

Form **990-EZ****Short Form**
Return of Organization Exempt From Income Tax

OMB No 1545-1150

2008Department of the Treasury
Internal Revenue ServiceUnder section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)
▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other org- anizations with gross receipts less than \$1,000,000 and total assets less than \$2,500,000 at the end of the year may use this form
▶ The organization may have to use a copy of this return to satisfy state reporting requirements**Open to Public Inspection****A For the 2008 calendar year, or tax year beginning , 2008, and ending ,**

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Termination ☐ Amended return ☐ Application pending	C Please use IRS label or print or type. See Specific Instructions. HORSEPOWER, INC 8001 LEABOURNE ROAD COLFAX, NC 27235	D Employer identification number 56-1907424
		E Telephone number (336) 931-1424
		F Group Exemption Number

▶ **Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).****G** Accounting method. ☐ Cash ☒ Accrual
Other (specify) ▶**I Website:** ▶ **N/A****H** Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).**J Organization type** (check only one) — ☒ 501(c) (3) (insert no) 4947(a)(1) or 527**K** Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$1,000,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$ **366,986.****Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

1 Contributions, gifts, grants, and similar amounts received	1	226,434.
2 Program service revenue including government fees and contracts	2	47,526.
3 Membership dues and assessments	3	
4 Investment income	4	1,754.
5a Gross amount from sale of assets other than inventory	5a	7,500.
b Less cost or other basis and sales expenses	5b	2,446.
c Gain or (loss) from sale of assets other than inventory (Support form from line 5b) (att sch)	5c	5,054.
6 Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here ☐		
a Gross revenue (not including \$ of contributions reported on line 1)	6a	83,772.
b Less direct expenses other than fundraising expenses	6b	
c Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	83,772.
7a Gross sales of inventory, less returns and allowances	7a	
b Less cost of goods sold	7b	
c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	
8 Other revenue (describe ▶)	8	
9 Total revenue (add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8)	9	364,540.
10 Grants and similar amounts paid (attach schedule)	10	
11 Benefits paid to or for members	11	
12 Salaries, other compensation, and employee benefits	12	186,929.
13 Professional fees and other payments to independent contractors	13	3,000.
14 Occupancy, rent, utilities, and maintenance	14	39,390.
15 Printing, publications, postage, and shipping	15	1,957.
16 Other expenses (describe ▶ SEE STATEMENT 2)	16	112,575.
17 Total expenses (add lines 10 through 16)	17	343,851.
18 Excess or (deficit) for the year (Subtract line 17 from line 9)	18	20,689.
19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	233,386.
20 Other changes in net assets or fund balances (attach explanation)	20	
21 Net assets or fund balances at end of year Combine lines 18 through 20	21	254,075.

Part II Balance Sheets. If Total assets on line 25, column (B) are \$2,500,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	91,952.	87,689.
23 Land and buildings	109,650.	104,925.
24 Other assets (describe ▶ SEE STATEMENT 3)	31,784.	61,461.
25 Total assets	233,386.	254,075.
26 Total liabilities (describe ▶)	0.	0.
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	233,386.	254,075.

BAA For Privacy Act and Paperwork Reduction Act Notice, see the instructions for Form 990.Form **990-EZ** (2008)

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Part V Other Information (Note the statement requirement in General Instruction V.)

	Yes	No
33 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity		X
34 Were any changes made to the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes		X
35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T		
a Did the organization have unrelated business gross income of \$1,000 or more or 6033(e) notice, reporting, and proxy tax requirements?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
36 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' complete applicable parts of Schedule N		X
37a Enter amount of political expenditures, direct or indirect, as described in the instructions ▶ 37a 0.		
b Did the organization file Form 1120-POL for this year?		X
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still unpaid at the start of the period covered by this return?		X
b If 'Yes,' complete Schedule L, Part II and enter the total amount involved 38b N/A		
39 501(c)(7) organizations Enter:		
a Initiation fees and capital contributions included on line 9 39a N/A		
b Gross receipts, included on line 9, for public use of club facilities 39b N/A		
40a 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.		
b 501(c)(3) and (4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' complete Schedule L, Part I		X
c Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0.		
d Enter amount of tax on line 40c reimbursed by the organization ▶ 0.		
e All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If 'Yes,' complete Form 8886-T		X
41 List the states with which a copy of this return is filed ▶ NONE		

42a The books are in care of ▶ JAN CLIFFORD Telephone no ▶ (336) 931-1424
 Located at ▶ 8001 LEABOURNE RD, COLFAX, NC ZIP + 4 ▶ 27235

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: ▶ _____

	Yes	No
42b		X
42c		X

See the instructions for exceptions and filing requirements for **Form TD F 90-22.1, Report of a Foreign Bank and Financial Accounts.**

c At any time during the calendar year, did the organization maintain an office outside of the U.S.?
 If 'Yes,' enter the name of the foreign country. ▶ _____

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

▶ **43** ☐ N/A
☐ N/A

44 Did the organization maintain any donor advised funds? If 'Yes,' Form 990 must be completed instead of Form 990-EZ

	Yes	No
44		X
45		X

45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 must be completed instead of Form 990-EZ

Part VI **Section 501(c)(3) organizations only.** All section 501(c)(3) organizations must answer questions 46-49 and complete the tables for lines 50 and 51. **SEE STATEMENT 5****46** Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I

	Yes	No
46		X
47		X
48		X
49a		X
49b		

47 Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II**48** Is the organization operating a school as described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E**49a** Did the organization make any transfers to an exempt non-charitable related organization?**b** If 'Yes,' was the related organization(s) a section 527 organization?**50** Complete this table for the five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter 'None'.

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances
NONE				
Total number of other employees paid over \$100,000				

51 Complete this table for the five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter 'None'.

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		
Total number of other independent contractors receiving over \$100,000		

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

Signature of officer: Jan Clifford Date: 4-8-3-09

Type or print name and title: Jan Clifford Executive Director

Paid Preparer's Use Only

Preparer's signature: Paul S. King CPA Date: 7/31/09 Check if self-employed: ☐ Preparer's Identifying Number (See instructions): N/A

Firm's name (or yours if self-employed), address, and ZIP + 4: DONALD S. KINNEY, CPA, P.C.
3732 VEST MILL ROAD
WINSTON SALEM, NC 27103-2912

EIN: N/A Phone no: (336) 768-8000

May the IRS discuss this return with the preparer shown above? See instructions

☒ Yes ☐ No

BAA

Form 990-EZ (2008)

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
1 Gifts, grants, contributions and membership fees received (Do not include 'unusual grants'.)	265,738.	119,644.	165,525.	151,519.	226,434.	928,860.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						0.
3 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.						0.
4 Total. Add lines 1-3	265,738.	119,644.	165,525.	151,519.	226,434.	928,860.
5 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)						0.
6 Public support. Subtract line 5 from line 4						928,860.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	265,738.	119,644.	165,525.	151,519.	226,434.	928,860.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,185.	1,870.	1,671.	2,410.	1,754.	8,890.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) SEE PART IV	72,914.	83,027.	91,007.	141,058.	83,772.	471,778.
11 Total support. Add lines 7 through 10						1,409,528.
12 Gross receipts from related activities, etc. (see instructions)					12	206,589.

13 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

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))	14	65.9 %
15 Public support percentage for 2007 Schedule A, Part IV-A, line 26f	15	69.5 %

16a 33-1/3 support test – 2008. If the organization did not check the box on line 13, and the line 14 is 33-1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization. ☒

b 33-1/3 support test – 2007. 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. ☐

17a 10%-facts-and-circumstances test – 2008. 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. ☐

b 10%-facts-and-circumstances test – 2007. 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. ☐

18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ☐

BAA

Schedule A (Form 990 or 990-EZ) 2008

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 yr beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions and membership fees received (Do not include 'unusual grants'.)						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1-5						
7a Amounts included on lines 1, 2, 3 received from disqualified persons						
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						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (add lns 9, 10c, 11, and 12)						
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

15 Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2007 Schedule A, Part IV-A, line 27g	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2007 Schedule A, Part IV-A, line 27h	18	%
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 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 ☐		

Part IV	Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. (see instructions)
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[illegible]

Depreciation and Amortization (Including Information on Listed Property)

OMB No 1545-0172

2008

Attachment
Sequence No **67**

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

Name(s) shown on return

Business or activity to which this form relates

Identifying number

HORSEPOWER, INC

56-1907424

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	39,894.
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	-0-
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	250,000.

(a) Description of property	(b) Cost (business use only)	(c) Elected cost	
6			
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 (see instructions)	11	250,000.
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	-0-
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.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	18,802.

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
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 ☐	

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					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

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	18,802.
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	

2008

SCHEDULE A, PART IV - SUPPLEMENTAL INFORMATION PAGE 5

HORSEPOWER, INC

56-1907424

PART II, LINE 10 - OTHER INCOME

NATURE AND SOURCE	2008	2007	2006	2005	2004
FUND RAISERS	83,772.	141,058.	91,007.	83,027.	72,914.
TOTAL	<u>\$ 83,772.</u>	<u>\$ 141,058.</u>	<u>\$ 91,007.</u>	<u>\$ 83,027.</u>	<u>\$ 72,914.</u>

Department of the Treasury
Internal Revenue Service

► Must be completed by organizations that answer 'Yes' to Form 990, Part IV, lines 17, 18, or 19, and by organizations that enter more than \$15,000 on Form 990-EZ, line 6a.

2008

Open to Public Inspection

HORSEPOWER, INC

56-1907424

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply

- 2a** Did the organization have written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☐ Yes ☐ No

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total						

Part II Fundraising Events. Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

REVENUE		(a) Event #1 GALA & SILENT (event type)	(b) Event #2 RIDE-A-THON (event type)	(c) Other Events 1 (total number)	(d) Total Events (Add col. (a) through col. (c))
	1 Gross receipts	39,281.	22,315.	17,252.	78,848.
	2 Less Charitable contributions				
	3 Gross revenue (line 1 minus line 2)	39,281.	22,315.	17,252.	78,848.
DIRECT EXPENSES	4 Cash prizes				
	5 Non-cash prizes				
	6 Rent/facility costs				
	7 Other direct expenses				
	8 Direct expense summary Add lines 4- through 7 in column (d)				
	9 Net income summary Combine lines 3 and 8 in column (d)				78,848.

Part III Gaming. Complete if the organization answered 'Yes' to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

REVENUE		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				
	8 Net gaming income summary. Combine lines 1 and 7 in column (d)				

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states?

b If 'No,' Explain:

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

b If 'Yes,' Explain:

11 Does the organization operate gaming activities with nonmembers?

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

YES NO

9a

10a

11

12

13 Indicate the percentage of gaming activity operated in**a** The organization's facility**13a** %**b** An outside facility**13b** %**14** Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name. ▶ _____

Address. ▶ _____

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue?**15a****b** If 'Yes,' enter the amount of gaming revenue received by the organization \$ _____ and the amount of gaming revenue retained by the third party \$ _____**c** If 'Yes,' enter name and address:

Name. ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

☐ Director/officer☐ Employee☐ Independent contractor**17** Mandatory distributions**a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?**17a****b** Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

HORSEPOWER, INC

56-1907424

STATEMENT 1
FORM 990-EZ, PART I, LINE 5C
NET GAIN (LOSS) FROM NONINVENTORY SALES

OTHER ASSETS

DESCRIPTION:	KUBOTA		
DATE ACQUIRED:	9/17/2002		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	4/16/2008		
TO WHOM SOLD:			
GROSS SALES PRICE:		7,500.	
COST OR OTHER BASIS:		15,816.	
BASIS METHOD:	COST		
DEPRECIATION:		13,655.	
			GAIN (LOSS) 5,339.

DESCRIPTION:	HORSES		
DATE ACQUIRED:	VARIOUS		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	VARIOUS		
TO WHOM SOLD:			
GROSS SALES PRICE:		0.	
COST OR OTHER BASIS:		8,300.	
BASIS METHOD:	COST		
DEPRECIATION:		8,015.	
			GAIN (LOSS) -285.

TOTAL GAIN (LOSS) OTHER ASSETS \$ 5,054.

TOTAL NET GAIN (LOSS) FROM NONINVENTORY SALES \$ 5,054.

STATEMENT 2
FORM 990-EZ, PART I, LINE 16
OTHER EXPENSES

BUILDING SUPPLIES	\$	321.
CONTRACT LABOR		880.
DEPRECIATION		18,802.
EDUCATION & TRAINING		117.
FARRIERS		4,430.
FEED & HAY		27,262.
FUND RAISING EXPENSES		6,266.
GENERAL INSURANCE		10,641.
GROUND MAINTENANCE		6,511.
HORSE SUPPLIES		3,432.
MEMBERSHIPS		1,328.
MISCELLANEOUS		28.
OFFICE EXPENSES		6,865.
PASTURE RENTAL		3,610.
PROGRAM SUPPLIES		54.
REPAIRS AND MAINTENANCE		7,839.
SERVICE CHARGES		534.
SHOW SUPPLIES		255.
TACK		90.
TRAVEL		7,360.
VETERINARIANS		5,950.
TOTAL	\$	<u>112,575.</u>

HORSEPOWER, INC

56-1907424

STATEMENT 3
FORM 990-EZ, PART II, LINE 24
OTHER ASSETS

	<u>BEGINNING</u>	<u>ENDING</u>
ACCOUNTS RECEIVABLE.	\$ 1,214.	\$ 2,181.
MACHINERY AND EQUIPMENT	16,245.	42,294.
PREPAID EXPENSES AND DEFERRED CHARGES	14,325.	16,986.
TOTAL	\$ 31,784.	\$ 61,461.

STATEMENT 4
FORM 990-EZ, PART IV
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JAN CLIFFORD 8001 LEABOURNE ROAD COLFAX, NC 27235	EXECUTIVE DIREC 40.00	\$ 36,000.	\$ 0.	\$ 0.
GIB MCEACHRAN 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
PHIL HALL 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
TIBE PAYNE 8001 LEABOURNE ROAD COLFAX, NC 27235	TREASURER 0	0.	0.	0.
PATRICK FORBIS 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
MELISSA LYONS 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
CHRIS PUCKETT 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
JOE GLOVER 8001 LEABOURNE ROAD COLFAX, NC 27235	CHAIRMAN 0	0.	0.	0.
ROBERT DICKSON 8001 LEABOURNE ROAD COLFAX, NC 27235	VICE CHAIR 0	0.	0.	0.

HORSEPOWER, INC

56-1907424

STATEMENT 4 (CONTINUED)
FORM 990-EZ, PART IV
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
WOODROW HATHAWAY 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	\$ 0.	\$ 0.	\$ 0.
REBECCA E STINSON 8001 LEABOURNE ROAD COLFAX, NC 27235	SECRETARY 0	0.	0.	0.
DEBRA BLACKWELL 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
ISADORE MORROW 8001 LEABOURNE ROAD COLFAX, NC 27235	DIRECTOR 0	0.	0.	0.
	TOTAL	\$ 36,000.	\$ 0.	\$ 0.

STATEMENT 5
FORM 990-EZ, PART VI
REGARDING TRANSFERS ASSOCIATED WITH PERSONAL BENEFIT CONTRACTS

(A) DID THE ORGANIZATION, DURING THE YEAR, RECEIVE ANY FUNDS, DIRECTLY OR
 INDIRECTLY, TO PAY PREMIUMS ON A PERSONAL BENEFIT CONTRACT? NO

(B) DID THE ORGANIZATION, DURING THE YEAR, PAY PREMIUMS, DIRECTLY OR
 INDIRECTLY, ON A PERSONAL BENEFIT CONTRACT? NO

ASSET	<BU%>	LIFE	DATE PL IN SRVCE	DEPRECIATION METHOD	DEPR. BASIS	SEC 179 EXPENSE	12/31/2007 ACCUM DEPR	CURRENT DEPR	12/31/2008 ACCUM DEPR	NET BOOK VALUE
Acct. 115										
1.00 PORTABLE CORRAL	7		06/05/95	200%DB-Y'	987.90	0 00	987.90	0.00	987.90	0.00
3.00 RIDING MOWER	7		09/23/97	200%DB-Y'	1,618.20	0.00	1,618.20	0.00	1,618.20	0.00
4.00 HELMENTS	7		04/11/95	MACRS-Y'	140.45	0.00	140.45	0 00	140.45	0.00
5.00 SADDLE	7		03/13/98	200%DB-Y'	300.00	0.00	300.00	0.00	300.00	0.00
6.00 POWER TOOLS	7		10/31/98	200%DB-Y'	309.49	0 00	309.49	0.00	309.49	0.00
19.00 HORSE TRAILER	5		02/22/00	200%DB-Y'	3,500.00	0.00	3,500.00	0.00	3,500.00	0.00
20.00 EQUIPMENT	5		01/02/00	200%DB-Y'	366.50	0.00	366.50	0.00	366.50	0.00
21.00 COMPUTER	3		04/19/00	200%DB-Y'	615.25	0.00	615.25	0 00	615.25	0 00
27.00 CAMERA	5		09/30/01	200%DB-Y2'	1,422.70	0.00	1,360.75	61.95	1,422.70	0.00
28.00 DELL COMPUTER	3		12/01/01	MACRS-Y2	1,285.47	0.00	1,285.47	0.00	1,285.47	0.00
38.00 PHONE SYSTEM	7		04/30/02	200%DB-Y	713.86	0.00	600.09	32.51	632.60	81.26
39.00 KUBOTA TRACTOR	7		09/17/02	200%DB-Y	15,816.32	0.00	13,295.63	360.10	13,655.73	2,160.59
Sold 7,500.00			04/16/08		-15,816.32	0.00			-13,655.73	-2,160.59
40.00 FINISHING MACHINE	7		09/27/02	200%DB-Y	1,565.55	0.00	1,316.04	71.29	1,387.33	178.22
49.00 SPIRIT	3		07/31/03	200%DB-Y'	1,600.00	0.00	1,560.49	39.51	1,600.00	0.00
50.00 TRAILER	5		01/31/03	200%DB-Y'	1,500.00	0.00	1,344.48	155.52	1,500.00	0 00
51.00 TWO WAY RADIOS	5		05/06/03	200%DB-Y'	495.90	0.00	444.49	51.41	495.90	0.00
52.00 CRAZY W SADDLE	7		06/14/03	200%DB-Y	425.00	0.00	330.17	27.09	357.26	67.74
53.00 PESTMART SADDLE	7		06/14/03	200%DB-Y	1,420.23	0.00	1,103.34	90.54	1,193.88	226.35
54.00 PURGASONS SADDLE	7		06/28/03	200%DB-Y	575.00	0 00	446.71	36.65	483.36	91.64
55.00 STAGECOACH SADDLE	7		07/16/03	200%DB-Y	517.20	0.00	401.80	32.97	434.77	82.43
57 00 COMPUTER DELL	3		11/30/03	200%DB-Y'	797.98	0.00	778.28	19.70	797.98	0.00
58.00 FURNITURE	7		12/15/03	200%DB-Y	200 00	0.00	155.38	12.75	168.13	31.87
59.00 PURGASONS - FIBERGL	7		07/31/03	200%DB-Y	1,295.00	0.00	1,006.06	82.55	1,088.61	206.39
60.00 NETTING FOR ARENA	7		08/27/03	200%DB-Y	1,800.00	0.00	1,398.39	114.75	1,513.14	286.86
61.00 COPIER	5		03/01/04	200%DB-Y	1,262.00	0 00	1,043.92	87 23	1,131.15	130.85
62.00 ICE MACHINE	7		04/27/04	200%DB-Y	1,200.00	0.00	825.16	107.10	932.26	267.74
63.00 POWER POINT	5		08/01/04	200%DB-Y	699.99	0.00	579.04	48.38	627.42	72.57
64.00 MISSION ASSISTANT	5		09/17/04	200%DB-Y	3,555.00	0.00	2,940.70	245.72	3,186.42	368.58
65.00 TELEPHONE SYSTEM	5		12/29/04	200%DB-Y	519.00	0.00	429.32	35.87	465.19	53.81
66.00 COMPUTER	3		12/29/04	200%DB-Y'	776.00	0.00	756.84	19.16	776.00	0.00
82.00 COMPUTER SERVER FRM	5		09/15/06	SL-Y	4,545.21	0.00	1,363.56	909.04	2,272.60	2,272.61
83.00 TRAILER FROM TIM CL	7		11/15/06	SL-Y	500.00	0.00	107.14	71.43	178.57	321.43
85.00 LIFE SAFTEY EQUIP S	7		03/29/06	SL-Y	535.95	0.00	114.84	76.56	191.40	

HORSEPOWER, INC
Depreciation Summary

ID# 56-1907424
COMPANY # HORSE

Year Ended 12/31/2008

ASSET	<BU%> LIFE	DATE PL IN	DEPRECIATION SRVCE METHOD	DEPR. BASIS	SEC 179 EXPENSE	12/31/2007 ACCUM DEPR	CURRENT DEPR	12/31/2008 ACCUM DEPR	NET BOOK VALUE
18.00 RIDING ARENA	7	01/01/99	200%DB-Y'	12,582.03	0.00	11,558.95	1,023.08	12,582.03	0.00
26.00 ARENA IMPROVEMENTS	25	07/01/00	SL-Y	45,832.17	0.00	13,749.67	1,833.29	15,582.96	30,249.21
29.00 ARENA IMPROVEMENTS	25	07/01/01	SL-Y	11,017.52	0.00	2,864.55	440.70	3,305.25	7,712.27
37.00 ROOF FOR ARENA	25	02/25/02	SL-Y	19,200.00	0.00	4,224.00	768.00	4,992.00	14,208.00
68.00 IMPROVEMENT	10	11/16/04	SL-Y	2,500.00	0.00	875.00	250.00	1,125.00	1,375.00
69.00 IMPROVEMENTS	10	12/27/05	SL-Y	976.71	0.00	244.18	97.67	341.85	634.86
* Acct. 200 *			6 asset(s)	92,108.43	0.00	33,516.35	4,412.74	37,929.09	54,179.34
GRAND TOTALS			69 asset(s)	240,345.96	0.00	95,995.97	18,801.95	93,127.38	147,218.58

ASSET SUMMARY

Assets	Original Cost	Depreciable Basis
Beginning	221,890.49	221,890.49
Additions-Full Cost	42,571.79	42,571.79
Dispositions	-24,116.32	-24,116.32
Ending	240,345.96	240,345.96
Depreciation+179 Exp		Depreciation
Beginning	95,995.97	95,995.97
Current	18,801.95	18,801.95
Dispositions	-21,670.54	-21,670.54
Ending	93,127.38	93,127.38

Method codes: M, Q, Y=Mid-month, -quarter, half-year convention; A=Luxury auto; AB=Adj basis; Am=Amortized; B=Electric vehicle; D=Purchase date; E=Empwrment zone pty; F=Farm pty; H=Low income hsng; I=Indian reservation pty; L=Listed; O=Elect out of IRS like kind exch rules; PU=Public utility pty; R=Renewal community pty; S=Use subst basis; T=Truck/Van; U=User override of current deduction; X=IRS like kind exch rules; Z=NY Liberty Zone; 2=Apply JCWA02, 3=Apply JGTRR03, '=Force full depr in final year

*** Configuration options in effect: S. ***