

## Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

2005

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

A For the 2005 calendar year, or tax year beginning 7/1/2005

, 2005, and ending 6/30/2006

, 20

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.

C Name of organization

FUND FOR THE ARTS INC

Number and street (or P.O. box if mail is not delivered to street address) Room/suite

623 West Main Street

City or town, state or country, and ZIP + 4

Louisville, KY 40202

D Employer identification number

61 : 0479626

E Telephone number

( 502 ) 582-0125

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? ☐ Yes ☒ No

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

H(c) Are all affiliates included? ☐ Yes ☐ No

(If "No," attach a list. See Instructions.)

H(d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No

I Group Exemption Number ▶

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

G Website: ▶ www.fundforthearts.com

J Organization type (check only one) ▶ ☒ 501(c) ( 3 ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527K 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 ▶ 11,319,165

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

1 Contributions, gifts, grants, and similar amounts received:		1a		7,341,794			
a Direct public support		1b		540,417			
b Indirect public support		1c		421,096			
c Government contributions (grants)							
d Total (add lines 1a through 1c) (cash \$ 8,303,307 noncash \$ 0 )						1d 8,303,307	
2 Program service revenue including government fees and contracts (from Part VII, line 93)						2 0	
3 Membership dues and assessments						3 0	
4 Interest on savings and temporary cash investments						4 0	
5 Dividends and interest from securities						5 77,858	
6a Gross rents		6a		0			
b Less: rental expenses		6b		0			
c Net rental income or (loss) (subtract line 6b from line 6a)						6c 0	
7 Other investment income (describe ▶)						7 0	
8a Gross amount from sales of assets other than inventory		(A) Securities		(B) Other			
b Less: cost or other basis and sales expenses		2,927,610		8a		0	
c Gain or (loss) (attach schedule) Stmt 1		2,921,564		8b		0	
d Net gain or (loss) (combine line 8c, columns (A) and (B))		6,046		8c		0	
9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>						8d 6,046	
a Gross revenue (not including \$ 0 of contributions reported on line 1a)		9a		0			
b Less: direct expenses other than fundraising expenses		9b		0			
c Net income or (loss) from special events (subtract line 9b from line 9a)						9c 0	
10a Gross sales of inventory, less returns and allowances		10a		0			
b Less: cost of goods sold		10b		0			
c Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)						10c 0	
11 Other revenue (from Part VII, line 103)						11 10,390	
12 Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)						12 8,397,601	
13 Program services (from line 44, column (B))						13 6,878,687	
14 Management and general (from line 44, column (C))						14 237,586	
15 Fundraising (from line 44, column (D))						15 936,224	
16 Payments to affiliates (attach schedule)						16 0	
17 Total expenses (add lines 16 and 44, column (A))						17 8,052,497	
18 Excess or (deficit) for the year (subtract line 17 from line 12)						18 345,104	
19 Net assets or fund balances at beginning of year (from line 73, column (A))						19 3,205,256	
20 Other changes in net assets or fund balances (attach explanation) Stmt 2						20 11,964	
21 Net assets or fund balances at end of year (combine lines 18, 19, and 20)						21 3,562,324	

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form 990 (2005)

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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. (See the instructions.)

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
<b>22</b>	Grants and allocations (attach schedule) <b>Stmt 3</b> (cash \$ <u>6,521,749</u> noncash \$ <u>0</u> ) If this amount includes foreign grants, check here <input type="checkbox"/>	<b>22</b> 6,521,749	6,521,749		
<b>23</b>	Specific assistance to individuals (attach schedule)	<b>23</b> 0	0		
<b>24</b>	Benefits paid to or for members (attach schedule)	<b>24</b> 0	0		
<b>25</b>	Compensation of officers, directors, etc.	<b>25</b> 326,237	130,494	65,249	130,494 <b>Stmt 4</b>
<b>26</b>	Other salaries and wages	<b>26</b> 430,451	49,119	65,783	315,549
<b>27</b>	Pension plan contributions	<b>27</b> 24,793	912	3,893	19,988
<b>28</b>	Other employee benefits	<b>28</b> 44,258	3,465	10,448	30,345
<b>29</b>	Payroll taxes	<b>29</b> 39,545	7,444	6,448	25,653
<b>30</b>	Professional fundraising fees	<b>30</b> 0	0	0	0
<b>31</b>	Accounting fees	<b>31</b> 14,500	0	14,500	0
<b>32</b>	Legal fees	<b>32</b> 4,086	0	4,086	0
<b>33</b>	Supplies	<b>33</b> 25,050	5,293	3,018	16,739
<b>34</b>	Telephone	<b>34</b> 21,653	4,327	3,998	13,328
<b>35</b>	Postage and shipping	<b>35</b> 29,342	2,222	1,860	25,260
<b>36</b>	Occupancy	<b>36</b> 63,280	17,321	0	45,959
<b>37</b>	Equipment rental and maintenance	<b>37</b> 0	0	0	0
<b>38</b>	Printing and publications	<b>38</b> 13,530	3,397	2,413	7,720
<b>39</b>	Travel	<b>39</b> 1,654	368	308	978
<b>40</b>	Conferences, conventions, and meetings	<b>40</b> 0	0	0	0
<b>41</b>	Interest	<b>41</b> 0	0	0	0
<b>42</b>	Depreciation, depletion, etc. (attach schedule)	<b>42</b> 2,852	635	532	1,685 <b>Stmt 5</b>
<b>43</b>	Other expenses not covered above (itemize): a See Statement 6	<b>43a</b> 489,517	131,941	55,050	302,526
	b	<b>43b</b>			
	c	<b>43c</b>			
	d	<b>43d</b>			
	e	<b>43e</b>			
	f	<b>43f</b>			
	g	<b>43g</b>			
<b>44</b>	<b>Total functional expenses.</b> Add lines 22 through 43. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	<b>44</b> 8,052,497	6,878,687	237,586	936,224

**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** (See the instructions.)

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.

What is the organization's primary exempt purpose? ► **Support of the Arts**

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

**Program Service Expenses**  
(Required for 501(c)(3) and (4) orgs. and 4947(a)(1) trusts, but optional for others.)

**a See Statement 7**

.....  
.....  
.....  
.....

(Grants and allocations \$ ) If this amount includes foreign grants, check here ► ☐

**b**

.....  
.....  
.....  
.....

(Grants and allocations \$ ) If this amount includes foreign grants, check here ► ☐

**c**

.....  
.....  
.....  
.....

(Grants and allocations \$ ) If this amount includes foreign grants, check here ► ☐

**d**

.....  
.....  
.....  
.....

(Grants and allocations \$ ) If this amount includes foreign grants, check here ► ☐

**e Other program services (attach schedule)**

(Grants and allocations \$ ) If this amount includes foreign grants, check here ► ☐

**f Total of Program Service Expenses** (should equal line 44, column (B), Program services). . . . . ►**6,878,687**Form **990** (2005)

**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
<b>Assets</b>	45 Cash—non-interest-bearing . . . . .	0	45	0
	46 Savings and temporary cash investments . . . . .	485,797	46	1,062,531
	47a Accounts receivable . . . . .	65,122		
	b Less: allowance for doubtful accounts . . . . .	6,451	17,717	47c 58,671
	48a Pledges receivable . . . . .	5,649,150		
	b Less: allowance for doubtful accounts . . . . .	686,978	5,151,951	48c 4,962,172
	49 Grants receivable . . . . .	0	49	0
	50 Receivables from officers, directors, trustees, and key employees (attach schedule) . . . . .	0	50	0
	51a Other notes and loans receivable (attach schedule) . . . . .	0		
	b Less: allowance for doubtful accounts . . . . .	0	0	51c 0
	52 Inventories for sale or use . . . . .	0	52	0
	53 Prepaid expenses and deferred charges . . . . .	43,940	53	16,858
	54 Investments—securities (attach schedule) . . . . . <input type="checkbox"/> Cost <input type="checkbox"/> FMV	0	54	0
	55a Investments—land, buildings, and equipment: basis . . . . .	0		
	b Less: accumulated depreciation (attach schedule) . . . . .	0	0	55c 0
56 Investments—other (attach schedule) Stmt.8 . . . . .	1,735,239	56	1,804,401	
57a Land, buildings, and equipment: basis . . . . .	1,517,386			
b Less: accumulated depreciation (attach schedule) Stmt.9 . . . . .	777,318	791,261	57c 740,068	
58 Other assets (describe ► See Statement 10) . . . . .	134,565	58	169,759	
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58. . . . .	8,360,470	59	8,814,460	
<b>Liabilities</b>	60 Accounts payable and accrued expenses . . . . .	161,251	60	204,377
	61 Grants payable . . . . .	4,993,963	61	5,047,759
	62 Deferred revenue . . . . .	0	62	0
	63 Loans from officers, directors, trustees, and key employees (attach schedule) . . . . .	0	63	0
	64a Tax-exempt bond liabilities (attach schedule) . . . . .	0	64a	0
	b Mortgages and other notes payable (attach schedule) . . . . .	0	64b	0
	65 Other liabilities (describe ►) . . . . .	0	65	0
66 <b>Total liabilities.</b> Add lines 60 through 65 . . . . .	5,155,214	66	5,252,136	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.</b>			
	67 Unrestricted . . . . .	2,474,618	67	2,529,530
	68 Temporarily restricted . . . . .	430,638	68	732,794
	69 Permanently restricted . . . . .	300,000	69	300,000
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.</b>			
	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 <b>Total net assets or fund balances</b> (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21) . . . . .	3,205,256	73	3,562,324
	74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73. . . . .	8,360,470	74	8,814,460

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

Instructions			a	6,746,868
a	Total revenue, gains, and other support per audited financial statements . . . . .		a	6,746,868
b	Amounts included on line a but not on Part I, line 12:			
1	Net unrealized gains on investments . . . . .	b1	11,964	
2	Donated services and use of facilities . . . . .	b2	0	
3	Recoveries of prior year grants . . . . .	b3	0	
4	Other (specify): .....	b4	0	
	Add lines b1 through b4 . . . . .			b 11,964
c	Subtract line b from line a . . . . .		c	6,734,904
d	Amounts included on Part I, line 12, but not on line a:			
1	Investment expenses not included on Part I, line 6b . . . . .	d1	0	
2	Other (specify): <b>See Statement 11</b> .....	d2	1,662,697	
	Add lines d1 and d2 . . . . .			d 1,662,697
e	Total revenue (Part I, line 12). Add lines c and d . . . . . ▶		e	8,397,601

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

<b>a</b>	Total expenses and losses per audited financial statements		<b>a</b>	6,389,800
<b>b</b>	Amounts included on line <b>a</b> but not on Part I, line 17:			
<b>1</b>	Donated services and use of facilities	<b>b1</b>	0	
<b>2</b>	Prior year adjustments reported on Part I, line 20	<b>b2</b>	0	
<b>3</b>	Losses reported on Part I, line 20	<b>b3</b>	0	
<b>4</b>	Other (specify):	<b>b4</b>	0	
	Add lines <b>b1</b> through <b>b4</b>		<b>b</b>	0
<b>c</b>	Subtract line <b>b</b> from line <b>a</b>		<b>c</b>	6,389,800
<b>d</b>	Amounts included on Part I, line 17, but not on line <b>a</b> :			
<b>1</b>	Investment expenses not included on Part I, line 6b	<b>d1</b>	0	
<b>2</b>	Other (specify): <b>See Statement 12</b>	<b>d2</b>	1,662,697	
	Add lines <b>d1</b> and <b>d2</b>		<b>d</b>	1,662,697
<b>e</b>	<b>Total expenses</b> (Part I, line 17). Add lines <b>c</b> and <b>d</b>		<b>e</b>	8,052,497

**Part V-A** **Current Officers, Directors, Trustees, and Key Employees** (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

[illegible]

**Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)**

Yes

**No**

**75a** Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings **55**

**b** Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)

Stmnt 14	
75b	✓

**c** Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to this organization through common supervision or common control? **Note.** Related organizations include section 509(a)(3) supporting organizations.

**75c**

If "Yes," attach a statement that identifies the individuals, explains the relationship between this organization and the other organization(s), and describes the compensation arrangements, including amounts paid to each individual by each related organization.

**d Does the organization have a written conflict of interest policy?**

75d	✓
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**Part V-B** **Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits** (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

[illegible]

## Part VI Other Information (See the 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

76

**77** Were any changes made in the organizing or governing documents but not reported to the IRS? . . .  
If "Yes," attach a conformed copy of the changes.

77	✓
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**78a** Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?

78a

**b** If "Yes," has it filed a tax return on **Form 990-T** for this year? . . .

78b	
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**79** Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement

79

**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?

80a	✓
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**b** If "Yes," enter the name of the organization ► **See Statement 15**

..... and check whether it is ☐ exempt or ☐ nonexempt

**81a** Enter direct and indirect political expenditures. (See line 81 instructions.)

temp: 0	nonempty:
81a	0

**b** Did the organization file **Form 1120-POL** for this year?

81b

**Part VI Other Information (continued)**

		Yes	No
<b>82a</b>	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?	<input checked="" type="checkbox"/>	
<b>b</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.)		
	<b>82b</b> 75,000	<input checked="" type="checkbox"/>	
<b>83a</b>	Did the organization comply with the public inspection requirements for returns and exemption applications?	<input checked="" type="checkbox"/>	
<b>b</b>	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	<input checked="" type="checkbox"/>	
<b>84a</b>	Did the organization solicit any contributions or gifts that were not tax deductible?		<input checked="" type="checkbox"/>
<b>b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
<b>85</b>	<b>501(c)(4), (5), or (6) organizations.</b> a Were substantially all dues nondeductible by members?		
<b>b</b>	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, <b>do not</b> complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
<b>c</b>	Dues, assessments, and similar amounts from members	<b>85c</b>	
<b>d</b>	Section 162(e) lobbying and political expenditures	<b>85d</b>	
<b>e</b>	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	<b>85e</b>	
<b>f</b>	Taxable amount of lobbying and political expenditures (line 85d less 85e)	<b>85f</b>	
<b>g</b>	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	<b>85g</b>	
<b>h</b>	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?	<b>85h</b>	
<b>86</b>	<b>501(c)(7) orgs.</b> Enter: a Initiation fees and capital contributions included on line 12	<b>86a</b>	
<b>b</b>	Gross receipts, included on line 12, for public use of club facilities	<b>86b</b>	
<b>87</b>	<b>501(c)(12) orgs.</b> Enter: a Gross income from members or shareholders	<b>87a</b>	
<b>b</b>	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	<b>87b</b>	
<b>88</b>	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	<b>88</b>	<input checked="" type="checkbox"/>
<b>89a</b>	<b>501(c)(3) organizations.</b> Enter: Amount of tax imposed on the organization during the year under: section 4911 <input type="text"/> 0; section 4912 <input type="text"/> 0; section 4955 <input type="text"/> 0		
<b>b</b>	<b>501(c)(3) and 501(c)(4) orgs.</b> 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	<b>89b</b>	<input checked="" type="checkbox"/>
<b>c</b>	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0
<b>d</b>	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0
<b>90a</b>	List the states with which a copy of this return is filed <input type="text"/> KY		
<b>b</b>	Number of employees employed in the pay period that includes March 12, 2005 (See instructions.)	<b>90b</b>	11
<b>91a</b>	The books are in care of <input type="text"/> Monica Beckmann Telephone no. <input type="text"/> 502-582-0122 Located at <input type="text"/> 623 West Main St., Louisville, KY ZIP + 4 <input type="text"/> 40202		
<b>b</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 <input type="text"/> See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</b>	<b>91b</b>	<input checked="" type="checkbox"/>
<b>c</b>	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 <input type="text"/>	<b>91c</b>	<input checked="" type="checkbox"/>
<b>92</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year <input type="text"/> 92		

**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) Exclusion code	(D) Amount	
<b>93</b> Program service revenue:					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> Medicare/Medicaid payments . . . . .					
<b>g</b> Fees and contracts from government agencies					
<b>94</b> Membership dues and assessments . . . . .					
<b>95</b> Interest on savings and temporary cash investments					
<b>96</b> Dividends and interest from securities . . . . .			<b>14</b>	<b>77,858</b>	
<b>97</b> Net rental income or (loss) from real estate:					
<b>a</b> debt-financed property . . . . .					
<b>b</b> not debt-financed property . . . . .					
<b>98</b> Net rental income or (loss) from personal property					
<b>99</b> Other investment income . . . . .					
<b>100</b> Gain or (loss) from sales of assets other than inventory			<b>18</b>	<b>6,046</b>	
<b>101</b> Net income or (loss) from special events . . . . .					
<b>102</b> Gross profit or (loss) from sales of inventory					
<b>103</b> Other revenue: <b>a</b> <b>Miscellaneous</b> . . . . .					<b>\$10,390</b>
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>104</b> Subtotal (add columns (B), (D), and (E)) . . . . .		<b>0</b>		<b>83,904</b>	<b>\$10,390</b>
<b>105</b> <b>Total</b> (add line 104, columns (B), (D), and (E)) . . . . .					<b>94,294</b>

**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 16

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)**

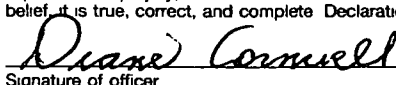
(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

**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).

<b>Please Sign Here</b>	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		Date <b>2-15-07</b>	
<b>Paid Preparer's Use Only</b>	Type or print name and title <b>Diane Cornwell, CFO</b>			
	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen. Inst. W)
	Firm's name (or yours if self-employed), address, and ZIP + 4	EIN	Phone no ( )	



**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.)**

OMB No 1545-0047

**2005**▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

**FUND FOR THE ARTS INC**

Employer identification number

**61 : 0479626****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
<b>Barbara S. Smith</b> 623 West Main Street, Louisville, KY 40202, US	<b>Campaign Officer</b>	<b>125,604</b>	<b>20,588</b>	<b>2,300</b>
<b>Monica Beckmann</b> 623 West Main Street, Louisville, KY 40202, US	<b>Controller</b>	<b>58,861</b>	<b>9,320</b>	<b>1,100</b>
Total number of other employees paid over \$50,000 . ▶		<b>0</b>		

**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
<b>Diane Cornwell</b> Box 446, Crestwood, KY 40014, US	<b>CFO-Outsourced</b>	<b>61,100</b>
Total number of others receiving over \$50,000 for professional services . . . . . ▶		<b>0</b>

**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
<b>None</b>		
Total number of other contractors receiving over \$50,000 for other services . . . . . ▶		<b>0</b>

**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 ▶ \$ 3798 (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)

**1**

✓

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.

- 2** During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)
- See Statement 17**

- a** Sale, exchange, or leasing of property? **2a** ✓
- b** Lending of money or other extension of credit? **2b** ✓
- c** Furnishing of goods, services, or facilities? **2c** ✓
- d** Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? **2d** ✓
- e** Transfer of any part of its income or assets? **2e** ✓

- 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** ✓

- b** Do you have a section 403(b) annuity plan for your employees? **3b** ✓

- c** During the year, did the organization receive a contribution of qualified real property interest under section 170(h)? **3c** ✓

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

- b** Do you provide credit counseling, debt management, credit repair, or debt negotiation services? **4b** ✓

**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
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	<b>7,297,214</b>	<b>7,368,334</b>	<b>7,588,940</b>	<b>8,093,875</b>	<b>30,348,363</b>
<b>16</b> Membership fees received	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>17</b> 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	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>18</b> 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	<b>91,314</b>	<b>102,854</b>	<b>126,830</b>	<b>125,501</b>	<b>446,499</b>
<b>19</b> Net income from unrelated business activities not included in line 18.	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>21</b> 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.	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	<b>21</b>	<b>410</b>	<b>82</b>	<b>97,840</b>	<b>98,353</b>
<b>23</b> Total of lines 15 through 22	<b>7,388,549</b>	<b>7,471,598</b>	<b>7,715,852</b>	<b>8,317,216</b>	<b>30,893,215</b>
<b>24</b> Line 23 minus line 17	<b>7,388,549</b>	<b>7,471,598</b>	<b>7,715,852</b>	<b>8,317,216</b>	<b>30,893,215</b>
<b>25</b> Enter 1% of line 23	<b>73,885</b>	<b>74,716</b>	<b>77,159</b>	<b>83,172</b>	

<b>26 Organizations described on lines 10 or 11:</b>	<b>a</b> Enter 2% of amount in column (e), line 24	<b>26a</b>	<b>617,864</b>
<b>b</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		<b>26b</b>	<b>2,870,192</b>
<b>c</b> Total support for section 509(a)(1) test: Enter line 24, column (e)		<b>26c</b>	<b>30,893,215</b>
<b>d</b> Add: Amounts from column (e) for lines: 18 <u>446,499</u> 19 <u>0</u> 22 <u>98,353</u> 26b <u>2,870,192</u>		<b>26d</b>	<b>3,415,044</b>
<b>e</b> Public support (line 26c minus line 26d total)		<b>26e</b>	<b>27,478,171</b>
<b>f</b> Public support percentage (line 26e (numerator) divided by line 26c (denominator))		<b>26f</b>	<b>89 %</b>

**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:

(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:

(2004) \_\_\_\_\_ (2003) \_\_\_\_\_ (2002) \_\_\_\_\_ (2001) \_\_\_\_\_

<b>c</b> Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____	<b>27c</b>	
<b>d</b> Add: Line 27a total, _____ and line 27b total, _____	<b>27d</b>	
<b>e</b> Public support (line 27c total minus line 27d total)	<b>27e</b>	
<b>f</b> Total support for section 509(a)(2) test: Enter amount from line 23, column (e)	<b>27f</b>	
<b>g</b> Public support percentage (line 27e (numerator) divided by line 27f (denominator))	<b>27g</b>	%
<b>h</b> Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))	<b>27h</b>	%

**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.)  
**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

	Yes	No
<b>29</b> 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? . . . . .	<b>29</b>	
<b>30</b> 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? . . . . .	<b>30</b>	
<b>31</b> 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.) ..... ..... .....	<b>31</b>	
<b>32</b> Does the organization maintain the following:		
<b>a</b> Records indicating the racial composition of the student body, faculty, and administrative staff? . . . . .	<b>32a</b>	
<b>b</b> Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? . . . . .	<b>32b</b>	
<b>c</b> Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? . . . . .	<b>32c</b>	
<b>d</b> Copies of all material used by the organization or on its behalf to solicit contributions? . . . . .	<b>32d</b>	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) ..... .....		
<b>33</b> Does the organization discriminate by race in any way with respect to:		
<b>a</b> Students' rights or privileges? . . . . .	<b>33a</b>	
<b>b</b> Admissions policies? . . . . .	<b>33b</b>	
<b>c</b> Employment of faculty or administrative staff? . . . . .	<b>33c</b>	
<b>d</b> Scholarships or other financial assistance? . . . . .	<b>33d</b>	
<b>e</b> Educational policies? . . . . .	<b>33e</b>	
<b>f</b> Use of facilities? . . . . .	<b>33f</b>	
<b>g</b> Athletic programs? . . . . .	<b>33g</b>	
<b>h</b> Other extracurricular activities? . . . . .	<b>33h</b>	
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.) ..... ..... .....		
<b>34a</b> Does the organization receive any financial aid or assistance from a governmental agency? . . . . .	<b>34a</b>	
<b>b</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.	<b>34b</b>	
<b>35</b> 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 . . . . .	<b>35</b>	

**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		(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—      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	
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 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 . . . . .					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures . . . . .					
48 Grassroots nontaxable amount . . . . .					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures . . . . .					

**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.)

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 . . . . .	✓		3,798
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means . . . . .		✓	
i Total lobbying expenditures (Add lines c through h.) . . . . .			3,798

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities **Stmt 20**

**Part VII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 12 of the instructions.)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

**d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received:

[illegible]

**52a** Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

**b** If "Yes," complete the following schedule:

[illegible]

**Statement 1**

Form 990

Page 1

Part I

Question 8

**FUND FOR THE ARTS INC****61-0479626**

---

**Sales of Assets Other than Inventory**

---

**Publicly Traded Securities****Description:****Sold To:****Sales Price:** \$2,927,610 00**Date Sold:****Expense of Sale:** \$0 00**Date acquired:****Cost or value when acquired:** \$2,921,564 00**How acquired:****Depreciation since acquisition:** \$0.00**Net Sale:** \$6,046.00

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**Statement 2**

Form 990

Page 1

Part I

Question 20

**FUND FOR THE ARTS INC****61-0479626****Other changes in Net Assets or Fund Balances**

<b>Explanation</b>	<b>Amount</b>
Unrealized Gains	\$11,964.00
<b>Total:</b>	<b>\$11,964.00</b>



**Statement 3**

Form: 990

Page: 2

Part II

Question: 22

**FUND FOR THE ARTS INC****61-0479626****Grants and Allocations**

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Walden Theatre
<b>Number of Individuals:</b>		1123 Payne Street
<b>Grant Amount</b>	\$52,794.00	Louisville, KY 40204
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		
<b>How Determined</b>		
<b>Book Value of Property:</b>		
<b>FMV of Property:</b>		

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	West Louisville Performing Arts Academy
<b>Number of Individuals:</b>		623 W Main St
<b>Grant Amount</b>	\$89,021 00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		
<b>How Determined</b>		
<b>Book Value of Property:</b>		
<b>FMV of Property:</b>		

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Kentucky Center for the Arts
<b>Number of Individuals:</b>		501 West Main St
<b>Grant Amount</b>	\$100,000.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	None	
<b>Description of Property:</b>		
<b>How Determined</b>		
<b>Book Value of Property:</b>		
<b>FMV of Property:</b>		

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Louisville Bach Society
<b>Number of Individuals:</b>		4607 Hanford Lane
<b>Grant Amount</b>	\$43,645 00	Louisville, KY 40207
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		
<b>How Determined</b>		
<b>Book Value of Property:</b>		
<b>FMV of Property:</b>		

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Louisville Youth Choir
<b>Number of Individuals:</b>		623 West Main St.

<b>Grant Amount</b>	\$51,643.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Stage One - Louisville Children's Theatre
<b>Number of Individuals:</b>		501 W Main
<b>Grant Amount</b>	\$474,579.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Music Theatre Louisville
<b>Number of individuals:</b>		624 West Main
<b>Grant Amount</b>	\$106,838.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Various Grants and Special Projects
<b>Number of individuals:</b>		Various
<b>Grant Amount</b>	\$157,725.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	None	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	WL Lyons Brown Theatre and Fifth Third
<b>Number of individuals:</b>		623 West Main St.
<b>Grant Amount</b>	\$118,814.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Affiliated Entity	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Louisville Orchestra

Number of Individuals:  
Grant Amount \$2,201,181.00  
Classification Chantable  
Relationship: Member Group  
Description of Property:

300 W Main St.  
Louisville, KY 40202  
United States

How Determined

Book Value of Property:  
FMV of Property:

Date:  
Type: Cash  
Number of Individuals:  
Grant Amount \$62,026 00  
Classification Chantable  
Relationship: Member Group  
Description of Property:

Name and Address:  
Louisville Theatrical Association  
624 West Main Street  
Louisville, KY 40202  
United States

How Determined

Book Value of Property:  
FMV of Property:

Date:  
Type: Cash  
Number of Individuals:  
Grant Amount \$80,471.00  
Classification Charitable  
Relationship: Member Group  
Description of Property:

Name and Address:  
Louisville Visual Art Association  
3005 River Road  
Louisville, KY 40202  
United States

How Determined

Book Value of Property:  
FMV of Property:

Date:  
Type: Cash  
Number of individuals:  
Grant Amount \$109,059 00  
Classification Chantable  
Relationship: Member Group  
Description of Property:

Name and Address:  
Kentucky Shakespeare Festival  
1387 S. 4th St.  
Louisville, KY 40208  
United States

How Determined

Book Value of Property:  
FMV of Property:

Date:  
Type: Cash  
Number of individuals:  
Grant Amount \$71,591.00  
Classification Chantable  
Relationship: Member Group  
Description of Property:

Name and Address:  
Louisville Youth Orchestra  
4121 Shelbyville Road  
Louisville, KY 40207  
United States

How Determined

Book Value of Property:  
FMV of Property:

Date:

Name and Address:

<b>Type:</b>	Cash	Louisville Ballet
<b>Number of Individuals:</b>		315 East Main Street
<b>Grant Amount</b>	\$818,252.00	Louisville, KY 40210
<b>Classification</b>	Chantable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Actors Theatre of Louisville
<b>Number of individuals:</b>		316 West Main
<b>Grant Amount</b>	\$1,253,703.00	Louisville, KY 40202
<b>Classification</b>	Charitable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Kentucky Museum of Arts and Craft
<b>Number of Individuals:</b>		715 West Main St.
<b>Grant Amount</b>	\$148,324.00	Louisville, KY 40202
<b>Classification</b>	Chantable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

---

<b>Date:</b>		<b>Name and Address:</b>
<b>Type:</b>	Cash	Kentucky Opera Association
<b>Number of individuals:</b>		101 South Eight Street
<b>Grant Amount</b>	\$582,083.00	Louisville, KY 40202
<b>Classification</b>	Chantable	United States
<b>Relationship:</b>	Member Group	
<b>Description of Property:</b>		

**How Determined**

**Book Value of Property:**  
**FMV of Property:**

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<b>Total Grants:</b>	<b>\$6,521,749.00</b>
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**Statement 4**

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Part II

Question 25

**FUND FOR THE ARTS INC****61-0479626****Compensation Detail**

<b>Description</b>	<b>Total:</b>	<b>Pgm Services</b>	<b>Mgt and General</b>	<b>Fundraising</b>
Allan Cowen				
Compensation	\$251,895 00	\$100,758 00	\$50,379.00	\$100,758 00
Benefits	\$60,550.00	\$24,220 00	\$12,110.00	\$24,220.00
Expenses	\$13,792 00	\$5,516 00	\$2,760 00	\$5,516.00
Total	\$326,237 00	\$130,494 00	\$65,249.00	\$130,494.00
<b>Total:</b>	<b>\$326,237.00</b>	<b>\$130,494.00</b>	<b>\$65,249.00</b>	<b>\$130,494.00</b>

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Page 2  
Part: II  
Question 42

FUND FOR THE ARTS INC  
61-0479626

**Depreciation and Depletion**

<b>Asset</b>	<b>Current Deprec.</b>
Office Equip	\$2,852.00
<b>Total</b>	<b>\$2,852.00</b>

**Statement 6**

Form 990

Page 2

Part II

Question: 43

**FUND FOR THE ARTS INC****61-0479626****Attachment listing other expenses for Part II**

<b>Description</b>	<b>Total:</b>	<b>Pgm Services</b>	<b>Mgt and General</b>	<b>Fundraising</b>
Transportation	\$20,036 00	\$2,107 00	\$3,414.00	\$14,515 00
Data Processing	\$53,397 00	\$11,892 00	\$9,951 00	\$31,554 00
Dues and Subscriptions	\$3,603 00	\$0 00	\$3,603.00	\$0.00
Insurance	\$19,880.00	\$4,428.00	\$3,702.00	\$11,750 00
Campaign Printing and Marketing	\$62,177 00	\$0.00	\$0 00	\$62,177 00
Campaign Incentives	\$51,372 00	\$0.00	\$0 00	\$51,372.00
Financial Services Fees	\$11,326.00	\$0.00	\$4,683.00	\$6,643 00
Campaign Events	\$42,614.00	\$0.00	\$0 00	\$42,614 00
Campaign Performers	\$3,727 00	\$0.00	\$0 00	\$3,727.00
Contract Labor	\$125,304 00	\$48,020 00	\$34,920 00	\$42,364 00
Electronic Marketing	\$15,054.00	\$0.00	\$0 00	\$15,054.00
Newsletter	\$45,497.00	\$45,497.00	\$0 00	\$0 00
Special Programs	\$3,410 00	\$3,410 00	\$0.00	\$0 00
Whittenberg Scholarship	\$5,952 00	\$5,952.00	\$0.00	\$0.00
Miscellaneous	\$23,214.00	\$7,681 00	-\$5,223 00	\$20,756 00
Arts Sampler	\$2,954 00	\$2,954.00	\$0 00	\$0 00
<b>Total:</b>	<b>\$489,517.00</b>	<b>\$131,941.00</b>	<b>\$55,050.00</b>	<b>\$302,526.00</b>

**Statement 7**

Form 990

Page 3

Part III

Question.

**FUND FOR THE ARTS INC****61-0479626****Program Services**

<b>Achievement</b>	<b>Pgm. Svc. Exp.</b>
Arts, Culture & Humanities Programs, General/Other. The mission of Fund for the Arts (the Fund) is to foster excellence in the arts as a primary means of improving the quality of life, education of children and furthering economic development of the Metro Louisville community. The Fund provides funding to 15 member groups and more than 200 community organizations and schools across the region. It also offers a range of community arts services designed to advocate for and extend the reach of the arts to the whole community (215 Members and Programs)	\$6,878,687.00
<b>Grants and Allocations:</b> <b>\$6,521,749.00</b> This amount includes foreign grants: <b>No</b>	
<b>Total:</b>	<b>\$6,878,687.00</b>



**Statement 8**

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Part IV

Question. 56

**FUND FOR THE ARTS INC****61-0479626****Other Investments**

<b>Investment</b>	<b>Valuation Type</b>	<b>Amount</b>
Certificates of deposit	FMV	\$67,795.00
Mutual Funds	FMV	\$335,060.00
Short term bonds	FMV	\$74,475.00
Money market accounts	FMV	\$2,621.00
Government bonds	FMV	\$1,324,450.00
<b>Total:</b>		<b>\$1,804,401.00</b>

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Part IV  
Question 57

FUND FOR THE ARTS INC  
61-0479626

**Schedule of Land, Buildings and Equipment**

Description	Cost	Depreciation	Book Value
Automobile	\$26,438 00	\$5,665 00	\$20,773 00
Building and Improvements	\$1,248,557 00	\$578,616 00	\$669,941 00
Furniture and Fixtures	\$242,391.00	\$193,037 00	\$49,354 00
<b>Total:</b>	<b>\$1,517,386.00</b>	<b>\$777,318.00</b>	<b>\$740,068.00</b>

**Statement 10**

Form 990

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Part IV

Question 58

**FUND FOR THE ARTS INC****61-0479626****Other Assets**

<b>Asset Description</b>	<b>BOY Amount</b>	<b>EOY Amount</b>
Other	\$134,565.00	\$169,759.00
<b>Total:</b>	<b>\$134,565.00</b>	<b>\$169,759.00</b>

**Statement 11**

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Part: IV-A

Question: d(2)

**FUND FOR THE ARTS INC****61-0479626****Revenue Audit Line d(2)**

Description	Amount
Partnership Gifts	\$1,662,697.00
<b>Total:</b>	<b>\$1,662,697.00</b>

**Statement 12**

Form. 990

Page 5

Part IV-B

Question d(2)

**FUND FOR THE ARTS INC****61-0479626****Expense Audit Line d(2)**

<b>Description</b>	<b>Amount</b>
Partnership Gifts	\$1,662,697.00
<b>Total:</b>	<b>\$1,662,697.00</b>

**Statement 13**

Form 990

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Part V

Question

**FUND FOR THE ARTS INC****61-0479626****Officers, Directors, Trustees, and Key Employees**

<b>Name and Address</b>	<b>Title</b>	<b>Hrs</b>	<b>Comp.</b>	<b>Benefits</b>	<b>Expenses</b>
Mr J Stephen Barger 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Jonathan D Blum 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0 00
Mr David H Brooks 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Thomas F Buetow 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0.00
Mr Charles F Clephas 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0 00	\$0 00
Mr Michael B Crutcher 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Mr William R Gemert 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Jonathan D Goldberg 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0 00
Mr Leonard V Hardin 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0 00	\$0 00
Mr John H Hawkins Jr 623 West Main Street	Treasurer	2	\$0.00	\$0.00	\$0.00

Name and Address	Title	Hrs	Comp.	Benefits	Expenses
Louisville, KY 40202 United States					
Ms Carol W Hebel 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Dennis Heishman 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0 00	\$0 00
Mr David Klein 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Bill Lamb 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Mr Edward E Manassah 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Morton Boyd Jr 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Mr David K Karem 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Michael B McCallister 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Herbert J Schardein Jr 623 West Main Street Louisville, KY 40202 United States	Board Member	2	\$0 00	\$0 00	\$0 00
Mr Carl M Thomas 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Steven E Trager 623 West Main Street	Board Member	1	\$0 00	\$0.00	\$0 00

Name and Address	Title	Hrs	Comp.	Benefits	Expenses
Louisville, KY 40202 United States					
Mrs Patricia R Updegraff 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Henry C Wagner 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Ronald J Murphy 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Ms Norma Oberst 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Mr Benjamin Richmond 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Robert W Rounsavall III 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mrs Joan Whittenberg 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Patrick B McGinnis 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Thomas P Monahan 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Eddy C Roberts Jr 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Robert P Adelberg 623 West Main Street	Board Member	1	\$0 00	\$0 00	\$0 00



Name and Address	Title	Hrs	Comp.	Benefits	Expenses
Louisville, KY 40202 United States					
Mr Van G Carlisle 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr James R Gaunt 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Mr C Edward Glasscock 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr P Richard Anderson Jr 623 West Main Street Louisville, KY 40202 United States	Chairman	2	\$0 00	\$0 00	\$0 00
Mrs Martha Dunbar Hall 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0 00	\$0 00
Mr Philip R McHugh 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0 00	\$0 00
Mr Owsley Brown II 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr Stephen Daeschner 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Dr Susan Galandiuk 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Craig D Grant 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Ms Mary H Griffith 623 West Main Street	Board Member	1	\$0 00	\$0 00	\$0 00

Name and Address	Title	Hrs	Comp.	Benefits	Expenses
Louisville, KY 40202 United States					
Ms Marlene M Grissom 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0 00
Mr Rick K Guillaume 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0.00
Mr Kevin Hable 623 West Main Street Louisville, KY 40202 United States	Board Member	0	\$0 00	\$0.00	\$0 00
Mr Audwin Helton 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Pedro Bryant 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Mr David P Calzi 623 West Main Street Louisville, KY 40202 United States	Board Member	2	\$0 00	\$0 00	\$0 00
Mr Douglass C Farnsley 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Ms Thelma B Ferguson 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Bryant R Hanson 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0 00	\$0 00
Ms Mary S Moseley 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Ms Lynn Pendergrass 623 West Main Street	Board Member	1	\$0 00	\$0 00	\$0 00

Name and Address	Title	Hrs	Comp.	Benefits	Expenses
Louisville, KY 40202 United States					
Mr Tonii Rizzo 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Robert L Shircliff 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0.00	\$0.00	\$0 00
Ms Joanna Travis 623 West Main Street Louisville, KY 40202 United States	Board Member	1	\$0 00	\$0.00	\$0 00
Mr Allan Cowen 623 West Main Street Louisville, KY 40202 United States	Exec Director/CEO	60	\$251,896.00	\$60,550 00	\$13,792 00
Compensation Explanation: Benefits and Expense Allowances include contributions to retirement plans, health, life and disability insurance, car allowance, parking and cell phone.					
Ms Diane Cornwell 623 West Main Street Louisville, KY 40202 United States	Key	20	\$60,000.00	\$0.00	\$1,100 00
Compensation Explanation: Amount reported is part of Contract Labor totals on Part II. The amounts are also shown as payments to independent contractor on Schedule A Amount in Col. E represents parking provided.					
<b>TOTALS</b>			<b>\$311,896.00</b>	<b>\$60,550.00</b>	<b>\$14,892.00</b>

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Page: 6  
Part: V  
Question 75b

FUND FOR THE ARTS INC  
61-0479626

**Relationships**

<b>Person/Business 1</b>	<b>Person/Business 2</b>	<b>Relationship</b>
Owsley Brown II	Michael Crutcher	Mr. Crutcher serves as Vice Chairman of Brown-Forman Corporation. Mr. Brown serves as Chairman of Brown-Forman Corporation.
Board Member Person	Board Member Person	

**Statement 15**

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Part VI

Question 80 b

**FUND FOR THE ARTS INC**

**61-0479626**

**Related Organizations**

Description	Exempt
Fund for the Arts Properties Foundation, Inc	Yes

**Statement 16**

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Page 8

Part VIII

Question

**FUND FOR THE ARTS INC****61-0479626****Relationship of Activities**

<b>Line No</b>	<b>Relationship of Activities to the Accomplishment of Exempt Purposes</b>
103 a	Miscellaneous

Statement 17  
Form. Schedule A  
Page: 2  
Part III  
Question: 2

FUND FOR THE ARTS INC  
61-0479626

Transaction Explanations

Line	Explanation
2c	The organization purchases some goods and services in the ordinary course of business from companies where members of the Board also hold Officer or Director positions. These services include banking services, investments management, health insurance and other insurance. All purchases are at arm's length and are periodically reviewed for reasonableness.

**Statement 18**  
Form: Schedule A  
Page: 2  
Part: III  
Question: 3

**FUND FOR THE ARTS INC**  
**61-0479626**

**Explanation of Grant Determination**

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**Explanation of grant qualifications**

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Whittenberg Young Artist Scholarships - Enables gifted students with limited financial support to pursue advanced study in the performing arts. Applicants attend tryouts and are judged by a panel of experts. Black Achievers Arts Scholarship Program - Offered through the Chestnut Street YMCA and is targeted at enhancing academic, personal and career development of African-American youth by providing specialized, culturally based programs that foster the interaction of youth and adult role models. Applications are reviewed by a committee composed of independent college professors. Scholastic Arts Awards - Honors young people who have dedicated themselves to the visual arts. This is co-sponsored with Jefferson County Public Schools. All works submitted are reviewed for technical proficiency, originality and emergence of a personal style or vision.



Statement 19  
Form: Schedule A  
Page: 3  
Part: IV-A  
Question: 22

FUND FOR THE ARTS INC  
61-0479626

Other Income				
Description	2004	2003	2002	2001
Miscellaneous	\$21.00	\$410.00	\$82.00	\$97,840.00
Total:	\$21.00	\$410.00	\$82.00	\$97,840.00

Statement 20  
Form: Schedule A  
Page. 5  
Part VI-B  
Question

FUND FOR THE ARTS INC  
61-0479626

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**Description of Lobbying Activity**

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**Explanation of Lobbying Activities**

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The Fund for the Arts supported the inclusion of "Gap Funding" for identified Cornerstone Member Groups in the Kentucky State Budget

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

GREATER LOUISVILLE FUND FOR THE ARTS, INC.

Trey Grayson  
Secretary of State  
Received and Filed  
01/13/2006 3:42:29 PM  
Fee Receipt: \$8.00

Pursuant to the provisions of KRS 273.263-267, GREATER LOUISVILLE FUND FOR THE ARTS, INC., a Kentucky Nonprofit Corporation ("Corporation"), hereby adopts the following Articles of Amendment to Articles of Incorporation:

1. The name of the Corporation is Greater Louisville Fund for the Arts, Inc.
2. Article I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"The name of the Corporation is FUND FOR THE ARTS, INC."

3. The Corporation has no members. The Amendment was adopted by vote of a majority of the Corporation's Directors at the Board of Directors meeting held on November 22, 2005.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment this 11th day of January, 2006.

GREATER LOUISVILLE FUND FOR THE ARTS, INC.

By:

  
P. Richard Anderson, Chairman

LOU. 1058259\_1

Document No.: DN2006007547  
Lodged By: GREENEBAUM DOLL  
Recorded On: 01/17/2006 10:51:40  
Total Fees: 9.00  
Transfer Tax: .00  
County Clerk: BOBBIE HOLSCLOW-JEFF CO KY  
Deputy Clerk: LATMIL

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