

Form **990**

# Return of Organization Exempt From Income Tax

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

OMB No 1545-0047

# 2008

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

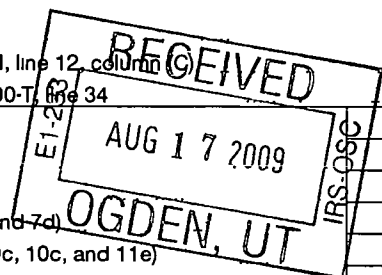
The organization may have to use a copy of this return to satisfy state reporting requirements.

**A For the 2008 calendar year, or tax year beginning and ending**

|   |  |   |                                 |   |
|---|--|---|---------------------------------|---|
| <b>B</b> Check if applicable<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Termination<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | Please use IRS label or print or type<br><br>See Specific Instructions | <b>C Name of organization</b><br><b>BROWN LEDGE FOUNDATION</b><br>Doing Business As                             |                                 | <b>D Employer identification number</b><br>04-3351055   |
|   |  | Number and street (or P O box if mail is not delivered to street address) Room/suite<br><b>25 WILSON STREET</b> |                                 | <b>E Telephone number</b><br>802 862 2442   |
|   |  | City or town, state or country, and ZIP + 4<br><b>BURLINGTON, VT 05401</b>                                      |                                 | <b>G Gross receipts \$</b> 1,465,571.   |
|   |  | <b>F Name and address of principal officer:</b>   |                                 | <b>H(a) Is this a group return for affiliates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><b>H(b) Are all affiliates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list. (see instructions)<br><b>H(c) Group exemption number</b> ▶ |
| <b>I Tax-exempt status:</b> <input checked="" type="checkbox"/> 501(c) ( 3 ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527   |  |   |                                 |   |
| <b>J Website:</b> ▶ N/A   |  |   |                                 |   |
| <b>K Type of organization</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶  |  |   | <b>L Year of formation</b> 1996 | <b>M State of legal domicile</b> VT   |

## Part I Summary

|                             |  |   |                   |              |
|-----------------------------|--|---|-------------------|--------------|
| Activities & Governance     | 1  | Briefly describe the organization's mission or most significant activities: <u>SUMMER CAMP</u>                                      |                   |              |
|                             | 2  | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets. |                   |              |
|                             | 3  | Number of voting members of the governing body (Part VI, line 1a)   | 3                 | 13           |
|                             | 4  | Number of independent voting members of the governing body (Part VI, line 1b)   | 4                 | 13           |
|                             | 5  | Total number of employees (Part V, line 2a)   | 5                 | 96           |
|                             | 6  | Total number of volunteers (estimate if necessary)  | 6                 |              |
|                             | 7a   | Total gross unrelated business revenue from Part VIII, line 12, column (b)  | 7a                | 0.           |
| 7b                          | Net unrelated business taxable income from Form 990-T, line 34 | 7b  | 0.                |              |
| Revenue                     | 8  | Contributions and grants (Part VIII, line 1h)   | Prior Year        | Current Year |
|                             | 9  | Program service revenue (Part VIII, line 2g)  | 154,913.          | 130,995.     |
|                             | 10   | Investment income (Part VIII, column (A), lines 3, 4, and 7d)   | 1,276,395.        | 1,321,062.   |
|                             | 11   | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)  | 3,662.            | 4,070.       |
|                             | 12   | Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)  | 20,592.           | 7,951.       |
| Expenses                    | 13   | Grants and similar amounts paid (Part IX, column (A), lines 1-3)  | 1,455,562.        | 1,464,078.   |
|                             | 14   | Benefits paid to or for members (Part IX, column (A), line 4)   |                   |              |
|                             | 15   | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)   | 454,096.          | 610,370.     |
|                             | 16a  | Professional fundraising fees (Part IX, column (A), line 11e)   |                   |              |
|                             | 16b  | Total fundraising expenses (Part IX, column (D), line 25) ▶ 112,992.  |                   |              |
|                             | 17   | Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)  | 916,598.          | 971,606.     |
|                             | 18   | Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)   | 1,370,694.        | 1,581,976.   |
| Net Assets or Fund Balances | 19   | Revenue less expenses. Subtract line 18 from line 12  | 84,868.           | -117,898.    |
|                             | 20   | Total assets (Part X, line 16)  | Beginning of Year | End of Year  |
|                             | 21   | Total liabilities (Part X, line 26)   | 2,362,791.        | 2,335,389.   |
|                             | 22   | Net assets or fund balances. Subtract line 21 from line 20  | 410,496.          | 500,903.     |
|                             |  |   | 1,952,295.        | 1,834,486.   |



## Part II Signature Block

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

Sign Here ▶ William Neilsen Signature of officer Date 8/14/09

▶ WILLIAM NEILSEN, TREASURER Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ John Chaw... Date 08/12/09 Check if self-employed

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ VAN BLARCOM AND HARRISON, LLP  
P.O. BOX 1330  
STOWE, VERMONT 05672

EIN ▶ \_\_\_\_\_ Phone no ▶ 802-253-4822

May the IRS discuss this return with the preparer shown above? (see instructions)  Yes  No

G1517

Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission:
RUN A SUMMER CAMP FOR GIRLS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [ ] Yes [X] No

If "Yes", describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No

If "Yes", describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 1,366,798. including grants of \$ ) (Revenue \$ )
ORGANIZATION RUNS A SUMMER CAMP IN VERMONT

4b (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4c (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4d Other program services. (Describe in Schedule O.)
(Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses \$ 1,366,798. (Must equal Part IX, Line 25, column (B).)

**Part IV Checklist of Required Schedules**

|  | Yes | No |
|--|-----|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)?<br><i>If "Yes," complete Schedule A</i>  | X   |    |
| 2 Is the organization required to complete Schedule B, Schedule of Contributors?   | X   |    |
| 3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>  |     | X  |
| 4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>  |     | X  |
| 5 <b>Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.</b> Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>  |     |    |
| 6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>   |     | X  |
| 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>  |     | X  |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>   |     | X  |
| 9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>                             |     | X  |
| 10 Did the organization hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>  |     | X  |
| 11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25?<br><i>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>  | X   |    |
| 12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>  |     | X  |
| 13 Is the organization a school as described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>   |     | X  |
| 14a Did the organization maintain an office, employees, or agents outside of the U.S.?   |     | X  |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? <i>If "Yes," complete Schedule F, Part I</i>  |     | X  |
| 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>  |     | X  |
| 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>  |     | X  |
| 17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? <i>If "Yes," complete Schedule G, Part I</i>   |     | X  |
| 18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>   |     | X  |
| 19 Did the organization report more than \$15,000 on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>  |     | X  |
| 20 Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>  |     | X  |
| 21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>  |     | X  |
| 22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>   |     | X  |
| 23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? <i>If "Yes," complete Schedule J</i>  |     | X  |
| 24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25</i> |     | X  |
| b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?  |     |    |
| c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?   |     |    |
| d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?  |     |    |
| 25a <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>  |     | X  |
| b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? <i>If "Yes," complete Schedule L, Part I</i>  |     | X  |
| 26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>   |     | X  |
| 27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>   |     | X  |

**Part IV Checklist of Required Schedules** (continued)

|   | Yes | No |
|---|-----|----|
| <b>28</b> During the tax year, did any person who is a current or former officer, director, trustee, or key employee:   |     |    |
| <b>a</b> Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? <i>If "Yes," complete Schedule L, Part IV</i> |     | X  |
| <b>b</b> Have a family member who had a direct or indirect business relationship with the organization?<br><i>If "Yes," complete Schedule L, Part IV</i>  |     | X  |
| <b>c</b> Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? <i>If "Yes," complete Schedule L, Part IV</i>   |     | X  |
| <b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>   | X   |    |
| <b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>   |     | X  |
| <b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations?<br><i>If "Yes," complete Schedule N, Part I</i>  |     | X  |
| <b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>   |     | X  |
| <b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>   |     | X  |
| <b>34</b> Was the organization related to any tax-exempt or taxable entity?<br><i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>   |     | X  |
| <b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)?<br><i>If "Yes," complete Schedule R, Part V, line 2</i>   |     | X  |
| <b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization?<br><i>If "Yes," complete Schedule R, Part V, line 2</i>   |     | X  |
| <b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>  |     | X  |

Form 990 (2008)



**Part VI Governance, Management, and Disclosure** (Sections A, B, and C request information about policies not required by the Internal Revenue Code)

**Section A. Governing Body and Management**

For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

|           |   | Yes | No |
|-----------|---|-----|----|
| <b>1a</b> | Enter the number of voting members of the governing body  |     |    |
| <b>1b</b> | Enter the number of voting members that are independent   |     |    |
| <b>2</b>  | Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?   |     | X  |
| <b>3</b>  | Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? |     | X  |
| <b>4</b>  | Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?   |     | X  |
| <b>5</b>  | Did the organization become aware during the year of a material diversion of the organization's assets?   |     | X  |
| <b>6</b>  | Does the organization have members or stockholders?   |     | X  |
| <b>7a</b> | Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?   |     | X  |
| <b>7b</b> | Are any decisions of the governing body subject to approval by members, stockholders, or other persons?   |     | X  |
| <b>8</b>  | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:   |     |    |
| <b>8a</b> | The governing body?   | X   |    |
| <b>8b</b> | Each committee with authority to act on behalf of the governing body?   | X   |    |
| <b>9a</b> | Does the organization have local chapters, branches, or affiliates?   |     | X  |
| <b>9b</b> | If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?  |     |    |
| <b>10</b> | Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990       | X   |    |
| <b>11</b> | Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O      |     | X  |

**Section B. Policies**

|            |  | Yes | No |
|------------|--|-----|----|
| <b>12a</b> | Does the organization have a written conflict of interest policy? If "No," go to line 13   | X   |    |
| <b>12b</b> | Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?  | X   |    |
| <b>12c</b> | Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done   | X   |    |
| <b>13</b>  | Does the organization have a written whistleblower policy?   | X   |    |
| <b>14</b>  | Does the organization have a written document retention and destruction policy?  |     | X  |
| <b>15</b>  | Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision:   |     |    |
| <b>15a</b> | The organization's CEO, Executive Director, or top management official?  |     | X  |
| <b>15b</b> | Other officers or key employees of the organization? Describe the process in Schedule O. (see instructions)  |     | X  |
| <b>16a</b> | Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?  |     | X  |
| <b>16b</b> | If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? |     |    |

**Section C. Disclosure**

**17** List the states with which a copy of this Form 990 is required to be filed **NONE**

**18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.  
 Own website     Another's website     Upon request

**19** Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

**20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **WILLIAM NEILSON - 802-862-2442**  
**25 WILSON STREET, BURLINGTON, VT 05401**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if the organization did not compensate any officer, director, trustee, or key employee.

| (A)<br>Name and Title                  | (B)<br>Average hours per week | (C)<br>Position (check all that apply) |                       |         |              |                              |         | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|--|-------------------------------|--|-----------------------|---------|--------------|------------------------------|---------|--|---|---|
|  |                               | Individual trustee or director         | Institutional trustee | Officer | Key employee | Highest compensated employee | Former  |  |   |   |
| KIMBERLY MCMANUS<br>DIRECTOR           | 1.00                          |  |                       |         |              |                              | 44,250. | 0.   | 0.  |   |
| GREGG DONOGHUE<br>DIRECTOR             |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| WILLIAM NEILSON<br>TREASURER           | 40.00                         |  |                       |         |              |                              | 93,319. | 0.   | 0.  |   |
| SARAH ASHWORTH<br>DIRECTOR             |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| EMILY MAGGS ORBEN<br>SECRETARY         |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| GREG SNEDEKER<br>DIRECTOR              |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| JENNIFER MAJANGOS SPENCE<br>DIRECTOR   |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| JOSH PODVIN<br>DIRECTOR                |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| BOBBI COLLINS DEGNAN<br>VICE PRESIDENT |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| DOROTHY SCHMALZ<br>DIRECTOR            |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| CARA JACOBSTEIN ZIMMERMA<br>PRESIDENT  |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| ELIZABETH STRIMPLE<br>DIRECTOR         |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
| SARAH MAGGS RILEY<br>DIRECTOR          |                               |  |                       |         |              |                              | 0.      | 0.   | 0.  |   |
|  |                               |  |                       |         |              |                              |         |  |   |   |
|  |                               |  |                       |         |              |                              |         |  |   |   |
|  |                               |  |                       |         |              |                              |         |  |   |   |
|  |                               |  |                       |         |              |                              |         |  |   |   |



**Part VIII Statement of Revenue**

|  |   |   |                      | (A)<br>Total revenue | (B)<br>Related or<br>exempt function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from<br>tax under<br>sections 512,<br>513, or 514 |      |
|--|---|---|----------------------|----------------------|---|---|--|------|
| <b>Contributions, gifts, grants and other similar amounts</b>                    | <b>1 a</b> Federated campaigns  | <b>1a</b>   |                      |                      |   |   |  |      |
|  | <b>b</b> Membership dues  | <b>1b</b>   |                      |                      |   |   |  |      |
|  | <b>c</b> Fundraising events   | <b>1c</b>   |                      |                      |   |   |  |      |
|  | <b>d</b> Related organizations  | <b>1d</b>   |                      |                      |   |   |  |      |
|  | <b>e</b> Government grants (contributions)  | <b>1e</b>   |                      |                      |   |   |  |      |
|  | <b>f</b> All other contributions, gifts, grants, and similar amounts not included above   | <b>1f</b>   | 130,995.             |                      |   |   |  |      |
|  | <b>g</b> Noncash contributions included in lines 1a-1f \$   |   | 14,042.              |                      |   |   |  |      |
|  | <b>h Total. Add lines 1a-1f</b>   |   |                      | 130,995.             |   |   |  |      |
|  | <b>Program Service Revenue</b>  | <b>2 a</b> <u>CAMPERS TUITION</u>                     | <b>Business Code</b> | 713990               | 1321062.  | 1321062.                                |  |      |
| <b>b</b> _____   |   |   |                      |                      |   |   |  |      |
| <b>c</b> _____   |   |   |                      |                      |   |   |  |      |
| <b>d</b> _____   |   |   |                      |                      |   |   |  |      |
| <b>e</b> _____   |   |   |                      |                      |   |   |  |      |
| <b>f</b> All other program service revenue                                       |   |   |                      |                      |   |   |  |      |
| <b>g Total. Add lines 2a-2f</b>  |   |   |                      | 1321062.             |   |   |  |      |
| <b>Other Revenue</b>   | <b>3</b> Investment income (including dividends, interest, and other similar amounts)   |   |                      | 3,349.               |   |   | 3,349.   |      |
|  | <b>4</b> Income from investment of tax-exempt bond proceeds   |   |                      |                      |   |   |  |      |
|  | <b>5</b> Royalties  |   |                      |                      |   |   |  |      |
|  | <b>6 a</b> Gross Rents  | (i) Real  | (ii) Personal        |                      |   |   |  |      |
|  |   | <b>b</b> Less: rental expenses                        |                      |                      |   |   |  |      |
|  |   | <b>c</b> Rental income or (loss)                      |                      |                      |   |   |  |      |
|  |   | <b>d</b> Net rental income or (loss)                  |                      |                      |   |   |  |      |
|  | <b>7 a</b> Gross amount from sales of assets other than inventory   | (i) Securities  | (ii) Other           |                      |   |   |  |      |
|  |   | <b>b</b> Less: cost or other basis and sales expenses |                      |                      |   |   |  |      |
|  |   | <b>c</b> Gain or (loss)                               |                      |                      |   |   |  |      |
|  |   | <b>d</b> Net gain or (loss)                           |                      |                      | 721.  | -40.                                    |  | 761. |
|  | <b>8 a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 | <b>a</b>  |                      | 7,951.               |   |   |  |      |
|  |   | <b>b</b> Less: direct expenses                        |                      |                      |   |   |  |      |
|  |   | <b>c</b> Net income or (loss) from fundraising events |                      |                      | 7,951.  | 7,951.                                  |  |      |
|  | <b>9 a</b> Gross income from gaming activities. See Part IV, line 19  | <b>a</b>  |                      |                      |   |   |  |      |
| <b>b</b> Less: direct expenses   |   |   |                      |                      |   |   |  |      |
| <b>c</b> Net income or (loss) from gaming activities                             |   |   |                      |                      |   |   |  |      |
| <b>10 a</b> Gross sales of inventory, less returns and allowances                | <b>a</b>  |   |                      |                      |   |   |  |      |
|  | <b>b</b> Less: cost of goods sold   |   |                      |                      |   |   |  |      |
|  | <b>c</b> Net income or (loss) from sales of inventory   |   |                      |                      |   |   |  |      |
| <b>Miscellaneous Revenue</b>   |   |   | <b>Business Code</b> |                      |   |   |  |      |
| <b>11 a</b> _____  |   |   |                      |                      |   |   |  |      |
|  | <b>b</b> _____  |   |                      |                      |   |   |  |      |
|  | <b>c</b> _____  |   |                      |                      |   |   |  |      |
|  | <b>d</b> All other revenue  |   |                      |                      |   |   |  |      |
|  | <b>e Total. Add lines 11a-11d</b>   |   |                      |                      |   |   |  |      |
| <b>12 Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e</b> |   |   |                      | 1464078.             | 1328973.  | 0.                                      | 4,110.   |      |

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.  | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|---|-----------------------|---------------------------------|--|-----------------------------|
| 1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21   |                       |                                 |  |                             |
| 2 Grants and other assistance to individuals in the U.S. See Part IV, line 22   |                       |                                 |  |                             |
| 3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16  |                       |                                 |  |                             |
| 4 Benefits paid to or for members   |                       |                                 |  |                             |
| 5 Compensation of current officers, directors, trustees, and key employees  | 96,319.               | 57,791.                         | 28,896.                                | 9,632.                      |
| 6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)   |                       |                                 |  |                             |
| 7 Other salaries and wages  | 461,763.              | 375,461.                        | 30,022.                                | 56,280.                     |
| 8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)   |                       |                                 |  |                             |
| 9 Other employee benefits   | 12,301.               | 4,459.                          | 3,998.                                 | 3,844.                      |
| 10 Payroll taxes  | 39,987.               | 30,336.                         | 4,590.                                 | 5,061.                      |
| 11 Fees for services (non-employees):   |                       |                                 |  |                             |
| a Management  |                       |                                 |  |                             |
| b Legal   | 5,782.                |                                 | 5,782.                                 |                             |
| c Accounting  | 2,240.                |                                 | 2,240.                                 |                             |
| d Lobbying  |                       |                                 |  |                             |
| e Professional fundraising services See Part IV, line 17  |                       |                                 |  |                             |
| f Investment management fees  |                       |                                 |  |                             |
| g Other   |                       |                                 |  |                             |
| 12 Advertising and promotion  | 35,407.               | 33,416.                         |  | 1,991.                      |
| 13 Office expenses  | 33,026.               |                                 |  | 33,026.                     |
| 14 Information technology   |                       |                                 |  |                             |
| 15 Royalties  |                       |                                 |  |                             |
| 16 Occupancy  | 148,643.              | 148,643.                        |  |                             |
| 17 Travel   |                       |                                 |  |                             |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials   |                       |                                 |  |                             |
| 19 Conferences, conventions, and meetings   |                       |                                 |  |                             |
| 20 Interest   | 9,971.                | 9,971.                          |  |                             |
| 21 Payments to affiliates   |                       |                                 |  |                             |
| 22 Depreciation, depletion, and amortization  | 106,855.              | 106,855.                        |  |                             |
| 23 Insurance  | 82,442.               | 82,442.                         |  |                             |
| 24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)   |                       |                                 |  |                             |
| a DEPARTMENT EXPENSE  | 434,161.              | 434,161.                        |  |                             |
| b TRANSPORTATION  | 36,291.               | 36,291.                         |  |                             |
| c CREDIT CARD EXPENSES  | 22,709.               |                                 | 22,709.                                |                             |
| d OFFICE SUPPLIES & EXPEN   | 20,255.               | 16,203.                         | 2,026.                                 | 2,026.                      |
| e TELEPHONE   | 11,322.               | 9,058.                          | 1,132.                                 | 1,132.                      |
| f All other expenses  | 22,502.               | 21,711.                         | 791.                                   |                             |
| 25 Total functional expenses. Add lines 1 through 24f   | 1,581,976.            | 1,366,798.                      | 102,186.                               | 112,992.                    |
| 26 Joint Costs Check here <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation |                       |                                 |  |                             |

**Part X Balance Sheet**

|  |  | (A)<br>Beginning of year |            | (B)<br>End of year |
|--|--|--------------------------|------------|--------------------|
| <b>Assets</b>  | <b>1</b> Cash - non-interest-bearing   | 28,017.                  | <b>1</b>   | 35,117.            |
|  | <b>2</b> Savings and temporary cash investments  | 80,804.                  | <b>2</b>   | 13,490.            |
|  | <b>3</b> Pledges and grants receivable, net  |                          | <b>3</b>   |                    |
|  | <b>4</b> Accounts receivable, net  | 4,729.                   | <b>4</b>   | 53,114.            |
|  | <b>5</b> Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L                            |                          | <b>5</b>   |                    |
|  | <b>6</b> Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L      |                          | <b>6</b>   |                    |
|  | <b>7</b> Notes and loans receivable, net   |                          | <b>7</b>   |                    |
|  | <b>8</b> Inventories for sale or use   |                          | <b>8</b>   |                    |
|  | <b>9</b> Prepaid expenses and deferred charges   | 19,704.                  | <b>9</b>   | 28,025.            |
|  | <b>10a</b> Land, buildings, and equipment: cost basis  | <b>10a</b> 3,047,200.    |            |                    |
|  | <b>b</b> Less: accumulated depreciation. Complete Part VI of Schedule D  | <b>10b</b> 871,428.      | <b>10c</b> |                    |
|  | <b>11</b> Investments - publicly traded securities   | 2,215,123.               | <b>11</b>  | 2,175,772.         |
|  | <b>12</b> Investments - other securities See Part IV, line 11  | 11,816.                  | <b>12</b>  | 27,273.            |
|  | <b>13</b> Investments - program-related. See Part IV, line 11  |                          | <b>13</b>  |                    |
|  | <b>14</b> Intangible assets  |                          | <b>14</b>  |                    |
|  | <b>15</b> Other assets. See Part IV, line 11   | 2,598.                   | <b>15</b>  | 2,598.             |
| <b>16</b> <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) | 2,362,791.   | <b>16</b>                | 2,335,389. |                    |
| <b>Liabilities</b>   | <b>17</b> Accounts payable and accrued expenses  | 13,147.                  | <b>17</b>  | 76,979.            |
|  | <b>18</b> Grants payable   |                          | <b>18</b>  |                    |
|  | <b>19</b> Deferred revenue   |                          | <b>19</b>  |                    |
|  | <b>20</b> Tax-exempt bond liabilities  |                          | <b>20</b>  |                    |
|  | <b>21</b> Escrow account liability. Complete Part IV of Schedule D   |                          | <b>21</b>  |                    |
|  | <b>22</b> Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L |                          | <b>22</b>  |                    |
|  | <b>23</b> Secured mortgages and notes payable to unrelated third parties   | 159,849.                 | <b>23</b>  | 134,544.           |
|  | <b>24</b> Unsecured notes and loans payable  |                          | <b>24</b>  | 55,000.            |
| <b>25</b> Other liabilities. Complete Part X of Schedule D                 | 237,500.   | <b>25</b>                | 234,380.   |                    |
| <b>26</b> <b>Total liabilities.</b> Add lines 17 through 25                | 410,496.   | <b>26</b>                | 500,903.   |                    |
| <b>Net Assets or Fund Balances</b>   | <b>Organizations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>                                   |                          |            |                    |
|  | <b>27</b> Unrestricted net assets  |                          | <b>27</b>  |                    |
|  | <b>28</b> Temporarily restricted net assets  |                          | <b>28</b>  |                    |
|  | <b>29</b> Permanently restricted net assets  |                          | <b>29</b>  |                    |
|  | <b>Organizations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 30 through 34.</b>                                      |                          |            |                    |
|  | <b>30</b> Capital stock or trust principal, or current funds   | 1,952,295.               | <b>30</b>  | 1,834,486.         |
|  | <b>31</b> Paid-in or capital surplus, or land, building, or equipment fund   | 0.                       | <b>31</b>  | 0.                 |
|  | <b>32</b> Retained earnings, endowment, accumulated income, or other funds   | 0.                       | <b>32</b>  | 0.                 |
| <b>33</b> <b>Total net assets or fund balances</b>                         | 1,952,295.   | <b>33</b>                | 1,834,486. |                    |
| <b>34</b> <b>Total liabilities and net assets/fund balances</b>            | 2,362,791.   | <b>34</b>                | 2,335,389. |                    |

**Part XI Financial Statements and Reporting**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other  |     |    |
| <b>2a</b> Were the organization's financial statements compiled or reviewed by an independent accountant?  | X   |    |
| <b>b</b> Were the organization's financial statements audited by an independent accountant?  |     | X  |
| <b>c</b> If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? |     | X  |
| <b>3a</b> As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?   |     | X  |
| <b>b</b> If "Yes," did the organization undergo the required audit or audits?  |     |    |

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

OMB No 1545-0047

To be completed by all section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.

**2008**  
Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

|   |   |
|---|---|
| <b>Name of the organization</b><br>BROWN LEDGE FOUNDATION | <b>Employer identification number</b><br>04-3351055 |
|---|---|

**Part I Reason for Public Charity Status** (All organizations must complete this part.) (see instructions)

The organization is not a private foundation because it is: (Please check only one organization.)

- 1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**. (Attach Schedule H.)
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9  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 exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete the Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**. (see instructions)
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I                      b  Type II                      c  Type III - Functionally integrated                      d  Type III - Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
  - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
  - (ii) A family member of a person described in (i) above?
  - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the organizations the organization supports.

|                 | Yes | No |
|-----------------|-----|----|
| <b>11g(i)</b>   |     |    |
| <b>11g(ii)</b>  |     |    |
| <b>11g(iii)</b> |     |    |

| (i) Name of supported organization | (ii) EIN | (iii) Type of organization (described on lines 1-9 above or IRC section (see instructions)) | (iv) Is the organization in col (i) listed in your governing document? |    | (v) Did you notify the organization in col (i) of your support? |    | (vi) Is the organization in col (i) organized in the U S? |    | (vii) Amount of support |
|------------------------------------|----------|---|--|----|---|----|---|----|-------------------------|
|                                    |          |   | Yes  | No | Yes   | No | Yes   | No |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
|                                    |          |   |  |    |   |    |   |    |                         |
| <b>Total</b>                       |          |   |  |    |   |    |   |    |                         |

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

| Calendar year (or fiscal year beginning in)▶   | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")  |          |          |          |          |          |           |
| <b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf   |          |          |          |          |          |           |
| <b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge   |          |          |          |          |          |           |
| <b>4 Total.</b> Add lines 1 - 3  |          |          |          |          |          |           |
| <b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) |          |          |          |          |          |           |
| <b>6 Public Support.</b> Subtract line 5 from line 4   |          |          |          |          |          |           |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in)▶   | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008  | (f) Total |
|--|----------|----------|----------|----------|-----------|-----------|
| <b>7</b> Amounts from line 4   |          |          |          |          |           |           |
| <b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources  |          |          |          |          |           |           |
| <b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on  |          |          |          |          |           |           |
| <b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)  |          |          |          |          |           |           |
| <b>11 Total support.</b> Add lines 7 through 10  |          |          |          |          |           |           |
| <b>12</b> Gross receipts from related activities, etc. (see instructions)  |          |          |          |          | <b>12</b> |           |
| <b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/> |          |          |          |          |           |           |

**Section C. Computation of Public Support Percentage**

|   |           |   |
|---|-----------|---|
| <b>14</b> Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))  | <b>14</b> | % |
| <b>15</b> Public support percentage from 2007 Schedule A, Part IV-A, line 26f   | <b>15</b> | % |
| <b>16a 33 1/3% support test - 2008.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>  |           |   |
| <b>b 33 1/3% support test - 2007.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>   |           |   |
| <b>17a 10% -facts-and-circumstances test - 2008.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>    |           |   |
| <b>b 10% -facts-and-circumstances test - 2007.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/> |           |   |
| <b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>   |           |   |

**Part III Support Schedule for Organizations Described in Section 509(a)(2)** (Complete only if you checked the box on line 9 of Part I)

**Section A. Public Support**

| Calendar year (or fiscal year beginning in)▶  | (a) 2004   | (b) 2005   | (c) 2006   | (d) 2007   | (e) 2008   | (f) Total  |
|---|------------|------------|------------|------------|------------|------------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")   | 273,409.   | 146,957.   | 165,670.   | 154,913.   | 130,995.   | 871,944.   |
| <b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose       | 1,063,532. | 1,041,734. | 1,128,316. | 1,276,395. | 1,321,062. | 5,831,039. |
| <b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513   |            |            |            |            |            |            |
| <b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf  |            |            |            |            |            |            |
| <b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge  |            |            |            |            |            |            |
| <b>6 Total.</b> Add lines 1 - 5   | 1,336,941. | 1,188,691. | 1,293,986. | 1,431,308. | 1,452,057. | 6,702,983. |
| <b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons  |            |            |            |            |            |            |
| <b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000 |            |            |            |            |            |            |
| <b>c</b> Add lines 7a and 7b  |            |            |            |            |            |            |
| <b>8 Public support</b> (Subtract line 7c from line 6)  |            |            |            |            |            | 6,702,983. |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in)▶  | (a) 2004   | (b) 2005   | (c) 2006   | (d) 2007   | (e) 2008   | (f) Total  |
|---|------------|------------|------------|------------|------------|------------|
| <b>9</b> Amounts from line 6  | 1,336,941. | 1,188,691. | 1,293,986. | 1,431,308. | 1,452,057. | 6,702,983. |
| <b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | 672.       | 1,001.     | 1,593.     | 3,370.     | 3,349.     | 9,985.     |
| <b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                          |            |            |            |            |            |            |
| <b>c</b> Add lines 10a and 10b  | 672.       | 1,001.     | 1,593.     | 3,370.     | 3,349.     | 9,985.     |
| <b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on     |            |            |            |            |            |            |
| <b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                 | 3,629.     | -4,242.    | 125.       | 20,592.    | 8,712.     | 28,816.    |
| <b>13 Total support</b> (Add lines 9, 10c, 11, and 12)  |            |            |            |            |            | 6,741,784. |

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

**Section C. Computation of Public Support Percentage**

|  |           |         |
|--|-----------|---------|
| <b>15</b> Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f)) | <b>15</b> | 99.42 % |
| <b>16</b> Public support percentage from 2007 Schedule A, Part IV-A, line 27g                    | <b>16</b> | 99.96 % |

**Section D. Computation of Investment Income Percentage**

|   |           |       |
|---|-----------|-------|
| <b>17</b> Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f)) | <b>17</b> | .15 % |
| <b>18</b> Investment income percentage from 2007 Schedule A, Part IV-A, line 27h                      | <b>18</b> | .10 % |

**19a 33 1/3% support tests - 2008.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**b 33 1/3% support tests - 2007.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**Schedule D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

▶ Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

OMB No 1545-0047

**2008**

Open to Public Inspection

Name of the organization **BROWN LEDGE FOUNDATION** Employer identification number **04-3351055**

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

|   | (a) Donor advised funds | (b) Funds and other accounts                             |
|---|-------------------------|--|
| 1 Total number at end of year   |                         |  |
| 2 Aggregate contributions to (during year)  |                         |  |
| 3 Aggregate grants from (during year)   |                         |  |
| 4 Aggregate value at end of year  |                         |  |
| 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?                                |                         | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit? |                         | <input type="checkbox"/> Yes <input type="checkbox"/> No |

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or pleasure)  Preservation of an historically important land area

Protection of natural habitat  Preservation of certified historic structure

Preservation of open space

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

|  | Held at the End of the Year |
|--|-----------------------------|
| a Total number of conservation easements   | 2a                          |
| b Total acreage restricted by conservation easements                                 | 2b                          |
| c Number of conservation easements on a certified historic structure included in (a) | 2c                          |
| d Number of conservation easements included in (c) acquired after 8/17/06            | 2d                          |

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds?  Yes  No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶ \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ▶ \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  Yes  No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X ▶ \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ \_\_\_\_\_

b Assets included in Form 990, Part X ▶ \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a  Public exhibition
- b  Scholarly research
- c  Preservation for future generations
- d  Loan or exchange programs
- e  Other \_\_\_\_\_

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Trust, Escrow and Custodial Arrangements.** Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

|    | Amount |
|----|--------|
| 1c |        |
| 1d |        |
| 1e |        |
| 1f |        |

- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance

2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

b If "Yes," explain the arrangement in Part XIV.

**Part V Endowment Funds.** Complete if organization answered "Yes" to Form 990, Part IV, line 10.

|  | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance                     |                  |                |                    |                      |                     |
| b Contributions                                  |                  |                |                    |                      |                     |
| c Investment earnings or losses                  |                  |                |                    |                      |                     |
| d Grants or scholarships                         |                  |                |                    |                      |                     |
| e Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| f Administrative expenses                        |                  |                |                    |                      |                     |
| g End of year balance                            |                  |                |                    |                      |                     |

2 Provide the estimated percentage of the year end balance held as:

- a Board designated or quasi-endowment ▶ \_\_\_\_\_ %
- b Permanent endowment ▶ \_\_\_\_\_ %
- c Term endowment ▶ \_\_\_\_\_ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

|        | Yes | No |
|--------|-----|----|
| 3a(i)  |     |    |
| 3a(ii) |     |    |
| 3b     |     |    |

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds.

**Part VI Investments - Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

| Description of investment  | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------|----------------|
| 1a Land  | 225,171.                             |                                 |                  | 225,171.       |
| b Buildings  | 2,254,916.                           | 2,226,472.                      | 446,263.         | 1,808,653.     |
| c Leasehold improvements   |                                      |                                 |                  |                |
| d Equipment  | 567,113.                             |                                 | 425,165.         | 141,948.       |
| e Other  |                                      | 820,629.                        | 441,923.         | 378,706.       |
| <b>Total.</b> Add lines 1a-1e. (Column (d) should equal Form 990, Part X, column (B), line 10(c).) |                                      |                                 |                  | 2,554,478.     |

**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

| (a) Description of security or category<br>(including name of security)  | (b) Book value | (c) Method of valuation:<br>Cost or end-of-year market value |
|--|----------------|--|
| Financial derivatives and other financial products                       |                |  |
| Closely-held equity interests  |                |  |
| Other  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
| <b>Total.</b> (Col (b) should equal Form 990, Part X, col (B) line 12) ▶ |                |  |

**Part VIII Investments - Program Related.** See Form 990, Part X, line 13.

| (a) Description of investment type                                       | (b) Book value | (c) Method of valuation:<br>Cost or end-of-year market value |
|--|----------------|--|
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
|  |                |  |
| <b>Total.</b> (Col (b) should equal Form 990, Part X, col (B) line 13) ▶ |                |  |

**Part IX Other Assets.** See Form 990, Part X, line 15.

| (a) Description   | (b) Book value |
|---|----------------|
|   |                |
|   |                |
|   |                |
|   |                |
|   |                |
|   |                |
|   |                |
|   |                |
| <b>Total.</b> (Column (b) should equal Form 990, Part X, col (B) line 15) ▶ |                |

**Part X Other Liabilities.** See Form 990, Part X, line 25.

| (a) Description of liability   | (b) Amount |
|--|------------|
| Federal income taxes   |            |
| <b>DEFERRED REVENUE</b>  | 234,380.   |
|  |            |
|  |            |
|  |            |
|  |            |
|  |            |
|  |            |
| <b>Total.</b> (Column (b) should equal Form 990, Part X, col (B) line 25.) ▶ | 234,380.   |

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.



**SCHEDULE L**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Transactions with Interested Persons**

▶ Attach to Form 990 or Form 990-EZ.

▶ To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, lines 38a or 40b.

OMB No 1545-0047

**2008**

Open To Public Inspection

Name of the organization **BROWN LEDGE FOUNDATION** Employer identification number **04-3351055**

**Part I Excess Benefit Transactions** (section 501(c)(3) and section 501(c)(4) organizations only).

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

| 1 | (a) Name of disqualified person | (b) Description of transaction | (c) Corrected? |    |
|---|---------------------------------|--------------------------------|----------------|----|
|   |                                 |                                | Yes            | No |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ▶ \$ \_\_\_\_\_

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ \_\_\_\_\_

**Part II Loans to and/or From Interested Persons.**

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a.

| (a) Name of interested person and purpose | (b) Loan to or from the organization? |      | (c) Original principal amount | (d) Balance due | (e) In default? |    | (f) Approved by board or committee? |    | (g) Written agreement? |    |
|---|---------------------------------------|------|-------------------------------|-----------------|-----------------|----|-------------------------------------|----|------------------------|----|
|   | To                                    | From |                               |                 | Yes             | No | Yes                                 | No | Yes                    | No |
| MERCHANTS BANK                            | X                                     |      | 175,000.                      | 32,417.         |                 | X  |                                     | X  |                        | X  |
| MERCHANTS BANK                            | X                                     |      | 150,000.                      | 55,000.         |                 | X  |                                     | X  |                        | X  |
| MARION PALM                               | X                                     |      | 120,000.                      | 99,893.         |                 | X  |                                     | X  |                        | X  |
| KUBOTA CREDIT COR                         | X                                     |      | 13,401.                       | 2,234.          |                 | X  |                                     | X  |                        | X  |
| <b>Total</b>                              |                                       |      |                               | ▶ \$            | 189,544.        |    |                                     |    |                        |    |

**Part III Grants or Assistance Benefiting Interested Persons.**

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 27.

| (a) Name of interested person | (b) Relationship between interested person and the organization | (c) Amount of grant or type of assistance |
|-------------------------------|---|---|
|                               |   |   |
|                               |   |   |
|                               |   |   |
|                               |   |   |

**Part IV Business Transactions Involving Interested Persons.**

To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 28a, 28b, or 28c.

| (a) Name of interested person | (b) Relationship between interested person and the organization | (c) Amount of transaction | (d) Description of transaction | (e) Sharing of organization's revenues? |    |
|-------------------------------|---|---------------------------|--------------------------------|---|----|
|                               |   |                           |                                | Yes                                     | No |
|                               |   |                           |                                |   |    |
|                               |   |                           |                                |   |    |
|                               |   |                           |                                |   |    |
|                               |   |                           |                                |   |    |

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule L (Form 990 or 990-EZ) 2008

SEE SCHEDULE O FOR SCHEDULE L CONTINUATIONS

**SCHEDULE M  
(Form 990)**

**NonCash Contributions**

OMB No 1545-0047

**2008**  
Open to Public  
Inspection

Department of the Treasury  
Internal Revenue Service

▶ To be completed by organizations that answered  
"Yes" on Form 990, Part IV, lines 29 or 30.

▶ Attach to Form 990.

Name of the organization

**BROWN LEDGE FOUNDATION**

Employer identification number

**04-3351055**

**Part I Types of Property**

|  | (a)<br>Check if<br>applicable | (b)<br>Number of<br>contributions | (c)<br>Revenues reported on<br>Form 990, Part VIII, line 1g | (d)<br>Method of determining<br>revenues |
|--|-------------------------------|-----------------------------------|---|--|
| 1 Art - Works of art   |                               |                                   |   |  |
| 2 Art - Historical treasures                                 |                               |                                   |   |  |
| 3 Art - Fractional interests                                 |                               |                                   |   |  |
| 4 Books and publications                                     |                               |                                   |   |  |
| 5 Clothing and household goods                               |                               |                                   |   |  |
| 6 Cars and other vehicles                                    |                               |                                   |   |  |
| 7 Boats and planes   |                               |                                   |   |  |
| 8 Intellectual property                                      |                               |                                   |   |  |
| 9 Securities - Publicly traded                               | X                             | 4                                 | 14,042  | FMV                                      |
| 10 Securities - Closely held stock                           |                               |                                   |   |  |
| 11 Securities - Partnership, LLC, or trust interests         |                               |                                   |   |  |
| 12 Securities - Miscellaneous                                |                               |                                   |   |  |
| 13 Qualified conservation contribution (historic structures) |                               |                                   |   |  |
| 14 Qualified conservation contribution (other)               |                               |                                   |   |  |
| 15 Real estate - Residential                                 |                               |                                   |   |  |
| 16 Real estate - Commercial                                  |                               |                                   |   |  |
| 17 Real estate - Other                                       |                               |                                   |   |  |
| 18 Collectibles  |                               |                                   |   |  |
| 19 Food inventory  |                               |                                   |   |  |
| 20 Drugs and medical supplies                                |                               |                                   |   |  |
| 21 Taxidermy   |                               |                                   |   |  |
| 22 Historical artifacts                                      |                               |                                   |   |  |
| 23 Scientific specimens                                      |                               |                                   |   |  |
| 24 Archeological artifacts                                   |                               |                                   |   |  |
| 25 Other ( MISC )  | X                             | 5                                 | 7,951   | EST                                      |
| 26 Other ( )   |                               |                                   |   |  |
| 27 Other ( )   |                               |                                   |   |  |
| 28 Other ( )   |                               |                                   |   |  |

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgment

29

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

b If "Yes," describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b If "Yes," describe in Part II.

33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II.

|     | Yes | No |
|-----|-----|----|
| 30a |     | X  |
| 31  |     | X  |
| 32a |     | X  |
| 33  |     |    |

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) 2008

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

**2008**  
Open to Public  
Inspection

Name of the organization

BROWN LEDGE FOUNDATION

Employer identification number

04-3351055

FORM 990, PART VI, SECTION A, LINE 10: REVIEW BY DIRECTORS

FORM 990, PART VI, SECTION B, LINE 12C: WILLIAM NEILSON; 25 WILSON STREET;  
BURLINGTON, VT 05401

SCHEDULE L, PART II, LOANS TO AND FROM INTERESTED PERSONS:

(A) NAME OF PERSON: KUBOTA CREDIT CORP

## FOOTNOTES

STATEMENT 1

## DEPARTMENT EXPENSES:

|                          |          |
|--------------------------|----------|
| CAMPER STORE             | 32,440.  |
| RIDING DEPARTMENT:       |          |
| HORSE RENT               | 23,050.  |
| BARN EXPENSE             | 68,135.  |
|                          | 91,185.  |
| THEATRE DEPARTMENT:      | 21,729.  |
| KITCHEN:                 |          |
| FOOD                     | 98,713.  |
| SUPPLIES                 | 7,471.   |
| GENERAL                  | 8,125.   |
|                          | 114,309. |
| SPORTS & CRAFTS          | 53,842.  |
| INFIRMATY                | 4,103.   |
| SPECIAL ACTIVITIES/TRIPS | 105,441. |
| ALUMNI CAMP/ACTIVITIES   | 11,112.  |
| TOTAL DEPARTMENT EXPENSE | 434,161. |

**Depreciation and Amortization** 990  
(Including Information on Listed Property)

Department of the Treasury  
Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

Attachment  
Sequence No **67**

Name(s) shown on return

Business or activity to which this form relates

Identifying number

**BROWN LEDGE FOUNDATION**

**FORM 990 PAGE 10**

**04-3351055**

**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

|    |   |                              |                  |
|----|---|------------------------------|------------------|
| 1  | Maximum amount See the instructions for a higher limit for certain businesses   | 1                            | 250,000.         |
| 2  | Total cost of section 179 property placed in service (see instructions)   | 2                            |                  |
| 3  | Threshold cost of section 179 property before reduction in limitation   | 3                            | 800,000.         |
| 4  | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-  | 4                            |                  |
| 5  | Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions | 5                            |                  |
| 6  | (a) Description of property   | (b) Cost (business use only) | (c) Elected cost |
| 7  | Listed property. Enter the amount from line 29  | 7                            |                  |
| 8  | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7  | 8                            |                  |
| 9  | Tentative deduction. Enter the smaller of line 5 or line 8  | 9                            |                  |
| 10 | Carryover of disallowed deduction from line 13 of your 2007 Form 4562   | 10                           |                  |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5                                       | 11                           |                  |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11   | 12                           |                  |
| 13 | Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12   | 13                           |                  |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)**

|    |  |    |  |
|----|--|----|--|
| 14 | Special depreciation for qualified property (other than listed property) placed in service during the tax year | 14 |  |
| 15 | Property subject to section 168(f)(1) election   | 15 |  |
| 16 | Other depreciation (including ACRS)  | 16 |  |

**Part III MACRS Depreciation (Do not include listed property) (See instructions.)**

**Section A**

|    |   |    |                          |
|----|---|----|--------------------------|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2008  | 17 | 104,973.                 |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here |    | <input type="checkbox"/> |

**Section B - Assets Placed in Service During 2008 Tax Year Using the General Depreciation System**

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property            |                                      |  |                     |                |            |                            |
| b 5-year property              |                                      |  |                     |                |            |                            |
| c 7-year property              |                                      |  |                     |                |            |                            |
| d 10-year property             |                                      |  |                     |                |            |                            |
| e 15-year property             |                                      |  |                     |                |            |                            |
| f 20-year property             |                                      |  |                     |                |            |                            |
| g 25-year property             |                                      |  | 25 yrs.             |                | S/L        |                            |
| h Residential rental property  | /                                    |  | 27.5 yrs.           | MM             | S/L        |                            |
|                                | /                                    |  | 27.5 yrs.           | MM             | S/L        |                            |
| i Nonresidential real property | /                                    |  | 39 yrs.             | MM             | S/L        |                            |
|                                | /                                    |  |                     | MM             | S/L        |                            |

**Section C - Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System**

|                |         |         |         |    |     |        |
|----------------|---------|---------|---------|----|-----|--------|
| 20a Class life |         | 28,613. | VARIES  | HY | S/L | 1,842. |
| b 12-year      |         |         | 12 yrs. |    | S/L |        |
| c 40-year      | 12 / 08 | 38,741. | 40 yrs. | MM | S/L | 40.    |

**Part IV Summary (See instructions.)**

|    |  |    |          |
|----|--|----|----------|
| 21 | Listed property. Enter amount from line 28   | 21 |          |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 106,855. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs  | 23 |          |

**Part V Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)**

**24a** Do you have evidence to support the business/investment use claimed?  Yes  No **24b** If "Yes," is the evidence written?  Yes  No

| (a)<br>Type of property<br>(list vehicles first)  | (b)<br>Date<br>placed in<br>service | (c)<br>Business/<br>investment<br>use percentage | (d)<br>Cost or<br>other basis | (e)<br>Basis for depreciation<br>(business/investment<br>use only) | (f)<br>Recovery<br>period | (g)<br>Method/<br>Convention | (h)<br>Depreciation<br>deduction | (i)<br>Elected<br>section 179<br>cost |
|---|-------------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|
| <b>25</b> Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use |                                     |  |                               |  |                           |                              | <b>25</b>                        |                                       |
| <b>26</b> Property used more than 50% in a qualified business use:  |                                     |  |                               |  |                           |                              |                                  |                                       |
|   |                                     | %  |                               |  |                           |                              |                                  |                                       |
|   |                                     | %  |                               |  |                           |                              |                                  |                                       |
|   |                                     | %  |                               |  |                           |                              |                                  |                                       |
| <b>27</b> Property used 50% or less in a qualified business use:  |                                     |  |                               |  |                           |                              |                                  |                                       |
|   |                                     | %  |                               |  |                           | S/L -                        |                                  |                                       |
|   |                                     | %  |                               |  |                           | S/L -                        |                                  |                                       |
|   |                                     | %  |                               |  |                           | S/L -                        |                                  |                                       |
| <b>28</b> Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1   |                                     |  |                               |  |                           |                              | <b>28</b>                        |                                       |
| <b>29</b> Add amounts in column (i), line 26. Enter here and on line 7, page 1  |                                     |  |                               |  |                           |                              |                                  | <b>29</b>                             |

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

|   | (a)<br>Vehicle |    | (b)<br>Vehicle |    | (c)<br>Vehicle |    | (d)<br>Vehicle |    | (e)<br>Vehicle |    | (f)<br>Vehicle |    |
|---|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|
|   | Yes            | No | Yes            | No | Yes            | No | Yes            | No | Yes            | No | Yes            | No |
| <b>30</b> Total business/investment miles driven during the year (do not include commuting miles) |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>31</b> Total commuting miles driven during the year  |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>32</b> Total other personal (noncommuting) miles driven  |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>33</b> Total miles driven during the year.<br>Add lines 30 through 32                          |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>34</b> Was the vehicle available for personal use during off-duty hours?                       |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>35</b> Was the vehicle used primarily by a more than 5% owner or related person?               |                |    |                |    |                |    |                |    |                |    |                |    |
| <b>36</b> Is another vehicle available for personal use?  |                |    |                |    |                |    |                |    |                |    |                |    |

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

|  | Yes | No |
|--|-----|----|
| <b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?  |     |    |
| <b>38</b> Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners |     |    |
| <b>39</b> Do you treat all use of vehicles by employees as personal use?   |     |    |
| <b>40</b> Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?   |     |    |
| <b>41</b> Do you meet the requirements concerning qualified automobile demonstration use?  |     |    |

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

**Part VI Amortization**

| (a)<br>Description of costs  | (b)<br>Date amortization<br>begins | (c)<br>Amortizable<br>amount | (d)<br>Code<br>section | (e)<br>Amortization<br>period or percentage | (f)<br>Amortization<br>for this year |
|--|------------------------------------|------------------------------|------------------------|---|--------------------------------------|
| <b>42</b> Amortization of costs that begins during your 2008 tax year:               |                                    |                              |                        |   |                                      |
|  |                                    |                              |                        |   |                                      |
| <b>43</b> Amortization of costs that began before your 2008 tax year                 |                                    |                              |                        |   | <b>43</b>                            |
| <b>44</b> Total. Add amounts in column (f). See the instructions for where to report |                                    |                              |                        |   | <b>44</b>                            |