

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
2007
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 2007 calendar year, or tax year beginning 07/01, 2007, and ending 06/30/2008

B Check if applicable: Address change, Name change, Initial return, Termination, Amended return, Application pending. C Name of organization: RAINBOWS FOR ALL CHILDREN, INC. (D/B/A RAINBOWS). D Employer identification number: 36-3262836. E Telephone number: (847) 952-1770. F Accounting method: Cash, Accrual.

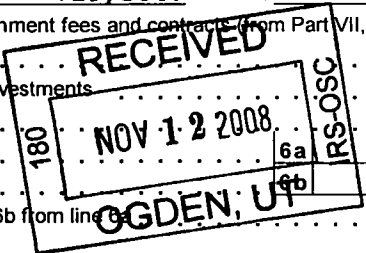
Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ). H and I are not applicable to section 527 organizations.

G Website: WWW.RAINBOWS.ORG. J Organization type (check only one): 501(c)(3). K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000.

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12: 1,409,218. M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF).

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

Table with 21 rows and 4 columns. Rows include: 1 Contributions, gifts, grants, and similar amounts received; 2 Program service revenue including government fees and contracts; 3 Membership dues and assessments; 4 Interest on savings and temporary cash investments; 5 Dividends and interest from securities; 6a Gross rents; 6b Less rental expenses; 6c Net rental income or (loss); 7 Other investment income; 8a Gross amount from sales of assets other than inventory; 8b Less: cost or other basis and sales expenses; 8c Gain or (loss) (attach schedule); 8d Net gain or (loss); 9 Special events and activities; 9a Gross revenue (not including \$205,302 of STMT 1 contributions reported on line 1b); 9b Less direct expenses other than fundraising expenses; 9c Net income or (loss) from special events; 10a Gross sales of inventory, less returns and allowances; 10b Less: cost of goods sold; 10c Gross profit or (loss) from sales of inventory; 11 Other revenue (from Part VII, line 103); 12 Total revenue; 13 Program services; 14 Management and general; 15 Fundraising; 16 Payments to affiliates; 17 Total expenses; 18 Excess or (deficit) for the year; 19 Net assets or fund balances at beginning of year; 20 Other changes in net assets or fund balances; 21 Net assets or fund balances at end of year.



SCANNED DEC 02 2008 Revenue Expenses Net Assets

Part II Statement of Functional Expenses

All organizations must complete column (A) Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See the instructions)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b	Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>				
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25a	Compensation of current officers, directors, key employees, etc listed in Part V-A	56,992.	54,142.	2,850.	
25b	Compensation of former officers, directors, key employees, etc listed in Part V-B				
25c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
26	Salaries and wages of employees not included on lines 25a, b, and c	455,497.	318,878.	102,143.	34,476.
27	Pension plan contributions not included on lines 25a, b, and c				
28	Employee benefits not included on lines 25a - 27				
29	Payroll taxes	43,719.	31,807.	8,971.	2,941.
30	Professional fundraising fees				
31	Accounting fees				
32	Legal fees	3,647.	3,647.		
33	Supplies	24,940.	22,446.	2,494.	
34	Telephone	15,701.	14,131.	1,570.	
35	Postage and shipping	7,505.	7,505.		
36	Occupancy	128,822.	113,363.	15,459.	
37	Equipment rental and maintenance	3,999.	3,999.		
38	Printing and publications				
39	Travel	3,234.	3,234.		
40	Conferences, conventions, and meetings				
41	Interest	15,257.		15,257.	
42	Depreciation, depletion, etc (attach schedule)	6,185.	6,185.		
43	Other expenses not covered above (itemize)				
43a	a STMT 4	296,905.	260,101.	36,804.	
43b	b				
43c	c				
43d	d				
43e	e				
43f	f				
43g	g				
44	Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15).	1,062,403.	839,438.	185,548.	37,417.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____;
 (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

<p>What is the organization's primary exempt purpose? ▶SEE STATEMENT 5</p> <p>All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)</p>	<p>Program Service Expenses (Required for 501(c)(3) and (4) orgs. and 4947(a)(1) trusts, but optional for others.)</p>
<p>a <u>RAINBOWS COLLABORATES WITH SCHOOLS AND FAITH COMMUNITIES TO OFFER GRIEF SUPPORT GROUPS FOR YOUTH THAT HAVE EXPERIENCED A LIFE-ALTERING LOSS IN THEIR FAMILY.</u></p> <p>----- ----- ----- ----- -----</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/></p>	<p>839,438.</p>
<p>b ----- ----- ----- ----- -----</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>c ----- ----- ----- ----- -----</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>d ----- ----- ----- ----- -----</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>e Other program services (attach schedule) (Grants and allocations \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/></p>	
<p>f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶</p>	<p>839,438.</p>

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only

		(A) Beginning of year		(B) End of year		
Assets	45	Cash - non-interest-bearing	45,323.	45	50,101.	
	46	Savings and temporary cash investments		46		
	47a	Accounts receivable	34,622.			
	b	Less: allowance for doubtful accounts		47c	34,622.	
	48a	Pledges receivable	78,736.			
	b	Less: allowance for doubtful accounts		48c	78,736.	
	49	Grants receivable		49		
	50a	Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		50a		
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)		50b		
	51a	Other notes and loans receivable (attach schedule)				
	b	Less: allowance for doubtful accounts		51c		
	52	Inventories for sale or use	176,250.	52	155,653.	
	53	Prepaid expenses and deferred charges	5,376.	53	12,053.	
	54a	Investments - publicly-traded securities			54a	
	b	Investments - other securities (attach schedule)			54b	
	55a	Investments - land, buildings, and equipment basis				
	b	Less: accumulated depreciation (attach schedule)			55c	
	56	Investments - other (attach schedule)			56	
	57a	Land, buildings, and equipment, basis (STMT 8)	112,694.			
b	Less: accumulated depreciation (attach schedule)					
58	Other assets, including program-related investments (describe STMT 9)	12,450.	58	13,251.		
59	Total assets (must equal line 74) Add lines 45 through 58	351,723.	59	353,748.		
Liabilities	60	Accounts payable and accrued expenses	182,754.	60	150,019.	
	61	Grants payable		61		
	62	Deferred revenue	517.	62	NONE	
	63	Loans from officers, directors, trustees, and key employees (attach schedule) (STMT 10)	58,364.	63	17,000.	
	64a	Tax-exempt bond liabilities (attach schedule)		64a		
	b	Mortgages and other notes payable (attach schedule) (STMT 11)	94,657.	64b	144,657.	
	65	Other liabilities (describe STMT 12)	26,595.	65	20,780.	
66	Total liabilities. Add lines 60 through 65	362,887.	66	332,456.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74					
	67	Unrestricted	-149,205.	67	-148,713.	
	68	Temporarily restricted	138,041.	68	170,005.	
	69	Permanently restricted		69		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74					
	70	Capital stock, trust principal, or current funds		70		
	71	Paid-in or capital surplus, or land, building, and equipment fund		71		
	72	Retained earnings, endowment, accumulated income, or other funds		72		
	73	Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21)	-11,164.	73	21,292.	
	74	Total liabilities and net assets/fund balances. Add lines 66 and 73	351,723.	74	353,748.	

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

- 75a Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings 18
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)
c Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization."
d Does the organization have a written conflict of interest policy?

Table with 2 columns: Yes, No. Rows 75a, 75b, 75c, 75d.

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

Table with 5 columns: (A) Name and address, (B) Loans and Advances, (C) Compensation (if not paid, enter -0-), (D) Contributions to employee benefit plans & deferred compensation plans, (E) Expense account and other allowances.

Part VI Other Information (See the instructions.)

- 76 Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change
77 Were any changes made in the organizing or governing documents but not reported to the IRS? STMT. 19
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?
78b If "Yes," has it filed a tax return on Form 990-T for this year?
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?
80b If "Yes," enter the name of the organization and check whether it is exempt or nonexempt
81a Enter direct and indirect political expenditures (See line 81 instructions)
81b Did the organization file Form 1120-POL for this year?

Table with 2 columns: Yes, No. Rows 76, 77, 78a, 78b, 79, 80a, 80b, 81a, 81b.

Part VI Other Information (continued)

		Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	X	
b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II (See instructions in Part III)			
82b	26,445,317		
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
83b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
84b	b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	
85a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	N/A	
85b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	N/A	
85c	Dues, assessments, and similar amounts from members	N/A	
85d	Section 162(e) lobbying and political expenditures	N/A	
85e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	N/A	
85f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	N/A	
85g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	N/A	
85h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	N/A	
86a	501(c)(7) orgs Enter a Initiation fees and capital contributions included on line 12	N/A	
86b	b Gross receipts, included on line 12, for public use of club facilities	N/A	
87a	501(c)(12) orgs Enter a Gross income from members or shareholders	N/A	
87b	b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	N/A	
88a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX		X
88b	b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		X
89a	501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 N/A; section 4912 N/A; section 4955 N/A		
89b	b 501(c)(3) and 501(c)(4) orgs Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		X
	c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958	N/A	
	d Enter Amount of tax on line 89c, above, reimbursed by the organization	N/A	
89e	e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
89f	f All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
89g	g For supporting organizations and sponsoring organizations maintaining donor advised funds Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
90a	List the states with which a copy of this return is filed IL		
90b	b Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)	13	
91a	The books are in care of SUZY YEHL MARTA Telephone no 847-952-1770		
	Located at 2100 GOLF ROAD #370 ROLLING MEADOWS, IL ZIP + 4 60008		
91b	b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country AUSTRALIA	X	
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? Yes No
 If "Yes," enter the name of the foreign country **AUSTRALIA**

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here
 and enter the amount of tax-exempt interest received or accrued during the tax year **92** N/A

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a VOLUNTEER					
b FACILITATOR TRAIN					31,755.
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	121.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events			01	54,989.	
102 Gross profit or (loss) from sales of inventory					273,274.
103 Other revenue: a					
b ROYALTIES			15	14,975.	
c OTHER INCOME			01	441.	
d					
e					
104 Subtotal (add columns (B), (D), and (E))				70,526.	305,029.
105 Total (add line 104, columns (B), (D), and (E))					375,555.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
▼	STMT 20

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

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

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions)

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

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity

Yes	No
	X

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

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No
	X

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

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No
	X

Please Sign Here

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

Signature of officer: Suzy Y. Mark Date: 10/30/08

Type or print name and title: SUZY Y. MARTA PRESIDENT

Paid Preparer's Use Only

Preparer's signature: Samuel L. Tankin Date: OCT 28 2008 Check if self-employed:

Firm's name (or yours if self-employed), address, and ZIP + 4: OSTROW REISIN BERK & ABRAMS, LTD. EIN: P00079651

455 N CITYFRONT PLAZA DR, STE 2600 Phone no: 36-2938874

CHICAGO, IL 60611-5379 Form **990** (2007)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

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

Supplementary Information - (See separate instructions.)

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

OMB No 1545-0047

2007

Name of the organization **RAINBOWS FOR ALL CHILDREN, INC.**
(D/B/A RAINBOWS)

Employer identification number
36-3262836

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE				
Total number of other employees paid over \$50,000 . . . ▶		NONE		

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms) If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		NONE

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services ▶		NONE

For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990 or 990-EZ) 2007

Part III Statements About Activities (See page 2 of the instructions.)

Yes No

1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ (Must equal amounts on line 38, Part VI-A, or line I of Part VI-B.)

1 X

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

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

a Sale, exchange, or leasing of property?

2a X

b Lending of money or other extension of credit?

2b X

c Furnishing of goods, services, or facilities?

2c X

d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?STMT . 21

2d X

e Transfer of any part of its income or assets?

2e X

3a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments)

3a X

b Did the organization have a section 403(b) annuity plan for its employees?

3b X

c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement

3c X

d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?

3d X

4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g

4a X

b Did the organization make any taxable distributions under section 4966?

4b

c Did the organization make a distribution to a donor, donor advisor, or related person?

4c

d Enter the total number of donor advised funds owned at the end of the tax year ▶ _____

e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ _____

f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the rights to provide advice on the distribution or investment of amounts in such funds or accounts ▶ _____

NONE

g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ _____

NONE

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6 A school Section 170(b)(1)(A)(ii). (Also complete Part V)
- 7 A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii) Enter the hospital's name, city, and state ►
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A)
- 11b A community trust. Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization.
 - Type I
 - Type II
 - Type III - Functionally Integrated
 - Type III - Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

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

- 14 An organization organized and operated to test for public safety Section 509(a)(4). (See page 8 of the instructions)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) *Use cash method of accounting.*

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)	478,927.	633,162.	404,844.	301,251.	1,818,184.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	823,583.	890,227.	816,780.	970,295.	3,500,885.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975.	2,313.	1,952.	1,475.	2,380.	8,120.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	1,304,823.	1,525,341.	1,223,099.	1,273,926.	5,327,189.
24 Line 23 minus line 17.	481,240.	635,114.	406,319.	303,631.	1,826,304.
25 Enter 1% of line 23.	13,048.	15,253.	12,231.	12,739.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 NQT APPLICABLE . . ▶					26a
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts ▶					26b
c Total support for section 509(a)(1) test: Enter line 24, column (e) ▶					26c
d Add. Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____ ▶					26d
e Public support (line 26c minus line 26d total) ▶					26e
f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) ▶					26f %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person" Do not file this list with your return. Enter the sum of such amounts for each year. (2006) _____ (2005) _____ (2004) _____ (2003) _____ b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11b, as well as individuals) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year (2006) <u>50,457.</u> (2005) <u>75,030.</u> (2004) <u>86,907.</u> (2003) <u>74,435.</u> c Add: Amounts from column (e) for lines: 15 <u>1,818,184.</u> 16 _____ 17 <u>3,500,885.</u> 20 _____ 21 _____ ▶					27c 5,319,069.
d Add Line 27a total. . . _____ and line 27b total . . <u>286,829.</u> ▶					27d 286,829.
e Public support (line 27c total minus line 27d total). ▶					27e 5,032,240.
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) ▶					27f 5,327,189.
g Public support percentage (line 27e (numerator) divided by line 27f (denominator)). ▶					27g 94.4633 %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ▶					27h 0.1524 %
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15.					

Part V Private School Questionnaire (See page 9 of the instructions.)

NOT APPLICABLE

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

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29	
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30	
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain (If you need more space, attach a separate statement) ----- ----- -----	31	
32 Does the organization maintain the following		
a Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d Copies of all material used by the organization or on its behalf to solicit contributions?	32d	
If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement) ----- -----		
33 Does the organization discriminate by race in any way with respect to		
a Students' rights or privileges?	33a	
b Admissions policies?	33b	
c Employment of faculty or administrative staff?	33c	
d Scholarships or other financial assistance?	33d	
e Educational policies?	33e	
f Use of facilities?	33f	
g Athletic programs?	33g	
h Other extracurricular activities?	33h	
If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement) ----- -----		
34 a Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement	34b	
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions)
 (To be completed **ONLY** by an eligible organization that filed Form 5768) **NOT APPLICABLE**

Check **a** if the organization belongs to an affiliated group. Check **b** if you checked "a" and "limited control" provisions apply

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for all electing organizations
(The term "expenditures" means amounts paid or incurred.)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying) . . .	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying) . . .	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	
41	Lobbying nontaxable amount Enter the amount from the following table - If the amount on line 40 is - The lobbying nontaxable amount is - Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 . . . \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 . . \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 . \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000	41	
42	Grassroots nontaxable amount (enter 25% of line 41)	42	
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

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

4-Year Averaging Period Under Section 501(h)

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

	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities **NOT APPLICABLE**
 (For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			

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

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 14 of the instructions.)

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

- a Transfers from the reporting organization to a noncharitable exempt organization of
(i) Cash
(ii) Other assets
b Other transactions
(i) Sales or exchanges of assets with a noncharitable exempt organization
(ii) Purchases of assets from a noncharitable exempt organization
(iii) Rental of facilities, equipment, or other assets
(iv) Reimbursement arrangements
(v) Loans or loan guarantees
(vi) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization.

Table with 3 columns: Question, Yes, No. Rows include 51a(i), a(ii), b(i), b(ii), b(iii), b(iv), b(v), b(vi), and c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

FORM 990, PART I - EXCLUDED CONTRIBUTIONS

DESCRIPTION

AMOUNT

139,536.
29,645.

17,830.
4,640.

13,651.

TOTAL

205,302.
=====

FORM 990, PART I - SPECIAL FUNDRAISING EVENTS AND ACTIVITIES

DESCRIPTION	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
ILLINOIS GOLF OUTING	100,364.	90,157.	10,207.
APPEAL LETTERS		2,958.	-2,958.
ILLINOIS OTHER	9,473.	10,823.	-1,350.
NEW JERSEY MARATHON	1,000.		1,000.
NEW JERSEY OTHER	7,015.	1,650.	5,365.
MARYLAND OTHER	2,847.	1,370.	1,477.
5K RUN	21,013.	2,866.	18,147.
MARYLAND GOLF OUTING	8,840.	11,076.	-2,236.
NEW JERSEY GOLF OUTING	8,800.	9,340.	-540.
CHICAGO MARATHON	19,142.	174.	18,968.
GEORGIA OTHER	586.	240.	346.
CANVASES AND CORKS	47,625.	41,062.	6,563.
TOTALS	226,705.	171,716.	54,989.

FORM 990, PART I - GROSS SALES AND COST OF GOODS SOLD

DESCRIPTION	GROSS SALES	BEGINNING INVENTORY	PURCHASES	SALARIES AND WAGES	OTHER COSTS	MINUS: ENDING INVENTORY	COST OF GOODS SOLD
	415,917.	176,250.	122,046.			155,653.	142,643.
TOTALS	415,917.	176,250.	122,046.			155,653.	142,643.

FORM 990, PART II - OTHER EXPENSES

DESCRIPTION	TOTAL	PROGRAM SERVICES	MANAGEMENT AND GENERAL
INSURANCE	65,807.	47,889.	17,918.
STAFF MEETING EXPENSE	1,958.	1,958.	
PROGRAM REVISIONS	4,500.	4,500.	
SITE DEVELOPMENT	101,500.	101,500.	
ADVERTISING AND PROMOTION	3,403.	3,403.	
AUTOMOBILE EXPENSE	7,416.	7,416.	
PROFESSIONAL FEES	65,927.	59,962.	5,965.
REPAIRS AND MAINTENANCE	4,334.	3,168.	1,166.
UTILITIES	13,649.	9,145.	4,504.
MISCELLANEOUS	5,788.	5,788.	
FACILITATOR TRAINING	15,029.	15,029.	
DUES AND SUBSCRIPTIONS	343.	343.	
BAD DEBTS	276.		276.
BANK CHARGES	6,975.		6,975.
TOTALS	296,905.	260,101.	36,804.

FORM 990, PART III - ORGANIZATION'S PRIMARY EXEMPT PURPOSE
=====

RAINBOWS OFFERS TRAINING AND CURRICULA TO ESTABLISH COMMUNITY-BASED PEER SUPPORT GROUPS IN SCHOOLS, FAITH COMMUNITIES, HOSPITALS, AND SOCIAL SERVICE AGENCIES. THESE SUPPORT GROUPS PROVIDE CHILDREN AND TEENS WHO ARE GRIEVING AN OPPORTUNITY TO RESOLVE THEIR FEELINGS IN AN ACCEPTING ENVIRONMENT FACILITATED BY A VOLUNTEER TRAINED BY RAINBOWS.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

FIXED ASSET DETAIL

ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
FURN & FIXT-6/97	SL	13,011.			13,011.	13,011.			13,011.
FURN & FIXT - NJ	SL	4,044.			4,044.	4,044.			4,044.
FURN & FIXT.-PRE96	SL	16,335.			16,335.	16,335.			16,335.
FURN & FIXT.-NJ	SL	6,272.			6,272.	6,272.			6,272.
FURN & FIXTURES-NJ	M7	1,335.			1,335.	1,196.			1,196.
FURN & FIXTURES-GA	SL	1,070.			1,070.	1,069.			1,069.
EQUIPMENT - GA	SL	6,429.			6,429.	6,429.			6,429.
FURNITURE DEPOSIT	SL	466.			466.	375.	47.		422.
F/F HQ 1999	SL	973.			973.	760.	97.		857.
F/F HQ 2000	SL	1,080.			1,080.	792.	108.		900.
F/F GA 2001	SL	1,325.			1,325.	930.	133.		1,063.
SOFTWARE NJ 2001	SL	5,000.			5,000.	5,000.			5,000.
F/F HQ 2001	SL	1,175.			1,175.	803.	118.		921.
SOFTWARE HQ 2001	SL	10,495.			10,495.	10,495.			10,495.
F/F NJ 2001	SL	1,225.			1,225.	769.	123.		892.
F/F HQ 2001	SL	2,250.			2,250.	1,524.	225.		1,749.
F/F NJ 2001	SL	1,120.			1,120.	709.	112.		821.
PHONE SYSTEM LEASE	SL	4,570.			4,570.	3,047.	914.		3,961.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
CANON COPIER	SL	930.		930.	604.	186.	790.
COMPUTERS	SL	6,000.		6,000.	6,000.		6,000.
COMPUTER (NJ)	SL	1,062.		1,062.	1,062.		1,062.
COMPUTER (NJ)	SL	1,161.		1,161.	1,161.		1,161.
LAPTOP (NJ)	SL	2,000.		2,000.	2,000.		2,000.
SBT PRO SERIES UP	SL	2,855.		2,855.	2,855.		2,855.
BOOKCASES	SL	1,192.		1,192.	1,192.		1,192.
COMPUTER (IL)	SL	3,020.		3,020.	3,020.		3,020.
MODULAR WORK CTR	SL	319.		319.	319.		319.
COMPUTER - DONATED	SL	1,369.		1,369.	616.	274.	890.
COMPUTER EQUIP- MD	SL	1,785.		1,785.	149.	357.	506.
REFRIGERATOR	SL	453.		453.	81.	65.	146.
COMPUTER EQUIPMENT	SL	1,265.		1,265.	844.	421.	1,265.
COMPUTER EQUIPMENT	SL	249.		249.	69.	83.	152.
COPIER	SL	3,399.		3,399.	1,794.	1,133.	2,927.
PROJECTOR	SL	808.		808.	404.	269.	673.
WIRELESS PROJECTOR	SL	540.		540.	255.	180.	435.
COMPUTERS	SL	2,424.		2,424.	1,077.	808.	1,885.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

FIXED ASSET DETAIL		ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
SOFTWARE	SL	300.			217.
COMPUTER EQUIP-IL	SL		2,000.		300.
SOFTWARE-IL	SL		160.		31.
COMPUTER-NJ	SL		1,228.		101.
TOTALS		109,306.			103,364.

FORM 990, PART IV - OTHER ASSETS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----
SECURITY DEPOSITS	13,251.

TOTALS	13,251.
	=====

FORM 990, PART IV - LOANS FROM OFFICERS, DIRECTORS, ETC

=====

LENDER: SUZY MARTA, FOUNDER
 ORIGINAL AMOUNT: 35,164.
 DATE OF NOTE: VAR
 REPAYMENT TERMS: ON DEMAND
 PURPOSE OF LOAN: FOR GENERAL OPERATING PURPOSES

BEGINNING BALANCE DUE	58,364.
ENDING BALANCE DUE	17,000.

TOTAL BEGINNING LOANS FROM OFFICERS, DIRECTORS, ETC.	58,364.
	=====

TOTAL ENDING LOANS FROM OFFICERS, DIRECTORS, ETC.	17,000.
	=====

FORM 990, PART IV - MORTGAGES AND OTHER NOTES PAYABLE

=====

LENDER: MIDWEST BANK
ORIGINAL AMOUNT: 150,000.
INTEREST RATE: 5.000000
DATE OF NOTE: VAR
MATURITY DATE: 02/01/2009
REPAYMENT TERMS: INTEREST ONLY; PRINCIPAL DUE AT MATURITY
SECURITY PROVIDED: A/R, INVENTORY, PROPERTY AND EQUIPMENT
PURPOSE OF LOAN: REVOLVING LINE OF CREDIT

BEGINNING BALANCE DUE	94,657.
ENDING BALANCE DUE	144,657.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	94,657.
---	---------

TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	144,657.
--	----------

FORM 990, PART IV - OTHER LIABILITIES

=====

DESCRIPTION	ENDING BOOK VALUE
-----	-----
CUSTOMER DEPOSITS	20,780.
TOTALS	----- 20,780. =====

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

DESCRIPTION -----	AMOUNT -----
COST OF GOODS SOLD	142,643.
TOTAL	----- 142,643. =====

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

DESCRIPTION	AMOUNT
COST OF GOODS SOLD	142,643.
TOTAL	142,643.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SUZY YEHL MARTA 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	FOUNDER 40.00	56,992.	NONE	NONE
DAVID CHAMELI 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
MARK JOHNSON 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
JENNIFER DIVELBISS 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
NICOLE LEV 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	CHAIR & TREASURER	NONE	NONE	NONE
DAN MASTROPIERI 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
THOMAS FIELD	DIRECTOR	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008				
ROB ENGELMAN 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
CURT FUNKE 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
ROD HART 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
GREG LEOS 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
DANIEL LANTRY 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
TOM MANZARDO 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CARL SKOOG 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	SECRETARY	NONE	NONE	NONE
CARRIE PROVENZALE 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
JUDY WHITCOMB 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
K.C. WIGLE 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
MATT TROKA 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE
MICHAEL SILVER 2100 GOLF ROAD SUITE #370 ROLLING MEADOWS, IL 60008	DIRECTOR	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
		56,992.	NONE	NONE
GRAND TOTALS				

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

SEE ATTACHED AMENDMENTS TO BY-LAWS AND ARTICLES OF INCORPORATION

FORM 990, PART VIII - ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE NO.	EXPLANATION OF HOW EACH ACTIVITY FOR WHICH INCOME IS REPORTED IN COLUMN (E) OF PART VII CONTRIBUTED IMPORTANTLY TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES
-------------	--

102	SALES OF CHILDREN'S PROGRAM MATERIALS: THE BOOKS, PERSONAL JOURNALS, ACTIVITIES AND MANUALS THROUGH WHICH THE CHILDREN ARE ABLE TO ARTICULATE THEIR GRIEF IN A NON-THREATENING, INVITING MANNER.
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93	RAINBOWS MANDATES THAT EVERY VOLUNTEER MUST BE TRAINED IN RAINBOWS METHODOLOGY AND PHILOSOPHY TO ENSURE THEY ARE PREPARED THOROUGHLY AND TO PREVENT BURNOUT
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SCHEDULE A, PART III - EXPLANATION FOR LINE 2D
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SEE FORM 990, PART V.

BY-LAWS
OF
RAINBOWS FOR ALL GOD'S CHILDREN, INC.
D/B/A RAINBOWS

ARTICLE I

Name and Location

Section 1. Name. The name of the corporation is RAINBOWS FOR ALL GOD'S CHILDREN, INC., hereinafter referred to as the "Corporation."

Section 2. Location. The principal office of the corporation shall be located in such place as may be determined from time to time by the Board of Directors. The Corporation may maintain additional offices at such other places as the Board of Directors chooses to designate.

ARTICLE II

Section 1. Mission Statement. Rainbows is an international, not-for-profit organization that fosters emotional healing among children grieving a loss from a life-altering crisis.

Section 2. Purpose. The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), including for such purposes the making of distributions to organizations which qualify as exempt organizations under Section 501 (c) (3) of the United States Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), and the furnishing of curricula and related programs to children, teenagers and adults who have experienced a significant loss in their lives, such as the loss of a loved one through death or divorce. The Corporation will provide training, guidance, curricula, component materials and instructions to volunteers to help troubled children, teenagers and adults through the stages of grief, anger, depression and guilt to the acceptance of their new family life. Consistent with the foregoing, the Corporation may exercise all powers which a non-profit corporation organized under the Illinois General Not For Profit Corporation Act, as from time to time amended, may be authorized to exercise, except that the corporation may not violate any of the prohibitions found in Article 6.

ARTICLE III

Members

The only members and the only class of members of the Corporation shall be the Founding Member (Suzy Yehl Marta) and the members of the Board of Directors of the

Corporation. (Both referred to herein as members). The Founding Member may also be a Director. The annual meeting of the members shall be held at a time and place to be determined by the Board of Directors not later than October 1st of each calendar year. Notice for the annual meeting of the members shall be mailed to the residence of each of the members not later than ten (10) days prior to the date of the annual meeting.

ARTICLE IV

Directors

Section 1. General Powers. The business and affairs of the Corporation shall be managed by or under the direction of its Board of Directors and Founding Member.

Section 2. Number and Tenure. The number of directors of the corporation shall be at least seven (7) and no more than twenty (20). The directors on the Board of Directors shall be elected by the members at the annual meeting or at a special meeting. In the event any member of the Board of Directors resigns or otherwise relinquishes his or her position on the Board of the Directors, the Board of Directors shall select a replacement. Each director shall hold office for three (3) years or until his or her successor has been elected. A director may succeed himself or herself. The number of directors may be increased or decreased from time to time by amendment of this section. No decrease in the number or range of directors shall have the effect of shortening the term of any incumbent director.

Section 3. Quorum. The majority of the entire Board shall constitute a quorum at any meeting of the Board. Any less number may adjourn from time to time until a quorum be present.

Section 4. Chairman. The Board of Directors of the Company, by majority vote of its members, shall elect one of its members to be Chairman of the Board.

Section 5. Voting. Only the Founding Member and the members of the Board of Directors shall be entitled to vote. If the Founding Member is also a director, she shall be entitled to vote as a director. Voting by proxy shall not be permitted.

Section 6. Regular Meetings. Five (5) regular annual meeting and such other regular meetings as the Board of Directors shall deem appropriate to the conduct of the authority and responsibilities vested in it, shall be held at such times and places as may be determined by the Board.

Section 7. Special Meetings. Except that the Board shall have regular meetings, special meetings of the Board may be called by the Chairman at such times and places as he or she may designate or by the majority of the Board.

Section 8. Notice of Meetings. Notice of regular and special meetings of the Board of Directors shall be sent by mail or other mode of transmittal to each member of the Board at his or her last recorded address at least ten (10) days on not more than forty (40) days in advance of such meetings. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if written consent to such action is signed by all members of the Board of Directors and such written consent is filed with the minutes of the proceedings of the board. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting except where the director attends solely to object to the conduct of business at the meeting because the meeting was not properly called or convened.

Section 9. Compensation. Directors as such shall not receive any stated compensation for their services as Directors, but the Board may, by resolution, authorize reimbursement of expenses incurred in the performance of their duties. Such authorization may prescribe procedure for approval and payment of such expenses by designated officers of the Corporation. Nothing herein shall preclude a Director from serving the Corporation in any other capacity and receiving compensation for such services, providing such compensation has received the prior approval of the Board of Directors.

Section 10. Conflict of Interest. Any possible conflict of interest on the part of a director shall be disclosed to the Board. When such conflict of interest becomes the subject of Board action, such director shall not vote on or use personal influence on the matter, and shall not be counted in the quorum for a meeting at which Board action is to be taken on the possible conflict of interest. The Director, however, may briefly state a position on the matter and answer pertinent questions of Board members. The minutes of all actions taken on such matters shall clearly reflect that these requirements have been met.

ARTICLE V

Committees

The Board of Directors, may annually appoint such standing, special or subcommittees as may be required by the By-laws or as it may find necessary.

ARTICLE VI

Officers and Board Members

Section 1. Designation. The officers of the Corporation shall be the Chairman of the Board, the Vice-Chairman, the President, a Secretary and a Treasurer, and such officers as may be appointed in accordance with the provisions of the Section 3 of this Article.

Section 2. Appointment, Election, Qualification and Term of Office. The officers of the Corporation, except such officers as may be appointed in accordance with Section 3 of this Article, shall be elected annually from the members of the Board of Directors of the Corporation to serve until their successors shall have been duly elected and shall have qualified.

Section 3. Appointment of Officers, etc. The Board of Directors may elect or appoint, or by resolution provide for the appointment of, other officers or agents, including one or more assistant treasurers and one or more assistant secretaries, each of whom shall hold office for such period not exceeding (3) years, subject to reelection or reappointment without restriction, and shall have such duties as may be prescribed in the By-laws and as the Board of Directors may determine.

Section 4. Resignation, Removal or Vacancies. Any officer or board member may resign at any time by giving written notice to the Chairman of the Board, the President, the Secretary, or to the Board of Directors. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President.

Any officer or board member may be removed from office by a two-thirds vote of all the members of the Board of Directors.

Vacancies occurring in any office may be filled for the balance of the term thereof by the affirmative vote of the majority of the members of the Board at any regular or special meeting.

Section 5. Duties of Officers. The Chairman of the Board shall, if present, preside at all meetings of the Board of Directors, and shall do and perform all other acts and duties which may be assigned from time to time by the Board of Directors.

Section 6. Vice-Chairman. In the absence of the Chairman of the Board or in the event of the Chairman's inability to act, the Vice-Chairman shall preside at all meetings of the Board of Directors and, in addition thereto, shall perform other such duties as may be designated from time to time by the Board of Directors.

Section 7. President. In the absence of the Chairman and Vice-Chairman, or in the event of their inability to act, the President shall preside at all meetings of the Board of Directors. The President shall be the chief executive officer of the Corporation and, as such, shall exercise general supervision of all operations and personnel of the Corporation, including determination of compensation to be paid any officer or employee for services rendered to the Corporation, subject to the direction or approval of the Board of Directors.

Section 8. Secretary and Treasurer. Except as otherwise provided in these By-laws or by the Board of Directors, the duties of the Secretary and Treasurer shall be as

such as usually attach to such offices and, in addition thereto, shall perform other such duties as may be designated from time to time by the Board of Directors.

Section 9. Bonding of Officers and Employees. At the Direction of the Directors, any officer or employee of the Corporation shall be bonded. The expense of furnishing such bond shall be paid by the Corporation.

ARTICLE VII

Corporate Chapters

Section 1. Structure. The Corporation shall have the power to create chapters throughout the United States and the rest of the world as it deems necessary to carry out the purposes of the Corporation. The Corporation will serve as the International Headquarters, creating in each country in which it does business a national chapter affiliate. For the United States, the Corporation will also serve as the national chapter. Each national chapter will be empowered to create state chapters, which will be empowered to create area chapters.

Section 2. Responsibilities. The national chapter will have the responsibility of the overall nationwide administration of the purposes of the Corporation, including its curricula and organization. Each state chapter will have the responsibility of the overall statewide administration of the purposes of the Corporation, including its curricula and organization. Each area chapter will have the responsibility of the overall area-wide administration of the purposes of the Corporation, including its curricula and organization.

Section 3. Registered Directors. Each chapter at each level of administration will be required to adhere to Operational and Procedure Manual of the Corporation. Each chapter at each level of administration will have a registered director (i.e., for each country there will be a national chapter director, state chapter directors and various area chapter directors). All registered directors will be empowered to administer his/her chapter according to the Operational and Procedure Manual of the Corporation and the policies established by the International Headquarters. Such powers will include, among others, the power to hold fundraising events within the guidelines and policies of the International Headquarters, and to use monies generated there from solely for the benefit of RAINBOWS as set forth in the Chapter Agreement or as otherwise directed by the Board of Directors.

ARTICLE VIII

Contracts, Checks, Deposits and Funds

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any

instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3. Deposits. All funds of the Corporation not otherwise employed shall be deposited to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select, or as may be designated by any officer or officers or agent or agents of the Corporation to whom such power may be delegated by the Board of Directors.

Section 4. Gifts. The Board of Directors or any officer or officers or agent or agents of the Corporation to whom such authority may be delegated by the Board, may accept on behalf of the Corporation any contribution, gift, grant, bequest, or devise for the general purpose of for any special purpose of the Corporation.

ARTICLE IX

Indemnification

Section 1. Basic Indemnification. The Corporation shall, to the fullest extent to which it is empowered to do so by, and in accordance with the requirements of, the Illinois General Not For Profit Corporation Act (the "Act") or any other applicable laws, as may from time to time be in effect, indemnify any person who was or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation), by reason of the fact that he or she is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another Corporation, partnership, joint venture, trust or other enterprise, against all expenses, including attorneys' fees, judgments, fines and amounts incurred by him or her in connection with such action, suit or proceeding.

Section 2. Contract with the Corporation. The provisions of this Article shall be deemed to be a contract between the Corporation and each director or officer who serves in any such capacity at any time while this Article and the relevant provisions of the Act or other applicable laws, if any, are in effect, and any repeal or modification of any such law or of this Article shall not affect any state of facts then or theretofore existing or any action, suit or proceeding theretofore existing or thereafter brought or threatened based in whole or in part upon any such state of facts. The Corporation further agrees that in the event a person entitled to indemnification under this Article claims indemnification, the Corporation shall take all required action to bring about a

prompt and good faith determination of such person's right to indemnification hereunder.

Section 3. Indemnification of Employees and Agents. Persons who are not covered by the foregoing provisions of this Article and who are or were employees or agents of the Corporation, or are or were serving at the request of the Corporation as employees or agents of another corporation, joint venture, partnership, trust or other enterprise, may be indemnified to the extent the Corporation is empowered to do so by the Act or any other applicable laws, when and as authorized at any time from time to time by the board of directors in its sole discretion.

Section 4. Advance of Expenses. Expenses incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of a written agreement by or on behalf of a director and an officer to undertake to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation as authorized in this Article. The provisions of this Section shall apply to employees or agents when the board of directors has authorized such indemnification under the provisions of these bylaws.

Section 5. Other Rights of Indemnification. The indemnification provided or permitted by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled by law, agreement or otherwise, and shall continue as to a person who ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

Section 6. Liability Insurance. The Corporation shall have the power to purchase and maintain, on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, insurance against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Article.

ARTICLE X

Fiscal Year

The fiscal year of the Corporation shall commence on the first day of July and shall end on the 30th day of June.

ARTICLE XI

Corporate Seal

The corporate seal of the Corporation shall be circular in form and shall bear the words and figures RAINBOWS FOR ALL GOD'S CHILDREN, INC., Corporate Seal, 1983, State of Illinois. The form of such seal shall be subject to alteration by the Board of Directors.

ARTICLE XII

Amendments

Except as otherwise indicated herein, the Board of Directors shall have the power to make, alter, and repeal these By-laws and to adopt new By-laws, by an affirmative vote of two-thirds (2/3) of the entire Board of Directors. Such notice of the proposal to make, alter or repeal these By-laws, or to adopt new By-laws must be submitted in writing by the Secretary to each Director at least thirty (30) days prior to the specified meeting where it is to be voted upon.

AMENDMENT

Governing Board of RAINBOWS

BANKING

RESOLVED, that the only 3 Bank Accounts to be maintained by the principal office of Rainbows for All Gods Children (d/b/a – RAINBOWS) will be at: Royal American Bank. All monies received by the principal office shall be deposited promptly and directly into the regular checking account 300-621-0 or money account 200-360-6

All drafts, checks and similar instruments written by the principal office will require one signature from Group A or two signatures from Group B or one signature from Group A and one signature from Group B.

Group A: President (not exceed \$15,000) or Executive V.P. (not exceed \$5,000)

Group B: President or Executive V.P and Governing Board Treasurer

The President will copy this resolution to the Banks and make the necessary steps to have signature cards completed and for the Banks to acknowledge in writing their receipt of instructions.

LEASES AND CONTRACTS

RESOLVED, that all leases and contracts entered into by the Corporation which have a value of \$50,000 or greater and/ or incur annual payments in excess of \$10,000 will be executed by the President or Executive Vice-President and the Governing Board Treasurer, individually, without further action by the Governing Board.

COMPENSATION

RESOLVED, that the Corporation is hereby authorized to pay compensation to the Officers and Senior Staff (President and Executive Vice-President) of the Corporation for the upcoming fiscal year in the amounts set forth in the schedule of compensation reviewed and approved by the Governing Board.

AUDIT

RESOLVED, that the Corporation is hereby authorized to appoint a Certified Public Accounting firm to serve as auditor for the Corporation for the upcoming fiscal year, such auditor and the fee for annual audit to be determined by the Governing Board.

Amended Date: January 11, 2005

Kenn Ashley K Ashley

John Blackburn John Blackburn

Chuck Cone Chuck Cone

James Giese James Giese

Mark Johnson Mark Johnson

Nicole Lev Nicole Lev

Dan Mastropieri Dan Mastropieri

Suzy Yehl Marta Suzy Yehl Marta



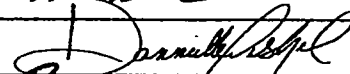
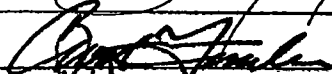

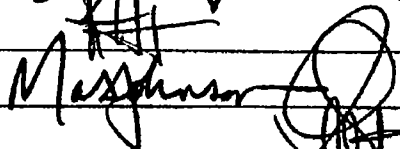

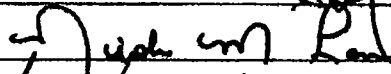
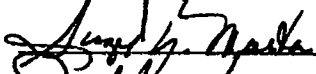






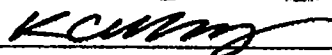
Martin Marta Martin Marta

Linda Saran Linda Saran

Mary Kay Thill Mary Kay Thill

Date: January 31, 2005



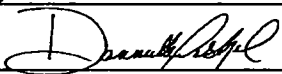


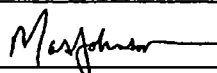

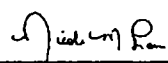
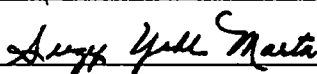
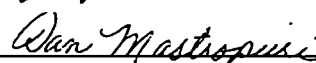
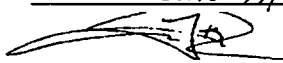
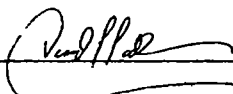
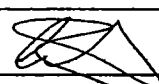



Amended Date: June 25, 2007

John Blackburn	
Thomas Field	
Dannielle Fishel	
Curt Funke	
Rod Hart	
Mark Johnson	
Greg Leos	
Nicole Lev	
Suzy Yehl Marta	
Dan Mastropieri	
Fred Neil	
David Podber	
Linda Saran	
Carl Skoog	
Michael Stanczak	
K. C. Wigle	

Approved: July 17, 2007

Article IV. 5. Voting.

Amended: September 25, 2007

John Blackburn	
Thomas Field	
Dannielle Fishel	
Curt Funke	
Rod Hart	
Mark Johnson	
Greg Leos	
Nicole Lev	
Suzy Yehl Marta	
Dan Mastropieri	
Frederick Neil	
David Podber	
Carl Skoog	
Michael Stanczak	
Judy Whitcomb	
K. C. Wigle	

Approved: September 25, 2007

FORM NFP 110.30 (rev. Dec. 2003)
ARTICLES OF AMENDMENT
General Not For Profit Corporation Act



Doc#: 0819239028 Fee: \$38.00
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 07/10/2008 11:32 AM Pg: 1 of 2

Jesse White, Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62758
217-782-1832
www.cyberdriveillinois.com

FILED

JUN 4 - 2008

Remit payment in the form of a ^{JESSE WHITE} check or money order payable to ^{SECRETARY OF STATE} Secretary of State.

File #

53213146

Filing Fee: \$25

Approved:

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name (See Note 1 on back.): Rainbows For All God's Children, Inc.

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on April 16, 2008 in the man-
Month, Day & Year
ner indicated below (check one only):

- By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (See Note 2 on back.)
- By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45. (See Note 3 on back.)
- By members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the Articles of Incorporation or the bylaws, in accordance with Section 110.20. (See Note 4 on back.)
- By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the Articles of Incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20. (See Note 5 on back.)

3. Text of Amendment:

(a.) When an amendment effects a name change, insert the new corporate name below. Use 3(b.) below for all other amendments. *Article 1: The Name of the Corporation is:

Rainbows For All Children, Inc.

New Name

(b.) All amendments other than name change.

If the amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to add the full text of the amendment, attach additional sheets of this size.