Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2006

Open to Public Inspection

A For the 2006 calendar year, or tax year beginning 07/01, 2006, **and ending** 06/30/2007

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: PARENTS AS TEACHERS NATIONAL CENTER, INC

Number and street (or P O box if mail is not delivered to street address): 2228 BALL DRIVE — Room/suite:

City or town, state or country, and ZIP + 4: ST. LOUIS, MO 63146

D Employer identification number: 43-1569124

E Telephone number: (314) 432-4330

F Accounting method: Cash [ ] Accrual [X] 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 [X]

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 [X]

I Group Exemption Number ▶

G Website: ▶ WWW.PARENTSASTEACHERS.ORG

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

K Check here ▶ [ ] if the organization is not a 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than $25,000 A return is not required, but if the organization chooses to file a return, be sure to file a complete return

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

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 8,009,148.

SCANNED JAN 2 3 2008

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

Revenue	1	Contributions, gifts, grants, and similar amounts received				
	a	Contributions to donor advised funds	1a			
	b	Direct public support (not included on line 1a)	1b	750,619.		
	c	Indirect public support (not included on line 1a)	1c	64,956.		
	d	Government contributions (grants) (not included on line 1a)	1d	586,310.		
	e	Total (add lines 1a through 1d) (cash $ 1,401,885. noncash $)			1e	1,401,885.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	4,457,147.
	3	Membership dues and assessments			3	
	4	Interest on savings and temporary cash investments			4	247,543.
	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	

			(A) Securities		(B) Other		
	8a	Gross amount from sales of assets other than inventory	684,888.	8a			
	b	Less cost or other basis and sales expenses	695,459.	8b			
	c	Gain or (loss) (attach schedule)	-10,571.	8c			
	d	Net gain or (loss) Combine line 8c, columns (A) and (B)				8d	-10,571.

	9	Special events and activities (attach schedule) If any amount is from gaming, check here ▶ [ ]				
	a	Gross revenue (not including $ ____ of contributions reported on line 1b)	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 STMT 1	10a	1,217,685.		
	b	Less cost of goods sold STMT 2	10b	429,648.		
	c	Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a			10c	788,037.
	11	Other revenue (from Part VII, line 103)			11	
	12	**Total revenue.** Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11			12	6,884,041.
Expenses	13	Program services (from line 44, column (B))			13	5,957,452.
	14	Management and general (from line 44, column (C))			14	1,643,128.
	15	Fundraising (from line 44, column (D))			15	124,447.
	16	Payments to affiliates (attach schedule)			16	
	17	**Total expenses** Add lines 16 and 44, column (A)			17	7,725,027.
Net Assets	18	Excess or (deficit) for the year Subtract line 17 from line 12			18	-840,986.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))			19	6,729,032.
	20	Other changes in net assets or fund balances (attach explanation) STMT 3			20	588,244.
	21	Net assets or fund balances at end of year Combine lines 18, 19, and 20			21	6,476,290.

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Form **990** (2006)

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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
22a Grants paid from donor advised funds (attach schedule) (cash $ ______ noncash $ ______) If this amount includes foreign grants, check here ▶ ☐	22a				
22b Other grants and allocations (attach schedule) (cash $ ______ noncash $ 720.) If this amount includes foreign grants, check here ▶ ☐	22b	720.	720.	STMT 4	
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25a Compensation of current officers, directors, key employees, etc listed in Part V-A (attach schedule)	25a	351,225.		351,225.	STMT 5
b Compensation of former officers, directors, key employees, etc listed in Part V-B (attach schedule)	25b				
c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c				
26 Salaries and wages of employees not included on lines 25a, b, and c	26	3,240,774.	2,700,149.	448,006.	92,619.
27 Pension plan contributions not included on lines 25a, b, and c	27	96,025.	80,550.	12,287.	3,188.
28 Employee benefits not included on lines 25a - 27	28	268,266.	200,614.	62,950.	4,702.
29 Payroll taxes	29	285,119.	224,858.	53,282.	6,979.
30 Professional fundraising fees	30				
31 Accounting fees	31				
32 Legal fees	32				
33 Supplies	33	552,172.	525,421.	26,434.	317.
34 Telephone	34	44,527.	28,089.	15,989.	449.
35 Postage and shipping	35	170,228.	140,407.	27,302.	2,519.
36 Occupancy	36	342,935.	339,339.		3,596.
37 Equipment rental and maintenance	37	3,254.	3,046.		208.
38 Printing and publications	38	288,929.	282,216.		6,713.
39 Travel	39	491,214.	435,178.	55,931.	105.
40 Conferences, conventions, and meetings	40				
41 Interest	41	1,658.		1,658.	
42 Depreciation, depletion, etc (attach schedule)	42	167,095.	70,760.	95,391.	944.
43 Other expenses not covered above (itemize)					
a STMT 6	43a	1,420,886.	926,105.	492,673.	2,108.
b	43b				
c	43c				
d	43d				
e	43e				
f	43f				
g	43g				
44 **Total functional expenses.** Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	7,725,027.	5,957,452.	1,643,128.	124,447.

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? ▶ EARLY CHILDHOOD EDUCATION 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 A) TRAINING - THE NUMBER OF PAT PROGRAMS AT 6/30/07 WAS 2,920 IN 50 STATES, THE VIRGIN ISLANDS, PUERTO RICO, MARSHALL ISLANDS, DISTRICT OF COLUMBIA AND 8 FOREIGN COUNTRIES. THERE WERE 7,476 EDUCATORS TRAINED FROM 7/1/06-6/30/07. THE NUMBER OF TRAINING INSTITUTES HELD FROM 7/1/06-6/30/07 WAS 375. (Grants and allocations $ 720.) If this amount includes foreign grants, check here ▶ ☐	2,296,700.
b SEE STATEMENT 7 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	185,951.
c C) OUTREACH - PAT INFORMATION PACKETS WERE SENT TO 50 STATES, WASHINGTON D.C. AND FOREIGN COUNTRIES. THOSE REQUESTING INFORMATION WERE PARENTS, SOCIAL SERVICE AGENCIES, SCHOOLS, LEGISLATORS, CHILD CARE PROVIDERS, PROGRAM ADMINISTRATORS, PEDIATRICIANS, AND GRANDPARENTS. (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	670,908.
d SEE STATEMENT 7 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	166,943.
e Other program services (attach schedule) SEE STATEMENT 8 (Grants and allocations $) If this amount includes foreign grants, check here ▶ ☐	2,636,950.
f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) . . . . ▶	5,957,452.

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				45	
46 Savings and temporary cash investments			118,929.	46	78,484.
47a Accounts receivable	47a	1,067,827.			
b Less allowance for doubtful accounts	47b	7,919.	964,386.	47c	1,059,908.
48a Pledges receivable	48a	306,425.			
b Less allowance for doubtful accounts	48b		184,755.	48c	306,425.
49 Grants receivable			194,041.	49	161,357.
50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)				50a	
b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)				50b	
51a Other notes and loans receivable (attach schedule)	51a				
b Less allowance for doubtful accounts	51b			51c	
52 Inventories for sale or use			581,173.	52	795,185.
53 Prepaid expenses and deferred charges			121,075.	53	3,871.
54a Investments - publicly-traded securities STMT 9 ▶ ☐ Cost ☒ FMV			4,499,345.	54a	4,862,249.
b Investments - other securities (attach schedule) ▶ ☐ Cost ☐ FMV				54b	
55a Investments - land, buildings, and equipment basis	55a				
b Less accumulated depreciation (attach schedule)	55b			55c	
56 Investments - other (attach schedule)				56	
57a Land, buildings, and equipment basis	57a	1,207,656.			
b Less accumulated depreciation (attach schedule)	57b	671,890.	638,983.	57c	535,766.
58 Other assets, including program-related investments (describe ▶)				58	NONE
59 **Total assets** (must equal line 74) Add lines 45 through 58			7,302,687.	59	7,803,245.
Liabilities 60 Accounts payable and accrued expenses			356,948.	60	798,385.
61 Grants payable			NONE	61	NONE
62 Deferred revenue STMT. 10			24,980.	62	24,100.
63 Loans from officers, directors, trustees, and key employees (attach schedule)				63	
64a Tax-exempt bond liabilities (attach schedule)				64a	
b Mortgages and other notes payable (attach schedule) STMT. 11			NONE	64b	300,000.
65 Other liabilities (describe ▶ STMT 12)			191,727.	65	204,470.
66 **Total liabilities.** Add lines 60 through 65			573,655.	66	1,326,955.
Net Assets or Fund Balances **Organizations that follow SFAS 117, check here** ▶ ☒ *and complete lines* 67 through 69 and lines 73 and 74					
67 Unrestricted			6,157,939.	67	5,816,282.
68 Temporarily restricted			528,508.	68	617,423.
69 Permanently restricted			42,585.	69	42,585.
Organizations that do not follow SFAS 117, check here ▶ ☐ and complete lines 70 through 74					
70 Capital stock, trust principal, or current funds				70	
71 Paid-in or capital surplus, or land, building, and equipment fund				71	
72 Retained earnings, endowment, accumulated income, or other funds				72	
73 **Total net assets or fund balances** (add lines 67 through 69 **or** lines 70 through 72 (Column (A) **must** equal line 19 and column (B) **must** equal line 21)			6,729,032.	73	6,476,290.
74 **Total liabilities and net assets/fund balances.** Add lines 66 and 73			7,302,687.	74	7,803,245.

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

a	Total revenue, gains, and other support per audited financial statements			a	7,984,100.
b	Amounts included on line a but not on Part I, line 12				
1	Net unrealized gains on investments	b1	588,244.		
2	Donated services and use of facilities	b2	2,675.		
3	Recoveries of prior year grants	b3			
4	Other (specify) SEE STATEMENT 13	b4	509,140.		
	Add lines b1 through b4			b	1,100,059.
c	Subtract line b from line a			c	6,884,041.
d	Amounts included on Part I, line 12, but not on line a:				
1	Investment expenses not included on Part I, line 6b	d1			
2	Other (specify)	d2			
	Add lines d1 and d2			d	
e	**Total revenue** (Part I, line 12) Add lines c and d ▶			e	6,884,041.

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

a	Total expenses and losses per audited financial statements			a	8,180,270.
b	Amounts included on line a but not on Part I, line 17				
1	Donated services and use of facilities	b1	2,675.		
2	Prior year adjustments reported on Part I, line 20	b2			
3	Losses reported on Part I, line 20	b3			
4	Other (specify) SEE STATEMENT 14	b4	452,568.		
	Add lines b1 through b4			b	455,243.
c	Subtract line b from line a			c	7,725,027.
d	Amounts included on Part I, line 17, but not on line a:				
1	Investment expenses not included on Part I, line 6b	d1			
2	Other (specify)	d2			
	Add lines d1 and d2			d	
e	**Total expenses** (Part I, line 17) Add lines c and d ▶			e	7,725,027.

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.)*

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
SEE STATEMENT 15		321,453.	29,772.	NONE

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 ▶ 22			
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) STMT. 20	75b	X	
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 the organization? See the instructions for the definition of "related organization." ▶ If "Yes," attach a statement that includes the information described in the instructions	75c		X
d	Does the organization have a written conflict of interest policy?	75d	X	

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)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
	-0-	-0-	-0-	-0-

Part VI Other Information *(See the instructions.)*

			Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? . . . STMT. 21 *If "Yes," attach a conformed copy of the changes*	77	X	
78a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?	78a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78b	N/A	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc, to any other exempt or nonexempt organization?	80a	X	
b	If "Yes," enter the name of the organization ▶ PARENTS AS TEACHERS INTERNATIONAL and check whether it is [X] exempt or [ ] nonexempt			
81a	Enter direct and indirect political expenditures (See line 81 instructions). 81a NONE			
b	Did the organization file Form 1120-POL for this year?	81b	N/A	

Part VI Other Information *(continued)*

			Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	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 9,845.			
83a	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	N/A	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	N/A	
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?	85b	N/A	
	If "Yes" was answered to either 85a or 85b, do **not** complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year			
c	Dues, assessments, and similar amounts from members 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) orgs* 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) orgs* 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			
88b	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	88a	X	
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI ▶	88b		X
89a	*501(c)(3) organizations* Enter Amount of tax imposed on the organization during the year under section 4911 ▶ NONE, section 4912 ▶ NONE, section 4955 ▶ NONE			
b	*501(c)(3) and 501(c)(4) orgs* 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 ▶ NONE			
d	Enter Amount of tax on line 89c, above, reimbursed by the organization ▶ NONE			
e	*All organizations* At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e		X
f	*All organizations* Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f		X
g	*For supporting organizations and sponsoring organizations maintaining donor advised funds* Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g		X

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

b Number of employees employed in the pay period that includes March 12, 2006 (See instructions) 90b 104

91a The books are in care of ▶ TAMMY CRAIG Telephone no ▶ 314-432-4330

Located at ▶ 2228 BALL DRIVE ST. LOUIS, MO ZIP + 4 ▶ 63146

			Yes	No
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)?	91b		X
	If "Yes," enter the name of the foreign country ▶			
	See the instructions for exceptions and filing requirements for **Form TD F 90-22 1**, Report of Foreign Bank and Financial Accounts			

Part VI Other Information *(continued)*

		Yes	No
c At any time during the calendar year, did the organization maintain an office outside of the United States?	91c		X

If "Yes," enter the name of the foreign country ▶

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 NONE

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	
93 Program service revenue					
a TRNG/CONSULT. FEES					1,341,761.
b INTERNATIONAL CONF					311,134.
c OTHER CONTRACTS					1,069,674.
d RECERT/AFFIL FEES					306,418.
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					1,428,160.
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	247,543.	
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			18	-10,571.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					788,037.
103 Other revenue a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				236,972.	5,245,184.

105 Total (add line 104, columns (B), (D), and (E)) ▶ 5,482,156.

Note: *Line 105 plus line 1e, 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)
	STMT 22

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
STMT 23	%		NONE	NONE
	%			
	%			
	%			

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)*

Part XI Information Regarding Transfers To and From Controlled Entities. *Complete only if the organization is a controlling organization as defined in section 512(b)(13).*

		Yes	No
106	Did the reporting organization **make** any transfers **to** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity		X

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

		Yes	No
107	Did the reporting organization **receive** any transfers **from** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity		X

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

		Yes	No
108	Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?		X

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

Tammy Craig — 12/18/07
Signature of officer — Date

Tammy Craig, CFO — 12/17/07
Type or print name and title

Paid Preparer's Use Only

Preparer's signature: Judith E Murphy	Date: 12-12-07	Check if self-employed ▶ ☐	Preparer's SSN or PTIN (See Gen Inst X): P00325547
Firm's name (or yours if self-employed), address, and ZIP + 4: RUBINBROWN LLP, ONE NORTH BRENTWOOD, SAINT LOUIS, MO 63105			EIN ▶ 43-0765316; Phone no ▶ 314-290-3300

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

2006

Name of the organization: PARENTS AS TEACHERS NATIONAL CENTER, INC

Employer identification number: 43-1569124

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

(See page 2 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
SEE STATEMENT 24				
Total number of other employees paid over $50,000 . . ▶	11			

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
SEE STATEMENT 25		
Total number of others receiving over $50,000 for professional services . . . . ▶ NONE		

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
SEE STATEMENT 26		
Total number of other contractors receiving over $50,000 for other services . . . . ▶ NONE		

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 ▶ $ 16,350. (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B)	1	X	
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? *(If the answer to any question is "Yes," attach a detailed statement explaining the transactions)*			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities?	2c		X
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? STMT.27	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3a	Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments) STMT.28	3a	X	
b	Did the organization have a section 403(b) annuity plan for its employees?	3b	X	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement	3c		X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	3d		X
4a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g If "No," complete lines 4f and 4g	4a		X
b	Did the organization make any taxable distributions under section 4966?	4b	N/A	
c	Did the organization make a distribution to a donor, donor advisor, or related person?	4c	N/A	
d	Enter the total number or donor advised funds owned at the end of the tax year ▶			
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶			
f	Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the rights to provide advice on the distribution or investment of amounts in such funds or accounts ▶		NONE	
g	Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶		NONE	

Part IV **Reason for Non-Private Foundation Status** (See pages 4 through 7 of the instructions.)

I certify that 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 [X] 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 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 otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization

[ ] Type I [ ] Type II [ ] Type III - Functionally Integrated [ ] Type III - Other

Provide the following information about the supported organizations (See page 7 of the instructions)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total . . . . . . ▶					

14 [ ] An organization organized and operated to test for public safety Section 509(a)(4) (See page 7 of the instructions)

Schedule A (Form 990 or 990-EZ) 2006

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) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)	1,328,624.	1,309,246.	1,286,847.	1,612,967.	5,537,684.
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	6,023,512.	5,644,956.	5,769,604.	5,126,749.	22,564,821.
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	183,673.	109,211.	81,968.	107,613.	482,465.
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	7,535,809.	7,063,413.	7,138,419.	6,847,329.	28,584,970.
24 Line 23 minus line 17	1,512,297.	1,418,457.	1,368,815.	1,720,580.	6,020,149.
25 Enter 1% of line 23	75,358.	70,634.	71,384.	68,473.	

26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 ▶ **26a** 120,403.

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 2002 through 2005 exceeded the amount shown in line 26a Do not file this list with your return Enter the total of all these excess amounts ▶ **26b** 684,257.

c Total support for section 509(a)(1) test Enter line 24, column (e) ▶ **26c** 6,020,149.

d Add Amounts from column (e) for lines 18 482,465. 19 ______ 22 ______ 26b 684,257. ▶ **26d** 1,166,722.

e Public support (line 26c minus line 26d total) ▶ **26e** 4,853,427.

f **Public support percentage (line 26e (numerator) divided by line 26c (denominator))** ▶ **26f** 80.6197 %

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

NOT APPLICABLE

(2005) ______ (2004) ______ (2003) ______ (2002) ______

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

(2005) ______ (2004) ______ (2003) ______ (2002) ______

c Add Amounts from column (e) for lines 15 ______ 16 ______ 17 ______ 20 ______ 21 ______ ▶ **27c** ______

d Add Line 27a total ______ and line 27b total ______ ▶ **27d** ______

e Public support (line 27c total minus line 27d total) ▶ **27e** ______

f Total support for section 509(a)(2) test Enter amount from line 23, column (e) ▶ **27f** ______

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

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

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, 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 9 of the instructions.) NOT APPLICABLE
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

			Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?	31		
	If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)			
32	Does the organization maintain the following			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c		
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
	If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)			
33	Does the organization discriminate by race in any way with respect to			
a	Students' rights or privileges?	33a		
b	Admissions policies?	33b		
c	Employment of faculty or administrative staff?	33c		
d	Scholarships or other financial assistance?	33d		
e	Educational policies?	33e		
f	Use of facilities?	33f		
g	Athletic programs?	33g		
h	Other extracurricular activities?	33h		
	If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)			
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 10 of the instructions.)
(To be completed **ONLY** by an eligible organization that filed Form 5768) NOT APPLICABLE

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
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		
38 Total lobbying expenditures (add lines 36 and 37)	38		
39 Other exempt purpose expenditures	39		
40 Total exempt purpose expenditures (add lines 38 and 39)	40		
41 Lobbying nontaxable amount Enter the amount from the following table -	41		
42 Grassroots nontaxable amount (enter 25% of line 41)	42		
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43		
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44		

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

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

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below
See the instructions for lines 45 through 50 on page 13 of the instructions)

	Lobbying Expenditures During 4-Year Averaging Period				
Calendar year (or fiscal year beginning in) ▶	**(a)** 2006	**(b)** 2005	**(c)** 2004	**(d)** 2003	**(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 13 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		X	
b Paid staff or management (Include compensation in expenses reported on lines **c** through **h**)	X		
c Media advertisements		X	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements	X		4,683.
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body	X		11,667.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
i Total lobbying expenditures (Add lines **c** through **h**)			16,350.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities STMT 29

Part VII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations** (See page 13 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
a Transfers from the reporting organization to a noncharitable exempt organization of			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

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

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

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

FORM 990, PART I - GROSS SALES LESS RETURNS AND ALLOWANCES

DESCRIPTION	AMOUNT
SALES OF MATERIALS	1,217,685.
TOTAL	1,217,685.

FORM 990, PART I - COST OF GOODS SOLD

INVENTORY AT BEGINNING OF YEAR	581,173.
PURCHASES	643,660.
SALARIES AND WAGES	
OTHER COSTS	
SUBTOTAL	1,224,833.
MINUS ENDING INVENTORY	795,185.
COST OF GOODS SOLD	429,648.

FORM 990, PART I - OTHER INCREASES IN FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED GAIN ON INVESTMENTS		588,244.
	TOTAL	588,244.

FORM 990, PART II - OTHER GRANTS AND ALLOCATIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID			
2 PARENT EDUCATORS	N/A	ALLOCATION FOR M. WINTER SCHOLARSHIPS	720.
		TOTAL CONTRIBUTIONS PAID	720.

FORM 990, PART II, LINE 25A - CURRENT OFFICER COMPENSATION SCHEDULE

CURRENT OFFICER NAME	MANAGEMENT AND GENERAL
SUSAN S STEPLETON	
COMPENSATION:	164,069.
CAROLYN BIER	
COMPENSATION:	74,220.
CHERYLE DYLE-PALMER	
COMPENSATION:	112,936.
TOTALS	351,225.

FORM 990, PART II - OTHER EXPENSES

DESCRIPTION	TOTAL	PROGRAM SERVICES	MANAGEMENT AND GENERAL	FUNDRAISING
STAFF DEVELOPMENT	13,295.	3,890.	9,405.	
MANAGEMENT INFORMATION SYSTEMS	164,971.	2,190.	162,781.	
TEMPORARY SERVICES	149,936.	13,430.	136,506.	
PROFESSIONAL FEES	50,005.	25,514.	24,235.	256.
INSURANCE	15,843.	8,973.	6,750.	120.
TRAINING FACILITIES	274,353.	262,459.	11,861.	33.
OUTSIDE SERVICES	604,756.	541,561.	63,195.	
REPAIRS AND MAINTENANCE	8,478.	1,890.	6,573.	15.
BOARD EXPENSE	37,986.		37,986.	
DUES & SUBSCRIPTIONS	16,329.	2,199.	12,983.	1,147.
UTILITIES	30,307.	19,719.	10,325.	263.
BANK FEES	25,728.	23,560.	2,135.	33.
JANITORIAL EXPENSE	19,189.	15,820.	3,158.	211.
MISCELLANEOUS EXPENSE	9,710.	4,900.	4,780.	30.
TOTALS	1,420,886.	926,105.	492,673.	2,108.

FORM 990, PART III - PROGRAM SERVICE ACCOMPLISHMENTS

PROGRAM SERVICE ACCOMPLISHMENT B

B) CURRICULUM DEVELOPMENT - INCLUDES REVISIONS & ADDITIONS OF PARENTS AND CHILDREN AT PLAY, HIGH FIVE FOR KIDS: IMPROVING EATING AND FITNESS HABITS IN PRE-SCHOOLERS, SUPPORTING FAMILIES OF CHILDREN WITH SPECIAL NEEDS, INTRODUCTORY WORKBOOK FOR WORKING WITH IMMIGRANT AND REFUGEE FAMILIES, CONSIDER ETHICAL AND PROFESSIONAL BEHAVIORS: A GUIDE FOR PARENT EDUCATORS, THE NUTRITION AND FITNESS FOR YOUNG CHILDREN, SUPPORTING MILITARY FAMILIES: RESOURCES AND PARENT MATERIALS, HANDS ON HELP FOR PARENTS HANDOUTS

PROGRAM SERVICE ACCOMPLISHMENT D

D) RESEARCH - INCLUDES: DEVELOPING COLLABORATIVE RELATIONSHIPS WITH UNIVERSITY RESEARCHERS, SUPPORTING THE DESIGN OF NEW RESEARCH STUDIES, AND COMMUNICATING RESEARCH FINDINGS WITH THE FIELD. ALSO, DEVELOPS RESOURCES FOR PROGRAM EVALUATION AND OUTCOMES MEASUREMENT, ANALYZES AND DISSEMINATES BTL ANNUAL REPORT, AND EVALUATES PATNC PRODUCTS AND SERVICES.

FORM 990, PART III - OTHER PROGRAM SERVICES (LINE E)

DESCRIPTION	GRANTS AND ALLOCATIONS	EXPENSES
E) STATE SYSTEMS/CERTIFICATION - LINKING STATE LEADERS WITH THE CENTER AND ASSURING PAT PROGRAMS AND PARENT EDUCATORS MEET THE CENTER'S STANDARDS.		668,229.
F) INTERNATIONAL CONFERENCE- ANNUAL MEETING HELD FOR PARENT EDUCATORS TO SHARE INFORMATION AND RECEIVE ADDITIONAL TRAINING. WORKSHOPS, SPEAKERS, AND MEALS ARE PROVIDED TO THOSE IN ATTENDANCE.		393,108.
G) HEROES AT HOME- WORKING WITH FAMILIES THROUGHOUT PREGNANCY UP TO AGE THREE, HELPS YOUNG PARENTS LEARN TO DEVELOP SECURE ATTACHMENTS AND ENCOURAGE THEIR CHILDREN'S DEVELOPMENT SO THEY WILL LEARN, GROW AND DEVELOP TO REALIZE THEIR FULL POTENTIAL.		892,919.
H) SPECIAL PROGRAMS-INCLUDES GENERAL PROGRAM SUPPORT AND VARIOUS OTHER PROJECTS.		357,038.
I) MELD NATIONAL MINNESOTA OFFICE - THE MELD "SERVICE DELIVERY" APPROACH OF PEER SUPPORT THROUGH GROUP MEETINGS IS SERVING AS AN ALTERNATIVE TO THE TRADITIONAL GROUP MEETING COMPONENT THAT IS FOUND IN PAT BORN TO LEARN PROGRAMS.		325,656.
TOTALS		2,636,950.

FORM 990, PART IV - INVESTMENTS - PUBLICLY TRADED SECURITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
MUTUAL FUNDS		4,499,345.	4,862,249.
	TOTALS	4,499,345.	4,862,249.

FORM 990, PART IV - DEFERRED REVENUE

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
DEFERRED CERTIFICATION FEES	24,980.	24,100.
TOTALS	24,980.	24,100.

STATEMENT 10

FORM 990, PART IV - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: LINE OF CREDIT - COMMERCE BANK
ORIGINAL AMOUNT: 600,000.
INTEREST RATE: 7.750000
DATE OF NOTE: 10/31/2006
MATURITY DATE: 10/31/2007
REPAYMENT TERMS: PRINCIPAL AND INTEREST DUE 10/31/07
SECURITY PROVIDED: INVESTMENT ACCOUNTS
PURPOSE OF LOAN: CASH FLOW FOR REIMBURSEMENT GRANTS

BEGINNING BALANCE DUE	NONE
ENDING BALANCE DUE	300,000.
TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	NONE
TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	300,000.

FORM 990, PART IV - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
DUE TO DESE		102,323.	49,980.
AMOUNT DUE TO PAT INT'L		89,404.	154,490.
	TOTALS	191,727.	204,470.

FORM 990, PART IV-A - OTHER REVENUE ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
COST OF GOODS SOLD	429,648.
PARENTS AS TEACHERS INTERNAT'L TRAINING REVENUES	79,492.
TOTAL	509,140.

FORM 990, PART IV-B - OTHER EXPENSES ON BOOKS BUT NOT ON RETURN

DESCRIPTION	AMOUNT
COST OF GOODS SOLD	429,648.
PARENTS AS TEACHERS INTERNATIONAL EXPENSES	22,920.
TOTAL	452,568.

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MARYLEE ALLEN 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
MARIA D CHAVEZ 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
T BERRY BRAZELTON, MD 2228 BALL DRIVE ST. LOUIS, MO 63146	LIFE MEMBER 0.50	NONE	NONE	NONE
COMMISSIONER D KENT KING 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
CAROLYN W LOSOS 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
ARTHUR L MALLORY 2228 BALL DRIVE ST. LOUIS, MO 63146	LIFE MEMBER 0.50	NONE	NONE	NONE
DAVID L MORLEY	CHAIR 0.50	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2228 BALL DRIVE ST. LOUIS, MO 63146				
JANE K PAINE 2228 BALL DRIVE ST. LOUIS, MO 63146	LIFE MEMBER 0.50	NONE	NONE	NONE
ELAINE SHIVER 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
EDWARD F ZIGLER 2228 BALL DRIVE ST. LOUIS, MO 63146	LIFE MEMBER 0.50	NONE	NONE	NONE
GOVERNOR MATT BLUNT 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
SUSAN S STEPLETON 2228 BALL DRIVE ST. LOUIS, MO 63146	CEO 40.00	151,120.	12,949.	NONE
VALERIE BELL 2228 BALL DRIVE ST. LOUIS, MO 63146	SECRETARY 0.50	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALICE WALKER DUFF 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
CAROLYN BIER 2228 BALL DRIVE ST. LOUIS, MO 63146	CFO 40.00	66,727.	7,493.	NONE
CHERYLE DYLE-PALMER 2228 BALL DRIVE ST. LOUIS, MO 63146	COO 40.00	103,606.	9,330.	NONE
MARY ROSE MAIN 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
LYNN A COURIER 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
LEE FETTER 2228 BALL DRIVE ST. LOUIS, MO 63146	TREASURER 0.50	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KARABELLE PIZZIGATI 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
JOHN L BROWN JR 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
CAROLYN COZAD 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
LISA KLEIN 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
JANE NELSON 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
DEE BECK 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
ELAINE DAVIS	DIRECTOR 0.50	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2228 BALL DRIVE ST. LOUIS, MO 63146				
C K CASTEEL 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
THOMAS MELZER 2228 BALL DRIVE ST. LOUIS, MO 63146	DIRECTOR 0.50	NONE	NONE	NONE
	GRAND TOTALS	321,453.	29,772.	NONE

FORM 990, PART V-A RELATIONSHIP SCHEDULE

RELATIONSHIP SCHEDULE

NAME OF OFFICER, DIRECTOR, ETC:	SUSAN S STEPLETON
NAME OF RELATED ENTITY:	PARENTS AS TEACHERS NAT'L CENTER
TITLE OR ROLE:	CEO
RELATIONSHIP:	EMPLOYMENT
NAME OF OFFICER, DIRECTOR, ETC:	CAROLYN BIER
NAME OF RELATED ENTITY:	PARENTS AS TEACHERS NAT'L CENTER
TITLE OR ROLE:	CFO
RELATIONSHIP:	EMPLOYMENT
NAME OF OFFICER, DIRECTOR, ETC:	CHERYLE DYLE-PALMER
NAME OF RELATED ENTITY:	PARENTS AS TEACHERS NAT'L CENTER
TITLE OR ROLE:	COO
RELATIONSHIP:	EMPLOYMENT

FORM 990, PART VI - CHANGES TO ORGANIZING OR GOVERNING DOCUMENT

BY-LAWS WERE AMENDED IN FEBRUARY 2007 - PLEASE SEE ATTACHMENT.

C 2

AMENDED AND RESTATED BY-LAWS

OF

PARENTS AS TEACHERS NATIONAL CENTER, INC.

ADOPTED FEBRUARY 16, 2007

I. PURPOSES AND POWERS

1.1 Purposes. The purposes of the Corporation are: advocating for early childhood educational intervention in the lives of young children through programs of parenting education; providing training in developing and implementing programs of parenting education; disseminating information about early educational intervention programs and related policy issues; and conducting research and evaluative studies in the areas of early childhood education, early intervention programs, and parent education programs.

1.2 Powers and Limitations. The Corporation shall have and exercise all the powers conferred by the Articles of Incorporation of Parents as Teachers National Center, Inc. and upon a nonprofit corporation organized under the Missouri Nonprofit Corporation Act (the "Act"), subject, however, to the limitations set forth in the Articles of Incorporation and these Amended and Restated By-Laws.

II. OFFICES AND RECORDS

2.1 Registered Office and Registered Agent. The location of the registered office and the name of the registered agent of the Corporation in the State of Missouri or other states in which the Corporation qualifies to do business shall be determined from time to time by the Board of Directors of the Corporation, and shall be filed in the office of the Secretary of State of Missouri and such other states in which the Corporation qualifies to do business, as required by law.

2.2 Corporate Offices. The Corporation may have such corporate offices as the Board of Directors may from time to time determine and the business of the Corporation may require. The "principal place of business" or "principal" office or offices of the Corporation may be fixed as designated from time to time by the Board of Directors as required by law or as the Board of Directors may determine.

2.3 Records. The Corporation shall keep, at places from time to time designated or approved by the Board of Directors, the financial records of the Corporation, an up-to-date mailing list, and such other or additional records, statements, lists and information in respect of the organization and operation of the Corporation as may be required by law, the Articles of Incorporation and these Amended and Restated By-Laws. The Corporation shall keep as permanent records minutes of all meetings of its Board of Directors, a record of all actions taken by the Directors without a meeting, and a record of all actions taken by committees having any of the authority of the Board of Directors. The Corporation shall also keep a copy of the following records at its principal office: (1) its Articles of Incorporation and all amendments thereto as currently in effect; (2) its By-Laws and all amendments thereto as currently in effect; (3) a list of the names and business or home addresses of its current Directors and officers; (4) its most recent annual report delivered to the Secretary of State; and (5) appropriate financial statements of all income and expenses.

III. BOARD OF DIRECTORS AND OFFICERS

3.1 Management of the Corporation; Composition of the Board of Directors; Terms of Office of Directors.

(a) The business and affairs of the Corporation shall be managed by the Board of Directors.

(b) The number of Directors may be fixed or changed from time to time by the Board of Directors, and shall be not more than 33, including Life Members, Ex Officio members and the immediate past chair, and not less than three members. The number of persons at any time constituting the Board of Directors shall include (1) the Governor of the State of Missouri and the Commissioner of Education for Missouri, who shall be Ex Officio members of the Board of Directors as provided in Section 3.1(d), and (2) as many as 5 persons elected as Life Members as provided in Section 3.1(e).

(c) The terms of office of the persons elected or re-elected to the Board of Directors, other than Life Members or Ex Officio members, shall be 3 year terms expiring at the Corporation's Annual Meeting, or when their successor(s) shall have been elected and qualified. In the event the number of Directors is increased from the number of persons then serving as Directors, additional Director(s) shall be elected for a term of such length, up to 3 years, as is appropriate to maintain the Directors in approximately equal classes, and to coincide with the terms of the other Directors in the class to which such Director(s) is or are elected. Except in the event of service as an officer of the Corporation as provided below in Section 3.2(b) or except as otherwise determined by the Executive Committee upon recommendation of the Board Development Committee, Directors may be elected for up to 2 consecutive terms of 3 years each; provided, however, that a Director elected to fill an unexpired term of 2 years or less may be re-elected for 2 additional 3-year terms. A Director who has served for the maximum number of terms indicated may be re-elected to the Board after an absence of 1 year. Terms of office may be extended in extraordinary circumstances for up to three years as recommended by the Board Development Committee and approved by a vote of majority of the Board. The foregoing term restrictions shall not apply to Life Members or Ex Officio members of the Board.

(d) Ex Officio Directors shall not be entitled to vote and they shall not be counted for purposes of determining whether there is a quorum at a meeting or whether the whole Board or a percentage of the Board have voted on a matter.

(e) Upon a vote of the Board of Directors each year, a Director may be elected a Life Member of the Board of Directors, which title shall carry with it all rights, privileges and duties conferred upon Directors in good standing or the Board of Directors.

3.2 Officers of the Board and of the Corporation.

(a) The officers of the Board of Directors shall consist of the Chairperson, one or more Vice Chairpersons, the Secretary, and the Treasurer, and such other persons as may be elected or appointed from time to time, as provided in these Amended and Restated By-Laws. The Chairperson, the Vice Chairperson(s), the Secretary, and the Treasurer shall also be officers of the Corporation.

(b) The terms of office of the officers of the Corporation shall be for 1 year or until their successors shall have been elected and qualified. No officer may serve in the same office for more than 4 consecutive years. If a Director, who has served as a director for a period of 6 years, or such greater period as is permitted by these Amended and Restated By-Laws, is elected an officer of the Corporation, he or she may serve as a Director for such additional period as he or she serves as an officer of the Corporation.

3.3 Nominations of Officers and Directors. The Board Development Committee of the Board of Directors shall constitute a nominating committee for the election of officers and Directors of the Corporation.

(a) All officers and Directors shall be committed to the purposes of the Parents as Teachers National Center, Inc., shall have indicated their willingness to serve in the capacities to which they are nominated and elected, and shall have indicated a willingness to participate in the activities of the Corporation.

(b) In January of each year, the Committee will request nominations from the Board for potential new Directors and officers.

3.4 Election of Directors. On or before May 1st, the Board Development Committee shall propose a slate of Directors for the following year. A ballot shall be mailed to all voting members of the Board to be returned by May 31st. In addition, the Board Development Committee will submit by mail or electronic means the proposed slate of officers for review, to be voted on at the annual meeting. In June, prior to the Annual Meeting, the Board vote for the slate of Directors will be certified and announced. Directors may be removed and vacancies may be filled as provided in Section 4.1.

3.5 Election of Officers of the Corporation. At each Annual Meeting of Directors, the Board Development Committee shall place in nomination the persons it proposes for election or re-election as officers of the Corporation as previously recommended to the Directors, subject to any necessary change(s) as a result of the inability or unwillingness to serve of person(s) previously proposed by such committee. Each Director present at the meeting shall also have the right to nominate persons to serve as officers. Each Director shall have one vote for each officer position to be filled, and the person receiving the highest number of votes cast for each such position shall be elected. The terms of office of the persons elected or re-elected as officers of the Corporation shall begin upon adjournment of the Annual Meeting. Officers of the Corporation may be removed and vacancies may be filled as provided in Section 4.1 of these By-laws.

3.6 Meetings of Directors-Annual, Regular and Special. The Board will meet as a whole at least three times per year, including the Annual Meeting.

(a) The Annual Meeting of Directors shall be held in June of each year upon call by at least three Directors then in office, the Executive Committee, the Chairperson or a Vice Chairperson, in the manner hereinafter provided in respect of the call of Special Meetings of the Board of Directors.

(b) Regular meetings of the Board may be held without notice at such time and place as shall from time and place as shall from time to time be determined by the Board.

(c) Special Meetings of the Board of Directors shall be held whenever called by at least three Directors then in office, the Executive Committee, the Chairperson or a Vice Chairperson.

3.7 Notices.

(a) Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in any notice or waiver of notice of such meeting.

(b) Whenever, under the provisions of the Act, the Articles of Incorporation, or these By-laws, notice is required to be given to any Director, such notice may be given orally or in writing. Notice may be communicated in person; by any form of wire or wireless communication such as telephone or facsimile; by mail or private carrier; or if the preceding forms of personal notice are impracticable, by a newspaper of general circulation in the area where published or other form of public broadcast communication such as radio or television. If notice is given by wire or wire communications or is otherwise personally delivered, such notice shall be given at least 3 days prior to the Meeting. If notice is sent by mail or private carrier, such notice shall be sent at least 10 days prior to the date of the Meeting. Whenever any notice is required to be given, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, and filed with the minutes or corporate records, shall be deemed equivalent thereto. Attendance of a Director at any Meeting, in person or by conference telephone or similar communications equipment, shall constitute a waiver of notice of such Meeting, except where a Director attends or participates in any Meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Notice of any Meeting of the Board of Directors called in conformance with the foregoing may be given by any officer or by any Director of the Corporation.

3.8 Quorum for Meetings. Thirteen (13) board members, including Life Members shall constitute a quorum for the conduct of business. The agenda and order of all Meetings of the Board of Directors shall be determined by the Chairperson, subject to concurrence by the Directors present. The actions of a majority of the Directors present at a meeting at which a quorum is present shall be valid as the actions of the Board of Directors, except in those specific instances in which a greater number may be required by the Missouri Nonprofit Corporation Act, the Corporation's Articles of Incorporation or these Amended and Restated By-Laws. If a quorum shall not be present at any meeting of Directors, the Directors present thereat may adjourn the meeting, from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

3.9 Meeting by Conference Telephone or Similar Communication Equipment. Members of the Board of Directors of the Corporation, the Executive Committee, any standing or special committee of the Corporation, or any other committee designated by the Board, may participate in a Meeting of the Board or committee by means of conference telephone call or similar communications equipment in which all persons participating in the Meeting can hear each other, and participation in a Meeting in such manner shall constitute presence in person at such Meeting.

3.10 Action in Lieu of Meeting. Any action required to be taken at a Meeting of the Board of Directors or any other action which may be taken at a Meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all the Directors entitled to vote in respect of the subject matter thereof. Any such consent signed by all the Directors shall have the same effect as a unanimous vote of the Directors at a duly called and constituted meeting of the Directors and may be stated in the document describing the action taken by the Board of Directors.

IV. POWERS AND DUTIES OF DIRECTORS

4.1 Powers. The Board of Directors shall have the power:

(a) To conduct, manage and control the affairs and business of the Corporation, and to make rules and regulations for the guidance of the officers and the management of the affairs of the Corporation.

(b) To establish the Executive Committee, the Audit Committee, the Board Development Committee, Fund Development Committee, Program Committee, Research Committee, and Public Policy Committee, and such other standing or special committees of the Board and/or of the Corporation as it may from time to time determine.

(c) To remove any officer or Director of the Corporation and to remove any member of a committee of the Board or of the Corporation during his or her term for good cause shown after due consideration and/or hearing by the Board, as determined by the Board.

(d) In the event of death, resignation or removal of any officer of the Corporation, a majority of the Board of Directors may fill such vacancy until the successor shall be elected at the next Annual Meeting of Directors. If the office of a Director becomes vacant, a majority vote of the remaining members of the Board of Directors may fill the vacancy until a successor shall have been elected upon expiration of the term of office in which the vacancy occurred.

4.2 Duties. It shall be the duty and responsibility of the Board of Directors:

(a) To hire, monitor, support and evaluate the President and Chief Executive Officer to ensure that his/her duties are properly performed, through the chairman of the Board of Directors.

(b) To cause to be maintained a system of bookkeeping and accounting for the Corporation so that each Director and other interested persons may be advised fully from time to time concerning the receipts, disbursements and operations of the Corporation.

(c) To ensure that all tax returns and other filings required by law are properly prepared and filed, and to ensure that all actions taken by the Corporation are in accordance with its purposes as set forth in the Articles of Incorporation and these Amended and Restated By-Laws, and that no actions are taken by or on behalf of the Corporation, or any activities are carried on, which are not permitted to be taken or carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding section of future Internal Revenue Law of the United States, or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future Internal Revenue Law of the United States.

(d) To determine the Corporation's mission and purposes,

(e) To ensure on-going strategic thinking by the Board, set the future direction of the organization and set policy on major issues.

(f) To prioritize, set clear accountabilities and monitor the work of the committees and staff within the agreed upon future direction.

(g) To ensure that financial resources are available to move forward.

(h) To ensure that organizational fiduciary, legal, and ethical standards are established and practiced.

(i) To enhance and support the Corporation's image and public standing with internal and external constituents.

V. BOARD COMMITTEES

5.1 Committees. Committees of Directors shall consist of at least two or more Directors and such other persons as may be named by the Directors, and shall have and exercise the authority of the Board of Directors in the management of the Corporation to the extent authorized, but the designation of such committees and the delegation thereto of authority shall not relieve the Board of Directors, or any individual Director, of any responsibility imposed by law upon the Board or upon any Director. Committees of the Corporation shall have such members and functions as may be designated by resolution of the Board. Unless otherwise provided in a resolution of the Board, a majority of the whole committee shall constitute a quorum and the actions of a majority of the members present at a meeting at which a quorum is present shall constitute the actions of the committee. Except as provided herein or required by law, members of committees of the Board and of the Corporation need not be Directors of the Corporation. The terms of office for the members of all committees of the Board or the Corporation, unless otherwise specifically provided, shall be one year or until each member's successor shall have been elected and qualified. Provisions in these By-laws pertaining to meetings of the Board and Notice thereof shall also apply to committees of the Board.

5.2 Executive Committee

(a) Membership and Duties. The Chairperson, the Vice Chairperson(s), the Secretary, the Treasurer, the immediate past Chairperson of the Board, and the Chairs of each standing committee of the Board, and any additional board members, up to four, appointed by the Chair shall constitute the Executive Committee of the Board of Directors. The Chairperson shall be the Chair of the Executive Committee. The Executive Committee shall have the powers and duties provided in these Amended and Restated By-Laws and such powers and duties as may be delegated to it by action of the Board of Directors. The Executive Committee shall have the authority to appoint or approve the appointment by the Chairperson of all committees of the Board of the Corporation in the absence of specific action in this regard by the full Board. The Executive Committee, with the approval of the Board of Directors, shall hire the President and Chief Executive Officer, and fix the annual compensation and term of employment of the President and Chief Executive Officer.

(b) The Executive Committee may act on behalf of the Board on matters between regular Board meetings; shall ensure on-going strategic planning of the Board; may be assigned work by the full Board; may create ad hoc committees to address specific short-term work; may appoint advisory panels; shall set duties for each standing and ad hoc committee; and shall oversee the hiring, monitoring, supporting and evaluating of the President and Chief Executive Officer. The Executive Committee will meet as needed in between regular Board meetings.

(c) Notwithstanding the foregoing, the Executive Committee shall not have the authority of the Board of Directors with respect to (1) amending, altering or repealing these Amended and Restated By-Laws or the Corporation's Articles of Incorporation; (2) adopting a plan of merger or consolidation with another corporation; (3) approving the annual budget of the

Corporation; (4) authorizing the sale, lease, pledge, exchange or mortgage of all or substantially all of the property and assets of the Corporation or revoking proceedings therefor; (5) adopting a plan for the distribution of assets of the Corporation; or (6) amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by the Executive Committee. The Executive Committee may not authorize distributions to Directors, officers, agents or employees except in exchange for value received.

(d) All actions by the Executive Committee shall be reported to the Board of Directors at its meeting next succeeding such action. Regular minutes of the proceedings of the Executive Committee shall be kept as part of the records of the Corporation. The Executive Committee shall meet in person or by telephone or similar communications equipment, at such time and places as it may determine. All actions taken at any meeting of the Executive Committee, however held, shall be valid for all purposes if such meeting is held and/or the actions taken thereat are approved by a majority of the members of the Executive Committee.

(e) Any action required to be taken at a meeting of the Executive Committee, or any other action which may be taken at a meeting of the Executive Committee, may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the members of the Executive Committee entitled to vote in respect of the matter thereof. Any such consent signed by all members of the Executive Committee in office at the time such action is taken shall have the same effect as a unanimous vote of the members of the Committee, and may be stated as such in any document describing the actions taken by the Executive Committee.

5.3 Other Standing Committees. In addition to the Executive Committee, there shall be six additional standing committees. They are: Audit, Board Development, Fund Development;

Program, Research; and Public Policy. Each Standing Committee shall include at least two Directors and all committee members shall serve at the pleasure of the Board. There shall be a chair and vice-chair, appointed by the Chair in consultation with the Executive Committee, for each standing committee.

VI. POWERS AND DUTIES OF THE OFFICERS OF THE CORPORATION

6.1 Titles, Qualification, Terms of Office. The officers of the Corporation shall be the Chairperson, one or more Vice Chairpersons, the Secretary, Treasurer and the President and Chief Executive Officer and such other officers as may be elected from time to time by the Board of Directors. Each officer of the corporation shall hold office for the term for which he or she is elected and until his or her successor is elected and qualified, or until such officer dies, resigns or is removed by the Board, whichever first occurs.

6.2 Additional Officers Appointed by the Board of Directors. In addition to the officers provided for above, the Board of Directors may from time to time designate and appoint such Assistant Secretaries, Assistant Treasurers, and agents and employees of the Corporation as it shall deem necessary or advisable. Such additional officers, agents, and employees shall serve at the pleasure of the Board of Directors or for such terms as the Board may specify, and shall exercise such powers and perform such duties as shall be determined from time to time by the Board or by an elected officer empowered by the Board to make such determination.

6.3 Removal of Officers; Resignation. Any officer elected or appointed by the Board of Directors may be removed or discharged by the Board whenever in the judgment of the Board the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. An officer may resign at any time by delivering notice to the corporation. A resignation is effective when the notice is delivered unless the notice specifies a future effective date. If the office of any officers becomes vacant for any reason, the vacancy may be filled by the Board of Directors.

6.4 President and Chief Executive Officer.

(a) The President and Chief Executive Officer shall be the chief executive officer of the Corporation and shall have such responsibilities and shall perform such duties as shall be assigned to him or her by the Board of Directors of the Corporation or the Executive Committee.

(b) The President and Chief Executive Officer of the Corporation shall have the authority to hire, to discharge, and to fix and modify the duties, salaries or other compensation of employees of the Corporation under his or her jurisdiction within the budget of the Corporation, as adopted and amended from time to time, and the President and Chief Executive Officer shall have the authority to obtain and retain for the Corporation the services of lawyers, accountants, consultants and other persons within the budget; provided, however, that the firm of independent accountants employed to perform the annual audit of the Corporation and the terms of such employment shall be approved by the Finance Committee.

6.5 Chairperson. The Chairperson shall serve as a member of the Board of Directors of the Corporation and as a member of the Executive Committee. The Chairperson shall preside at all meetings of the Executive Committee and the Board of Directors. He or she shall call meetings of the Board of Directors and the Executive Committee as provided by these Amended and Restated By-Laws. The Chairperson shall appoint the chair, vice chairs and members of all standing committees of the Corporation and all special and/or standing committees established from time to time by the Board of Directors, subject to the approval of the Executive Committee and/or the Board of Directors. The Chairperson shall be an *ex officio* member of all such committees. The Chairperson shall each year appoint an ad hoc committee to conduct an annual review of the performance of the President and Chief Executive Officer. The Chairperson shall submit an annual report to the Directors in writing, reporting on the various activities and accomplishments of the Corporation during the year and discussing future plans and activities of the Corporation.

6.6 Vice Chairperson(s). The Vice Chairperson(s) shall serve as a member or members of the Board of Directors of the Corporation and of the Executive Committee. The Vice Chairperson(s) shall, in the absence, disability or inability to act of the Chairperson, and in order of seniority as a Director if there are two or more Vice Chairpersons, have and perform the duties and exercise the powers of the Chairpersons. The Vice Chairperson(s) shall have and perform such other duties as the Board of Directors shall from time to time determine.

6.7 Secretary.

(a) The Secretary shall serve as a member of the Board of Directors of the Corporation and as a member of the Executive Committee. The Secretary shall attend all meetings of the Board of Directors and the Executive Committee and shall record or cause to be recorded all votes taken and shall maintain or cause to be maintained the minutes of the proceedings in a minutes book of the Corporation kept for that purpose. The Secretary shall oversee the record keeping and reporting of the committees of the Board and of the Corporation. The Secretary shall authenticate the records of the Corporation as necessary.

(b) The Secretary shall have the principal responsibility to give, or cause to be given, notice of all meetings of the Board of Directors and the Executive Committee, but this shall not lessen the authority of others to give such notices as are authorized elsewhere in these Amended and Restated By-Laws.

(c) The Secretary shall ensure that all books, records, lists and information, required by law or by these Amended and Restated By-Laws to be maintained at any registered or other office of the Corporation, are so maintained, and that all filings to be maintained in the office of the Secretary of State of Missouri and in such other states or offices in which filings are required, are filed as required. The Secretary shall keep in safe custody the seal, if any, of the Corporation and, when duly authorized to do so, shall affix the same on the instrument requiring it and, when so affixed, shall attest to the same by the Secretary's signature.

(d) Assistant Secretaries appointed from time to time by the Board of Directors in accordance with these Amended and Restated By-Laws shall assist the Secretary, as directed by the Secretary, and in the event no other arrangements are made by the Board of Directors, in the absence, disability or inability to act of the Secretary, shall perform the duties and exercise the powers of the Secretary, and perform such other duties as the Board may from time to time prescribe.

6.8 Treasurer.

(a) The Treasurer shall serve as a member of the Board of Directors of the Corporation and as a member of the Executive Committee. The Treasurer shall have responsibility for the safekeeping of the funds of the Corporation, and shall keep or cause to be kept full and accurate accounts of all receipts and disbursements in books belonging to the Corporation. The Treasurer shall keep, or cause to be kept, all other books of account and accounting records of the Corporation and shall deposit or cause to be deposited all monies and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors.

(b) The Treasurer shall disburse or permit to be disbursed the funds of the Corporation as may be ordered, or authorized generally, by the Board and shall render to the Chairperson, the Vice Chairperson(s), and the Directors whenever they may require it, an accounting of all financial transactions and of the financial condition of the Corporation. The Treasurer annually shall represent or cause to be presented in writing at the fall meeting, following the independent audit of the previous year, of the Board of Directors a statement of the financial operations of the Corporation during the year and of the financial condition of the Corporation. The Treasurer shall ensure that all tax returns required by law to be filed are accurately prepared and timely filed.

(c) Assistant Treasurers appointed from time to time by the Board of Directors in accordance with these Amended and Restated By-Laws shall assist the Treasurer, as directed by the Treasurer, and in the event no other arrangements are made by the Board of Directors, in the absence, disability or inability to act of the Treasurer, shall perform the duties and exercise the powers of the Treasurer, and perform such other duties as the Board of Directors shall from time to time prescribe.

(d) The Board of Directors may provide for such financial and/or other bonds for the Treasurer, Assistant Treasurer(s), and/or other Officers and employees of the Corporation as it may from time to time determine.

VII. OFFICERS AND DIRECTORS-INDEMNITY

7.1 Indemnification and Liability of Directors and Officers.

(a) Each person who is or was a Director or officer of the Corporation (including the heirs, personal representatives, or estate of such person) shall be indemnified by the Corporation as a matter of right to the full extent permitted or authorized by the laws of the State of Missouri, as now in effect and as hereafter amended, against any liability, judgment, fine, amount paid in settlement, cost and expense (including attorneys' fees), asserted or threatened against and incurred by such person (other than in an action by or in right of the Corporation) in his or her capacity as, or arising out of his or her status as, a Director or officer of the Corporation, unless such person's conduct is finally adjudged to have been knowingly fraudulent or deliberately dishonest. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption under this Section VII that the person's conduct was knowingly fraudulent or deliberately dishonest.

(b) The Corporation shall also indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a Director or officer of the Corporation (including the heirs, personal representatives, or estate of such person), against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit, unless such person's conduct is finally adjudged to have been knowingly fraudulent or deliberately dishonest. This indemnification provided by this Section VII shall not be exclusive of any other rights to which those indemnified may be entitled under any other provision of these Amended and Restated By-Laws or under any agreement, vote by disinterested Directors or otherwise, and shall not limit in any way and right which the Corporation may have to make different or further indemnifications in respect of the same or different persons or classes of persons.

(c) Expenses incurred by an officer or Director of the Corporation in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of a written promise by or on behalf of the Director or officer to repay such amount in the event it shall ultimately be determined that such person is not entitled to be indemnified by the Corporation under the provisions of this Section. The Corporation shall purchase and maintain insurance on behalf of any person who is or was a Director or officer of the Corporation against any liability asserted against such person and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Section.

VIII. DISSOLUTION OF THE CORPORATION

Upon dissolution of the Corporation, the Board of Directors, after making provision for payment of all liabilities of the Corporation, shall dispose of all the assets of the Corporation in the manner provided in the Articles of Incorporation of Parents as Teachers National Center, Inc.

IX. FISCAL YEAR

The fiscal year of the Corporation shall end on June 30 of each year.

X. AMENDMENTS TO THE AMENDED AND RESTATED BY-LAWS

These Amended and Restated By Laws may be altered by a majority vote of the Directors of the Corporation. Any officer or Director of the Corporation shall have the right to propose amendments to these Amended and Restated By-Laws.

XI. MISCELLANEOUS

As used herein, the use of the masculine pronoun shall include the feminine and vice versa and the singular shall include the plural unless the context indicates otherwise.

FORM 990, PART VIII - ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE NO.	EXPLANATION OF HOW EACH ACTIVITY FOR WHICH INCOME IS REPORTED IN COLUMN (E) OF PART VII CONTRIBUTED IMPORTANTLY TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES
93A	THE MISSION OF THE PAT NATIONAL CENTER, INC IS TO FACILITATE
93A	IMPLEMENTATION OF PROGRAMS THAT ASSIST PARENTS IN BECOMING
93A	THEIR CHILDREN'S BEST FIRST TEACHERS. THESE REVENUES ARE
93A	INCIDENTAL TO PROVIDING THESE SERVICES.
93B	INCOME DERIVED FROM THE INTERNATIONAL CONFERENCE IS USED
93B	TO DEFRAY THE COST OF PLANNING/CONDUCTING SUBSEQUENT
93B	INTERNATIONAL CONFERENCES.
93C	THE MISSION OF PAT NATIONAL CENTER IS TO FACILITATE
93C	IMPLEMENTATION OF PROGRAMS THAT ASSIST PARENTS IN BECOMING
93C	THEIR CHILDREN'S BEST FIRST TEACHERS. THE REVENUES MAKE
93C	THESE SERVICES POSSIBLE.
93D	THESE FEES ARE OPTIONAL ON THE PART OF PAT PROGRAMS. THEY
93D	INCLUDE ANNUAL SUBSCRIPTIONS TO THE PAT NEWS AND REDUCED
93D	FEES FOR MATERIALS AND SERVICES OFFERED BY THE NATIONAL
93D	CENTER.
93G	THE MISSION OF PAT NATIONAL CENTER IS TO FACILITATE
93G	IMPLEMENTATION OF PROGRAMS THAT ASSIST PARENTS IN BECOMING
93G	THEIR CHILDREN'S BEST FIRST TEACHERS. THE REVENUES MAKE
93G	THESE SERVICES POSSIBLE.
102	DEVELOPMENT AND ADAPTION OF CURRICULUM MATERIALS IS
102	ESSENTIAL TO MEETING THE NEEDS OF DIVERSE POPULATIONS SERVED
102	BY PAT PROGRAMS.

FORM 990, PART IX - INFORMATION REGARDING TAXABLE SUBSIDIARIES

NAME AND ADDRESS EMPLOYER IDENTIFICATION NUMBER	PERCENTAGE OWNERSHIP INTEREST	NATURE OF BUSINESS ACTIVITIES	TOTAL INCOME	ENDING ASSETS
PAT INSTITUTE, LLC 2228 BALL DR. ST. LOUIS, MO 63146 43-1569124	100.000000	TRAINING	NONE	NONE
TOTAL INCOME			NONE	NONE

SCHEDULE A, PART I - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
SUE SHEEHAN 2228 BALL DRIVE ST. LOUIS, MO	SENIOR DIRECTOR 40.00	81,411.	10,920.	NONE
RICHARD WOLLENBERGER 2228 BALL DRIVE ST. LOUIS, MO	IT MANAGER 40.00	77,250.	6,967.	NONE
PATRICIA SIMPSON 2228 BALL DRIVE ST. LOUIS, MO	MARKETING DIRECTOR 40.00	68,848.	3,910.	NONE
MARSHA GEBHARDT 2228 BALL DRIVE ST. LOUIS, MO	BIA DIRECTOR 40.00	66,200.	11,500.	NONE
SUSAN TREFFEISEN 2228 BALL DRIVE ST. LOUIS, MO 63146	STATE SYSTEMS DIRECT 40.00	64,272.	3,188.	NONE
	TOTAL COMPENSATION	357,981.	36,485.	NONE

SCH. A, PART II-A COMPENSATION OF THE 5 HIGHEST PAID FOR PROF. SERV.

ALL COVERED P.O. BOX 39000 SAN FRANCISCO, CA 94139 COMPUTER/IT DEPARTMENT SERVICES	CONSULTING	53,358.
KINTERA DEPT AT 952208 ATLANTA, GA 31192 MAINTENANCE & SOFTWARE FEES	CONSULTING	72,510.
THE STANDING PARTNERSHIP 540 MARYVILLE CENTRE, SUITE 100 ST. LOUIS, MO 63141 PUBLIC RELATIONS SERVICE AND COUNSEL	CONSULTING	60,427.
TOTAL COMPENSATION		186,295.

SCH. A, PART II-B COMPENSATION OF THE 5 HIGHEST PAID FOR OTHER SERV.

FRI RESOURCES 10420 BAUR BLVD. ST. LOUIS, MO 63132 INVENTORY WAREHOUSING AND MANAGEMENT	STORAGE	156,420.
KELLY SERVICES 1212 SOLUTIONS CENTER CHICAGO, IL 60677 TEMPORARY SERVICES	TEMPORARY HELP	56,525.
MARRIOTT INTERNATIONAL P.O. BOX 403370 ATLANTA, GA 63084 INTERNATIONAL CONFERENCE FACILITY AND ANCILLARY SERVICES	CONFERENCE	199,418.
ROBERT HALF TECHNOLOGY P.O. BOX 60000 SAN FRANCISCO, CA 94160 TEMPORARY SERVICES	TEMPORARY HELP	70,170.
KAT PRODUCTION, INC. 1100 INDUSTRIAL DR., SUITE 20 BISMARCK, ND 58501 MULTIMEDIA DEVELOPMENT OF CD'S AND DVD'S	MEDIA	58,974.
	TOTAL COMPENSATION	541,507.

SCHEDULE A, PART III - EXPLANATION FOR LINE 2D
==

SEE FORM 990 PART V.

SCHEDULE A, PART III - EXPLANATION FOR LINE 3A
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PAT PROGRAM COORDINATORS MAY APPLY FOR TRAINING SCHOLARSHIPS ON BEHALF OF THEIR PROGRAMS. PARENTS AS TEACHERS NATIONAL CENTER EXAMINES THE APPLICATIONS AND AWARDS SCHOLARSHIPS.

SCHEDULE A, PART VI-B - LOBBYING ACTIVITY EXPLANATION

LOBBYING ACTIVITY COSTS INCLUDE PORTIONS OF NEWSLETTER AND WEB SITE ACTIVITIES RELATED TO LEGISLATION, AS WELL AS TRAVEL/MEAL EXPENSES RELATED TO MEETINGS WITH REPRESENTATIVES. THE ORGANIZATION EMPLOYS A PUBLIC POLICY MANAGER WHO SPENDS A SMALL AMOUNT OF TIME ON ACTIVITIES CONSIDERED LOBBYING. THE ORGANIZATION RETAINED A LOBBYIST FOR ISSUES RELATED TO ITS MISSION.

PARENTS AS TEACHERS NATIONAL CENTER, INC 43-1569124

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) FROM SECURITIES					
LINE 8 PUBLICLY TRADED			684,888.	695,459.	-10,571.
TOTAL CAPITAL GAINS (LOSSES) FROM SECURITIES			684,888.	695,459.	-10,571.
Totals			684,888.	695,459.	-10,571.

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FEDERAL FOOTNOTES

990, PART IV LINE 57

OFFICE FURNITURE AND EQUIPMENT	$989,374
LEASEHOLD IMPROVEMENTS	218,282
TOTAL	1,207,656
ACCUMULATED DEPRECIATION	671,890
NET FIXED ASSETS	$535,766

DEPRECIATION EXPENSE IS COMPUTED USING THE STRAIGHT-LINE METHOD OVER PERIODS RANGING FROM FIVE TO TEN YEARS. DEPRECIATION EXPENSE FOR THE YEAR ENDED 6/30/07 WAS $167,095.

Form **8868**
(Rev April 2007)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (not automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless *you have already been granted an automatic 3-month extension on a previously filed Form 8868*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

Section 501(c) corporations required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c) corporations required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print	Name of Exempt Organization	**Employer identification number**
File by the due date for filing your return See instructions	PARENTS AS TEACHERS NATIONAL CENTER, INC	43-1569124
	Number, street, and room or suite no. If a P.O box, see instructions. 2228 BALL DRIVE	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ST. LOUIS, MO 63146	

Check type of return to be filed (file a separate application for each return)

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ TAMMY CRAIG

Telephone No. ▶ 314 432-4330 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until 02/15, 2008 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶ [ ] calendar year ______ or
▶ [X] tax year beginning 07/01, 2006 , and ending 06/30, 2007 .

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	**3a**	$ NONE
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ NONE
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ NONE

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2007)

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