PRIDE IN LIVING, INC.

23-7232208

STEVEN STUDT 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	VICE PRESIDENT 40.00	79,338.	9,426.	0.
BARBARA MCCORMICK 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404-2920	VICE PRESIDENT 40.00	78,308.	17,989.	0.
TOTALS INCLUDED ON FORM 990, PART V		<u>383,281.</u>	<u>68,554.</u>	<u>0.</u>

FORM 990

PART IX - INFORMATION REGARDING TAXABLE
SUBSIDIARIES AND DISREGARDED ENTITIES

STATEMENT 11

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL ADMIN LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
20-0182838	100.00%	ADMINISTRATIVE OFFICE BUILDING	<177,334.>	3,647,867.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

BASS LAKE APARTMENTS, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
56-2309171	100.00%	RENTAL REAL ESTATE	<47,451.>	1,229,874.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL BOONE AVENUE APARTMENTS LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
APPLIED FOR	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL COLLABORATIVE VILLAGE LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
20-0082647	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL LOUISIANA COURT, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
23-7232208	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL WILKINS TOWNHOMES, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
42-1603094	100.00%	RENTAL REAL ESTATE	33,205.	1,912,058.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

VILLAGE INVESTMENTS, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
41-1972002	100.00%	RENTAL REAL ESTATE	<39,793.>	1,616,943.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

ARMADILLIO FLATTS, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
41-1549219	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

ELLIOT PARK COMMONS LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
20-2614523	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL DOUBLE FLATS, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
20-3029542	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL MERCADO CENTRAL, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
52-2294499	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL SOUTHSIDE, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
APPLIED FOR	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPLNF COMMUNITY, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
20-0477054	50.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPLPUC, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
APPLIED FOR	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL COLLEGE HOUSE, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
20-2613933	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL LEARNING CENTER, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
20-2614005	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

LINDEN PLACE CONDOMINIUMS, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
APPLIED FOR	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPLCH VAN CLEVE APARTMENTS EAST, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

<u>EMPLOYER ID NUMBER</u>	<u>PERCENT OWNED</u>	<u>NATURE OF ACTIVITIES</u>	<u>TOTAL INCOME</u>	<u>END-OF-YEAR ASSETS</u>
20-3395263	100.00%	RENTAL REAL ESTATE	0.	0.

NAME OF CORPORATION, PARTNERSHIP OR DISREGARDED ENTITY

PPL MIDTOWN EXCHANGE CONDOS ON THE GREENWAY, LLC

ADDRESS

1035 FRANKLIN AVENUE, MINNEAPOLIS, MN 55404

EMPLOYER ID NUMBER	PERCENT OWNED	NATURE OF ACTIVITIES	TOTAL INCOME	END-OF-YEAR ASSETS
20-4005994	100.00%	RENTAL REAL ESTATE	0.	0.

FORM 990 PART VIII - RELATIONSHIP OF ACTIVITIES TO ACCOMPLISHMENT OF EXEMPT PURPOSES STATEMENT 12

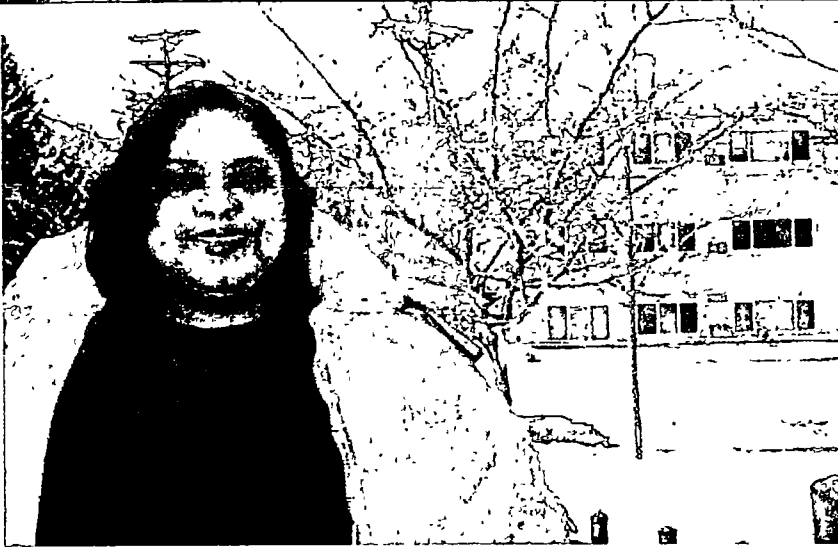
LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
93C	REVENUE EARNED FROM THE DEVELOPMENT, CONSTRUCTION, AND REHAB OF AFFORDABLE INNER-CITY HOUSING.
93A	REVENUE EARNED FROM MANAGEMENT OF AFFORDABLE HOUSING PROVIDED TO LOW INCOME FAMILIES.
93B	SALES REVENUE RESULTING FROM TRAINING AND JOB PLACEMENT PROGRAMS.
93D	OTHER REVENUE FROM VARIOUS PROGRAMS WHICH BENEFIT LOW-INCOME, DISADVANTAGED INDIVIDUALS THROUGH EDUCATION, TRAINING, HOUSING, ETC.,
93E	RENTAL REVENUES FROM AFFORDABLE HOUSING.

PROJECT FOR PRIDE IN LIVING, INC.
FEDERAL ID #23-7232208
December 31, 2005

FORM 990, PAGE 2, PART II, LINE 42
 FORM 990, PAGE 4, PART IV, LINE 57A & B

Description	2004	Additions	Retirements	2005	Estimated Useful Lives (Years)
Land	670,382	115,000	-	785,382	
Building and Improvements	11,720,352	3,188,735	-	14,909,087	25 - 30
Equipment	448,415	28,107	-	476,522	3 - 5
	<u>12,839,149</u>	<u>3,331,842</u>	<u>-</u>	<u>16,170,991</u>	
				57a	
Less Accumulated Depreciation	<u>(2,507,086)</u>	<u>(569,145)</u>	<u>-</u>	<u>(3,076,231)</u>	
		42		57b	
Book Value	<u>10,332,063</u>	<u>2,762,697</u>	<u>-</u>	<u>13,094,760</u>	
				57c	

HOUSING & DEVELOPMENT



Building strong partnerships lays the groundwork for successful supportive housing

Many people for whom homelessness is the biggest threat live with additional challenges like mental illness or physical disabilities. Successful housing plans for them offer both affordability and on-site services. The need for such supportive housing continues to be high throughout the metro area. To creatively address the issue, PPL has focused on making new and strengthening existing partnerships with support service providers.

In 2005, PPL opened several units in conjunction with New Foundations, and Vail Place, as well as PPL's own Human Services Division, in St. Paul, Minneapolis and St. Louis Park. Among other partner agencies are Pillsbury United Communities/Emerge, Guild Incorporated and Cabrini Partnership.

PPL Housing and Development Division (H&D) develops, sells and manages quality affordable housing serving low-income families and individuals through both new construction and the renovation of existing structures. PPL's rental housing is service-enriched, with family support available through PPL's Human Services Division or a partner organization.

In 2005

- PPL managed housing for 738 individuals and families in Minneapolis, St. Paul, and New Hope.
- 84 units of affordable housing were constructed, renovated and/or preserved. Of these 46 are for rent to people earning 30-50% of the area median income; 29 are for adults and families in need of supportive housing services, and nine are newly constructed homes in Bloomington and Minneapolis, sold at affordable prices to families earning 50-80% of the area median.
- PPL's Emergency Repair Program helped 133 people in 32 households make repairs in their homes.

2006 GOALS FOR HELPING PEOPLE REACH HOUSING STABILITY

- Bring 139 units of affordable housing to the Twin Cities market through new construction, stabilization and rehab (83 homeownership and 56 rental).
- Maintain 770 units of affordable rental housing (PPL-owned or managed).
- Assist 60 households through Emergency Repair Program.

EMPLOYMENT & JOB TRAINING



Photo Keri Pickett

Working as a broker for employers and colleges matches more people to jobs in a growing field

PPL has begun routinely gathering information from 18 health care employers to learn of benefits-eligible job openings, and from a number of colleges to track health care training available in the area. The goal of sharing this information with all parties is to see health care employers identify shared needs, and colleges use the information to tailor classes to fill job shortages.

This collaborative effort is funded, in part, by the City of Minneapolis.

PPL operates paid, job-training programs that prepare individuals for good-paying positions with benefits and opportunities for career laddering.

PPL's Career Training Connections program (CTC) offers classroom instruction for individuals ready for employment and advancement opportunities. Two businesses — PPL SHOP and PPL Industries — provide workers on-the-job training.

In 2005

- 46 adults graduated Train to Work (TTW), a CTC program that provides entry level job training and helps graduates with placement in the health care fields.
- 55 graduates of the eight-year-old TTW program were placed in employment with an average starting wage of \$11.50; most positions include benefits.
- 20 incumbent workers were served through Health Careers Partnership, a CTC program that connects incumbent workers in the health field to classes at Minneapolis Community and Technical College.
- At PPL Industries and PPL SHOP, 210 adults received paid training in light assembly, warehouse work and customer service, and were given the opportunity to take part in career development and job readiness training.

2006 GOALS FOR HELPING PEOPLE REACH ECONOMIC STABILITY

- Train 550 people in job seeking and keeping skills; 339 through Career Training Connections and 211 as paid trainees at PPL Industries and PPL SHOP.
- Place 362 individuals in jobs, with two-thirds using PPL's Human Services to achieve their goals.
- Assist 242 individuals in transitioning off public assistance.

HUMAN SERVICES: ADULT & YOUTH



Photo: Ken Pickett

Participants serve on advisory committee to give feedback on PPL programs and learn community leadership skills.

PPL's Participant Advisory Committee consists of seven to ten people who meet monthly to give feedback on current programs, respond to new ideas, and receive leadership training. Members serve up to three years and some have gone on to join the PPL Board. Exploring the legislative process is part of the leadership training; in 2005, the committee met with PPL's public policy team and discussed the agency's 2005 legislative priorities and other issues important to them. Many wrote letters to their legislators before leaving the meetings.

PPL Human Services Division supports families, adults and children — on a direct, flexible, individual basis — in setting goals, finding resources and building the skills they need to be self-sufficient. Services include career and education counseling, employment-readiness classes, housing stabilization, parenting information, budget planning, youth academic achievement programs and referrals to other community agencies.

In 2005

- Nearly half the 3,249 adults and children who received services through PPL Self-Sufficiency Program lived in PPL buildings; 1,009 walked into the PPL Service Center seeking assistance and received direct services. Others were referred through another PPL program such as Career Training Connections or PPL Industries.
- Connections to Work, PPL's welfare-to-work program, served 366 people. Of the group, 185 obtained paid employment and 31 increased their earnings enough to go off public assistance.
- 550 program openings were made available, and filled, through Kids Clubs, PPL Scholars, College Houses and the Community Partners Program housed at Partnership Academy, the PPL-sponsored charter school.

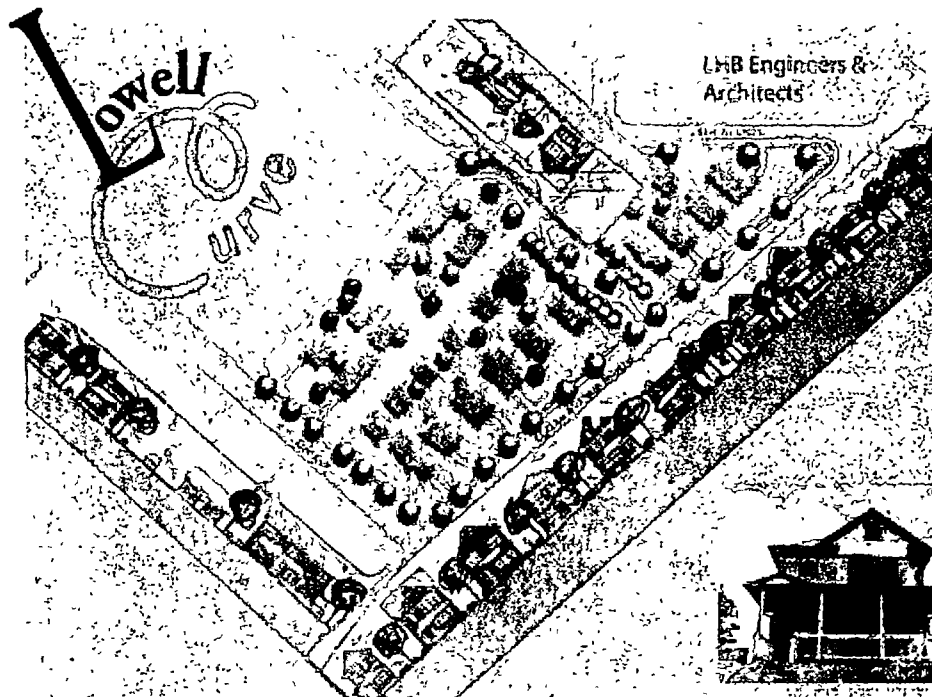
2006 GOALS FOR HELPING PEOPLE REACH FAMILY STABILITY

- The Self-Sufficiency Program will help 2,300 with housing stabilization, increased economic self-sufficiency, and finding helpful community services.
- Connections to Work will counsel and train 950 adults going from welfare to work.
- Youth programs will provide 650 children and young people opportunities that focus on academic progress and social skills.
- 1,300 walk-in clients will be assisted with housing and employment needs — 750 as visitors to the new Learning Center.

Continuing to bring affordable housing to the marketplace

Breaking ground

- PPL moved ahead on building 14 new homes on a single block in Jordan neighborhood in north Minneapolis. Once the location of Lowell Elementary School, the site is a two-acre parcel that has been standing vacant for more than 10 years. The block has been newly named Lowell Curve and project completion is expected by year-end 2006



Opening Doors

- New Foundations, PPL and residents of Crestview Community, in St. Paul, co-hosted a grand opening celebration to mark the Community's supportive housing expansion from 31 to 44 units.

Broadening opportunities

- Seven homes built in the city of Bloomington were priced to be affordable to buyers making 60% of the metropolitan Area Median Income. They sold very quickly, with PPL receiving 53 purchase agreements in 30 days.
- Housing project in New Hope developed long-vacant land to hold a 35-unit apartment building, and Linden Park Condominiums – 41 for-sale units affordable to a range of incomes.

Pictured:
The second phase of a neighborhood revitalization effort in Jordan neighborhood, that calls for building 14 new homes. In 2003, PPL and Twin Cities Habitat for Humanity built 17 new homes on scattered sites in the area.

Projects begun in 2005, to be completed in 2006

- | | |
|--|---|
| • Elliot Park Commons (Mpls) | 25 units: affordable rental preserved |
| • Double Flats (Mpls) | 11 units: affordable rental preserved |
| • Louisiana Court stabilization (St. Louis Park) | 128 units: affordable rental and supportive housing |
| • Midtown Exchange Condos at the Greenway (Mpls) | 57 units: affordable and market rate ownership |
| • Linden Place Condos (New Hope) | 41 units: affordable ownership |
| • Camden Apartments (Mpls) | 23 units: supportive housing |
| • Redeemer Lutheran (Mpls) | 4 units: affordable ownership |
| • Emma B Howe Learning Center (Mpls) | Space for PPL's job training programs and a computer and resource lab |

Further capital improvements create more training opportunities

PPL was awarded \$1 million by the Emma B. Howe Memorial Foundation, a supporting organization of The Minneapolis Foundation. It was among the foundation's largest single grants to celebrate 20 years of charitable giving in the name of an unassuming community visionary, and it marked a long stride in the PPL capital campaign. In appreciation, PPL named its new job-readiness training facility, The Emma B. Howe Learning Center. Rehab was begun on the PPL-owned building at the corner of Chicago and Franklin avenues in 2005. A grand opening is scheduled for October 2006.



Location, location, location

The Emma B. Howe Learning Center is in a high foot-traffic neighborhood, just two blocks from PPL Service Center.

The learning center increases public access to both training and technology with the aim of helping area residents increase their employability. The space will be home to PPL's successful work-readiness classroom training programs, community access computers, a variety of job-related resources and a Star Tribune job kiosk. AmeriCorps members and other volunteers will be on available for workshops and walk-in assistance.

The AmeriCorps Members come to PPL through the Community Technology Empowerment Project (CTEP), a special project aimed at

raising technology literacy and access throughout the metro area to help bridge the Digital Divide, which is sorely present in the Phillips neighborhood, the largest and poorest geographic community in Minnesota. They and other volunteers will serve as Job Search Coaches and teach basic computer skills.

Interest in the Lab is expected to be high. In 2005, PPL operated a six-month pilot program and saw 80 – 100 individuals visiting the lab every month

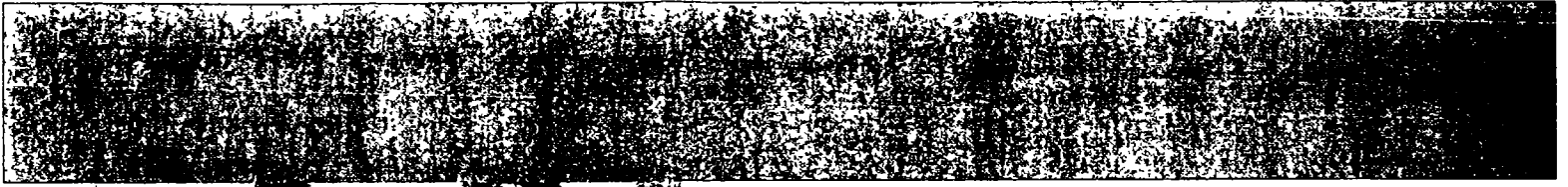


Photo: Kerr Pickett

Parents and kids give PPL good grades for academic enrichment programming

It isn't just the kids that like to take part in PPL's academic enrichment programs. In 2005, about 90 percent of the parents got involved. Increasing the number of caring adults in children's lives and supporting their academic achievement are crucial elements in PPL's youth programming. Along with offering several mentor programs, PPL creates a variety of opportunities for parents to plug in. In a year-end survey, parents said they could see their children developing more self-confidence, getting homework done and improving their social skills. Many were especially pleased because the mentors working with their children let them know what their kids were doing right, not just when they were having trouble.

Volunteers

PPL welcomes and relies upon the knowledge and experience of neighborhood residents, other community organizations and community members at large. Every year, volunteers provide crucial services, skills and expertise to PPL's programs including tutor/mentoring, painting, landscaping, planting and clean-up, serving as AmeriCorps Members and VISTA Volunteers and sitting on our Board of Directors.

For decades, PPL's capacity to serve our participants has been expanded through VISTA and AmeriCorps

AmeriCorps Members at PPL develop after school programming, teach adults about computers and software, connect residents to the larger community, and perform other important services.

Volunteers In 2005

- 923 volunteers contributed 38,878 hours valued at \$682,309 (calculated by the Independent Sector's hourly rate of \$17.19 per hour).

PROJECT FOR PRIDE IN LIVING, INC.
FEDERAL ID # 23-7232208
12/31/2005

MORTGAGES AND OTHER NOTES PAYABLE

Mortgages on multifamily rental properties, interest rates are 0% to 9.50%, due in varying monthly installments through 2035, secured by land and buildings. \$ 10,621,863

Mortgage on PPL Square commercial property with interest at 3%, due in monthly installments of \$593, secured by land and building 27,073

\$500,000 Calvert Foundation note payable (Development Division) with interest at 4.5%, due August 31, 2006, unsecured. 500,000

GMHC predevelopment loans (Development Division) due on demand with an interest rate of 3%, secured by real estate under development (Boone Avenue and Van Cleve). 172,340

\$366,667 SEA Corp note payable (Development Division) with interest at 4%, due February 18, 2007, unsecured. 304,167

\$1,000,000 Wells Fargo EQ2 note payable (Development Division) with interest at 2%, due on November 29, 2015, secured by properties under development. 1,000,000

\$8,000,000 construction financing for the Midtown Exchange for sale project with a variable interest rate at .25% below the prime rate, due June 30, 2007, secured. 1,135,000

\$ 13,760,443

PROJECT FOR PRIDE IN LIVING, INC.
FEDERAL ID # 23-7232208
DECEMBER 31, 2005

IDENTIFICATION OF RELATED ORGANIZATIONS
PART IV, LINE 80B

<u>Entity Name</u>	<u>Exempt</u>	<u>Non-exempt</u>
<u>Project for Pride in Living</u>		
PPL Industries	X	
PPL Service Corporation		X
Bass Lake Apartments LLC	X	
Elliot Park Commons LLC	X	
PPL Admin LLC	X	
PPL Boone Ave LLC	X	
PPL Collaborative Village LLC	X	
PPL Double Flats LLC	X	
PPL Louisiana Court LLC	X	
Mercado Central LLC		X
PPL Southside LLC	X	
PPL on Portland	X	
PPL Wilkins Townhomes LLC	X	
PPLNF Community LLC	X	
PPL PUC LLC	X	
Village Investments LLC	X	
PPL College House LLC	X	
PPL Learning Center LLC	X	
Linden Place Condominiums LLC	X	
PPLCH Van Cleve Apartments East LLC	X	
PPL Midtown Exchange Condos LLC	X	
<u>Partnerships/LLCs</u>		
610 15th Street East LP		X
610 Logan LP		X
1123 Logan Avenue JV		X
Anishinabe Wakiagun LP		X
Armadillo Flats LLC		X
PPL Bass Lake Court LP		X
Boone Ave Apartments LP		X
Canadian Terrace LP		X
Central Neighborhood Apts LP		X
Collaborative Village LP		X
Columbus Park, MN LP		X
Crestview Community Partnership		X
Crestview Community LP		X
Elliot Apts LP		X
Families First of St Paul LP		X
Joseph Selvaggio Initiative LP		X
Martin Luther King Court		X
The Morgan Apts LP		X
Morgan Arms Apts LP		X
New American Homeland Hsing LLP		X
Oliver Apartments LP		X
Oliver Logan Apartments LP		X
Park Crossing Apartments LP		X
PPL Louisiana Court LP		X
Van Cleve Apartments East LP		X