

Form **990-EZ**

Short Form Return of Organization Exempt From Income Tax

OMB No. 1545-1150

2010

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Under 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, organizations that operate one or more hospital facilities,
and certain controlling organizations as defined in section 512(b)(13) must file Form 990 (see instructions)
All other organizations with gross receipts less than \$200,000 and total assets less than \$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

A For the 2010 calendar year, or tax year beginning _____, 2010, and ending _____, 20

B Check if applicable:
 Address change
 Name change
 Initial return
 Terminated
 Amended return
 Application pending

C Name of organization: **Friends of Noah - WI**
 Number and street (or P O box, if mail is not delivered to street address) Room/suite
P.O. Box 308
 City or town, state or country, and ZIP + 4
Janesville WI 53547-0308

D Employer identification number: **39-2007413**

E Telephone number: **608-868-2428**

F Group Exemption Number ▶ _____

G Accounting Method: Cash Accrual Other (specify) ▶ _____

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

I Website: ▶ _____

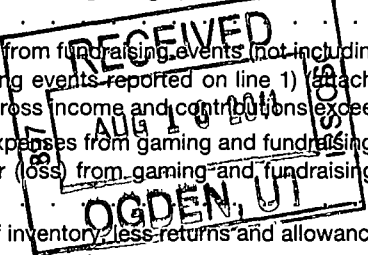
J Tax-exempt status (check only one) — 501(c)(3) 501(c) () ◀ (insert no.) 4947(a)(1) or 527

K Check if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$50,000. A Form 990-EZ or Form 990 return is not required though Form 990-N (e-postcard) may be required (see instructions). But if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6c, and 7b, to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, line 25, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$ **55,587**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (see the instructions for Part I.)
 Check if the organization used Schedule O to respond to any question in this Part I

	Description	Code	Amount
Revenue	1 Contributions, gifts, grants, and similar amounts received	1	29,894
	2 Program service revenue including government fees and contracts	2	12,638
	3 Membership dues and assessments	3	
	4 Investment income	4	47
	5a Gross amount from sale of assets other than inventory	5a	
	b Less: cost or other basis and sales expenses	5b	
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	5c	
	6 Gaming and fundraising events		
	a Gross income from gaming (attach Schedule G if greater than \$15,000)	6a	0
	b Gross income from fundraising events (not including \$ of contributions from fundraising events reported on line 1) (attach Schedule G if the sum of such gross income and contributions exceeds \$15,000)	6b	13,008
c Less: direct expenses from gaming and fundraising events	6c	3,269	
d Net income or (loss) from gaming and fundraising events (add lines 6a and 6b and subtract line 6c)	6d	9,739	
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 in Schedule O)	8		
9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6d, 7c, and 8 ▶	9	52,318	
Expenses	10 Grants and similar amounts paid (list in Schedule O)	10	
	11 Benefits paid to or for members	11	
	12 Salaries, other compensation, and employee benefits	12	
	13 Professional fees and other payments to independent contractors	13	24,754
	14 Occupancy, rent, utilities, and maintenance	14	
	15 Printing, publications, postage, and shipping	15	57
	16 Other expenses (describe in Schedule O)	16	14,280
17 Total expenses. Add lines 10 through 16 ▶	17	39,091	
Net Assets	18 Excess or (deficit) for the year (Subtract line 17 from line 9)	18	13,227
	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	21,664
	20 Other changes in net assets or fund balances (explain in Schedule O)	20	0
	21 Net assets or fund balances at end of year. Combine lines 18 through 20 ▶	21	34,891



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Part II Balance Sheets. (see the instructions for Part II.)

Check if the organization used Schedule O to respond to any question in this Part II

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	21,664	22 34,962
23 Land and buildings		23
24 Other assets (describe in Schedule O)		24 137
25 Total assets		25
26 Total liabilities (describe in Schedule O)		26 208
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	21664	27 34,891

Part III Statement of Program Service Accomplishments (see the instructions for Part III.)

Check if the organization used Schedule O to respond to any question in this Part III

What is the organization's primary exempt purpose? **Placing stray and abandoned animals, educating the public**
 Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

Expenses
 (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others)

28 Approximately 90 animals were placed into permanent homes, assistance was offered to approximately 600 pet owners struggling to provide for their pets and numerous events were held to educate the public on pet ownership. (Grants \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>	28a	39,091
29 _____ _____ (Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	29a	
30 _____ _____ (Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	30a	
31 Other program services (describe in Schedule O) (Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	31a	
32 Total program service expenses (add lines 28a through 31a)	32	39,091

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated. (see the instructions for Part IV.)

Check if the organization used Schedule O to respond to any question in this Part IV

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Lois Corwin, 9130 N. Kidder Road, Edgerton, WI 53534	Vice Pres/Treas. 25 hrs/wk	0	0	0
Steve Servantez, 447 E. Manogue Road, Milton, WI 5356	President 6 hrs/wk	0	0	0
Sue Post, 3928 Van Allen Road, Janesville, WI 53546	Secretary 2 hrs/wk	0	0	0
Brenda Wenzel, 4321 E. Maple Lane, Janesville, WI 5354	Board Member 1 hr/wk	0	0	0
Nancy Long, 1609 W. Court Street, Janesville, WI 53548	Board Member 1 hr/wk	0	0	0
Barb Leonard, 6000 W. Valley Spring Road, Janesville, WI	Board Member 1 hr/wk	0	0	0
Steve Caya, 215 Hillside Court, Janesville, WI 53546	Board Member 1 hr/wk	0	0	0
Dan Wilcox, 20 S Main Street, Janesville, WI 53545	Board Member 1 hr/wk	0	0	0

Part V Other Information (Note the statement requirements in the instructions for Part V.)

Check if the organization used Schedule O to respond to any question in this Part V

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O		✓
34	Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions)	✓	
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, explain in Schedule O why the organization did not report the income on Form 990-T.		
a	Did the organization have unrelated business gross income of \$1,000 or more or was it a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements?		✓
b	If "Yes," has it filed a tax return on Form 990-T for this year (see instructions)?		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		✓
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?		✓
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 outstanding at the end of the tax year covered by this return?		✓
b	If "Yes," complete Schedule L, Part II and enter the total amount involved 38b 0		
39	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on line 9 39a		
b	Gross receipts, included on line 9, for public use of club facilities 39b		
40a	Section 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	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year, or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		✓
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0		
d	Section 501(c)(3) and 501(c)(4) organizations. 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.		✓
41	List the states with which a copy of this return is filed. ▶ Wisconsin		
42a	The organization's books are in care of ▶ Lois Corwin Telephone no. ▶ 608.868.2428 Located at ▶ 9130 North Kidder Road, Edgerton, WI ZIP + 4 ▶ 53534		
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)?	Yes	No
42b			✓
	If "Yes," enter the name of the foreign country: ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
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 ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43		
44a	Did the organization maintain any donor advised funds during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ		✓
b	Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ		✓
c	Did the organization receive any payments for indoor tanning services during the year?		✓
d	If "Yes" to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

	Yes	No
45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)?		✓
a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," Form 990 and Schedule R may need to be completed instead of Form 990-EZ (see instructions)	✓	
46 Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		✓

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 47-49b and 52, and complete the tables for lines 50 and 51.

Check if the organization used Schedule O to respond to any question in this Part VI

	Yes	No
47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		✓
48 Is the organization 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 a section 527 organization?		

50 Complete this table for the organization's 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 & deferred compensation	(e) Expense account and other allowances
NONE				

f Total number of other employees paid over \$100,000 **0**

51 Complete this table for the organization's 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		

d Total number of other independent contractors each receiving over \$100,000 **0**

52 Did the organization complete Schedule A? **Note:** All section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A Yes No

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: *[Signature]* Date: **8-8-11**
 Type or print name and title: **Steve Servantez, Board President**

Paid Preparer Use Only
 Print/Type preparer's name: **J Schultz** Preparer's signature: *[Signature]* Date: **8-8-11** Check if self-employed PTIN: **P00176566**
 Firm's name: **Husch Services, LLC** Firm's EIN: **39-1914008**
 Firm's address: **17 S River Street #203, Janesville, WI 53548** Phone no.: **608.758.2998**

May the IRS discuss this return with the preparer shown above? See instructions Yes No

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2010

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

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

Department of the Treasury
Internal Revenue Service

Name of the organization

Friends of Noah Wisconsin, Inc.

Employer identification number

39-2007413

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

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

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

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	
- h Provide the following information about the supported organization(s).

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

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 or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	12,201	15,296	10,371	8,659	29,894	76,421
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	0	0	0	0	0	0
3 The value of services or facilities furnished by a governmental unit to the organization without charge	0	0	0	0	0	0
4 Total. Add lines 1 through 3	12,201	15,296	10,371	8,659	29,894	76,421
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.						76,421

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	12,201	15,296	10,371	8,659	29,894	76,421
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	283	614	585	229	47	1,758
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						78,179
12 Gross receipts from related activities, etc. (see instructions)				12		25,646
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 ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f))	14	97.75 %
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	n/a %
16a 33 1/3% support test—2010. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input checked="" type="checkbox"/>		
b 33 1/3% support test—2009. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
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 ► <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
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 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(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 in 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 lines 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 2010 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2010 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests—2010. 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—2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

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

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2010

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

Name of the organization
Friends of Noah - WI

Employer identification number
39-2007413

2010 Form 990 EZ Part I, Line 16 Other Expenses

Other Program Supplies \$5,711

Supplies for Animals \$2,970

Office Supplies \$1,767

Insurance \$1,479

Miscellaneous \$1,164

Fees to Animal Shelters (Pull Fees) 822

Membership Fees \$ 328

Bank Fees 39

Total Line 16 Other Expenses \$14,280

2010 Form 990 EZ Part II, Line 24 Other Assets

Prepaid Veterinary Fees \$137

2010 Form 990 EZ Part II, Line 26 Other Liabilities

Wisconsin Sales Tax Payable \$208

2010 Form 990 EZ Part V, Line 35

The \$12,638 of program service revenue generated during the year is directly related to the mission of the organization. The entire amount was generated from adoption fees.

United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

FRIENDS OF NOAH, INC. WISCONSIN

is a domestic corporation or a domestic limited liability company organized under the laws of this state and that its date of incorporation or organization is September 18, 2000.

I further certify that said corporation or limited liability company has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921, 181.1622 or 183.0120 Wis. Stats., and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on October 15, 2010.



A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Deputy Administrator
Division Of Corporate & Consumer Services
Department of Financial Institutions

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

DFI/Corp/33

To validate the authenticity of this certificate

Visit this web address: <http://www.wdfi.org/apps/ccs/verify/>

Enter this code: **83537-42C1F4D3**

ARTICLE I
NAME AND LOCATION

Section 1: Name: The name of the Corporation is Friends of Noah, Wisconsin. It is a Wisconsin nonstock corporation.

Section 2: Location: The principal office of the Corporation shall be located at P.O. Box 308, Janesville, Wisconsin 53547-0308, or such other location as may be determined and authorized by the Board of Directors. The Corporation may have such other offices as the Board of Directors may authorize.

ARTICLE II
PURPOSES

The Corporation shall be organized exclusively as a nonprofit, tax-exempt organization under Section 501(c) (3) of the United States Internal Revenue Code of 1986, as amended, and shall be operated exclusively for the exempt purposes stated in the Articles of Incorporation.

ARTICLE III
MEMBERSHIP

The Corporation shall have no members other than the persons elected or appointed from time to time as members of the Board of Directors, who shall be considered to be the members of the Corporation for the purposes of any statutory provision or rule of law relating to members of a nonstock, nonprofit corporation.

ARTICLE IV
BOARD OF DIRECTORS

Section 1: General Powers: The duly elected or appointed Board of Directors shall have control and policy management of the affairs, business, property, and funds of the Corporation. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Corporation as the Board may deem proper, not inconsistent with federal and/or state law or these Bylaws.

Section 2: Number and Tenure: The Board of Directors shall consist of a number not to exceed nine (9) and not be less than five (5). The Directors shall continue to serve for a three (3) year term, or until their resignation or removal, or until their successors are elected. A list of the Directors with date of initiation and end of term shall be maintained by the Secretary. The terms of the Directors shall be such that no more than 1/3 of Directors' terms expire per year.

Section 3: Election and Vacancies: The Board of Directors shall be elected annually by the previous Board of Directors, at any regular meeting of the Board of Directors. Each Board member shall be elected by a majority vote of the previous year's Board of Directors.

Vacancies due to resignation or removal of a member of the Board of Directors may be filled at a regular meeting of the Board of Directors occurring within six (6) months of the date of removal or resignation. A Director elected to fill a vacancy shall be elected to serve until his or her successor is elected.

ARTICLE V MEETINGS

Section 1: Regular Meetings: Meetings of the Board of Directors shall be held at such times and places as may be determined by the President with the consent of the majority of the members of the Board.

Section 2: Special Meetings: A special meeting of the Board of Directors may be called by or at the request of the Secretary, Treasurer, President, or any two (2) Directors. The Secretary, Treasurer, President, or any two (2) Directors calling any special meeting of the Board of Directors may fix any place as the place for holding any special meeting of the Board of Directors.

Section 3: Notice: Written notice stating the place, day, and hour of any meeting, and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than five (5) days nor more than thirty (30) days before the date of the meeting, by written notice delivered personally, by mail or by airmail, by Federal Express, by telephone, telegraph, teletype, facsimile, electronic mail, or other form of wire or wireless communication, to each Director at his or her business address or at such other address as such Director shall have designated, in writing, filed with the Secretary. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, so addressed, with postage thereon prepaid. If notice be given by Federal Express, such notice shall be deemed to be delivered when received by Federal Express. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. If notice is given by facsimile or electronic mail, it shall be deemed delivered when sent.

Section 4: Waiver: Whenever any notice whatever is required to be given to any Director of the Corporation under the Articles of Incorporation or Bylaws or any provision of law, a waiver thereof, in writing, signed at any time, whether before or after the time of meeting, by the Director entitled to such notice, shall be deemed equivalent to the giving of such notice. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting and objects thereat to the transaction of any business because the meeting is not lawfully called or convened. Except as otherwise provided in Section 3 of this Article, above, neither the business to be transacted at, nor the purposes of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 5: Meetings Other Than in Person: Any or all members of the Board of Directors, or any committee thereof, may participate in a regular or special meeting by, or to conduct the meeting through, the use of any means of communication by which any of the following occurs:

- a. All participating Directors and members of a committee may simultaneously hear each other during the meeting.

- b. All communication during the meeting is immediately transmitted to each participating Director and committee member, and each participating Director and committee member is able to immediately send messages to all other participating Directors and committee members.
 1. If a meeting is conducted by means of communication described herein, all participating Directors and committee members shall be informed that a meeting is taking place at which official business may be transacted.
 2. A Director and committee member participating in a meeting by means of such communication is deemed to be present in person at the meeting.
 3. The identity of each Director participating in a meeting of the Board of Directors by any means described in subparagraph a., above, must be verified before the Directors vote at the meeting on a plan of merger or share exchange; to sell, lease, exchange, or otherwise dispose of substantial property or assets of the Corporation; to voluntarily dissolve or to revoke voluntary dissolution proceedings; or to file for bankruptcy. The identity of each Director shall be verified when the meeting is convened. A transaction constituting a disposal of substantial property or assets of the Corporation for the purposes of this paragraph is specified as a sale of property or assets having a value of more than ten percent (10%) of the net worth of the Corporation.

Section 5: Quorum: Except as otherwise provided by law, the Articles of Incorporation, or these Bylaws, a majority of the number of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but a majority of the Board of Directors present (though less than such quorum) may adjourn the meeting from time to time without further notice.

Section 6: Presumption of Assent: A Director of the Corporation who is present at a meeting of the Board of Directors, or a committee thereof of which he or she is a member, at which meeting action on any corporate matter is taken, shall be presumed to have assented to the action taken unless (i) his or her dissent is entered in the minutes of the meeting; (ii) written notice of his or her dissent is delivered to the person acting as the secretary of the meeting before the adjournment thereof; or (iii) written notice of his or her dissent is forwarded by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

ARTICLE VI POWERS

Section 1: Powers: For the furtherance of the objects and purposes of the Corporation as stated in these Bylaws and the Articles of Incorporation, the Corporation shall have the power:

- a. To enter into contracts, to sue and be sued, complain and defend, in its corporate name.
- b. To borrow money and give its notes or other obligations therefore, and to secure payment thereof by pledging, encumbering, and mortgaging any property it may own.
- c. To receive and administer funds for the purposes set forth in the Articles of Incorporation.

- d. To take and hold, by bequest, devise, gift, purchase, or lease, any property, real, personal, or mixed, without limitation as to amount or value, except such limitations as may be imposed by law.
- e. To sell, convey, and dispose of any property, and to invest, reinvest, or dispose of the principal thereof, and to expend the income therefrom for any of the aforementioned purposes.
- f. To receive any property, real, personal, or mixed, in trust, under the terms of any will, deed, or trust, or other trust instrument for the aforementioned purposes or any of them (but for no other purposes), and in administering the same, to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditures of the principal, as well as the income, from one (1) or more of such purposes.
- g. To receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them.
- h. To reject any or all gifts, benefits, or devices which the Corporation deems not in the best interests of the objectives and purposes of the Corporation.
- i. Notwithstanding any other provision to the contrary herein, any limitation on the powers of the Corporation as set forth in Internal Revenue Service rules and regulations governing the operation of nonprofit, tax-exempt organizations and of private foundations, if applicable, shall control. In the event of any inconsistency between the Internal Revenue Service rules and these powers, the Internal Revenue Service rules shall apply, and any powers contained herein shall be of no force and effect.

Section 2: Activities: No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VII OFFICERS

Section 1: Officers: The officers of the Corporation shall be a President, Vice-president, Secretary and Treasurer, and such other officers as may be elected in accordance with the provisions of this Article.

Section 2: Election and Tenure: The officers of the Corporation shall be elected by the Board of Directors at any regular meeting of the Board of Directors. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his or her resignation or removal, or until his or her successor shall have been duly elected by the Board of Directors. However, in no event may an officer hold office for more than three (3) years without being reelected by the Board of Directors.

Section 3: Removal: Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officers so removed.

Section 4: Vacancies: A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be filled by the Board of Directors.

Section 5: Treasurer: If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine. He or she shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these Bylaws; and in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Board of Directors. In addition to the powers described above, the Treasurer may sign, with the Secretary, or any other proper officer of the Corporation authorized by the Board of Directors, any and all documents or instruments which the Board of Directors has authorized to be executed, except cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws, or by statute, to some other officer or agent of the Corporation.

Section 6: Secretary: The Secretary, or any other designated Assistant Secretary, shall keep the minutes of the meetings of the Board of Directors in one (1) or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and in general perform all the duties incident to the office of Secretary, and such other duties as from time to time may be assigned to him or her by the by the Board of Directors. In addition to the powers described above, the Secretary may sign, with the Treasurer, or any other proper officer of the Corporation authorized by the Board of Directors, any and all documents or instruments which the Board of Directors has authorized to be executed, except cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws, or by statute, to some other officer or agent of the Corporation.

ARTICLE VIII COMMITTEES

Section 1: Standing Committees: The Corporation shall have the following standing committees:

- a. Fundraising/Event Committee
- b. Correspondence Committee
- c. Finance Committee
- d. Public Relations and Promotions Committee
- e. Education Committee
- f. Companion Animal Food Effort Committee (C.A.F.E.)
- g. Badger Animal Fund Committee (B.A.F.)

Section 2: Other Committees: In addition to the standing committees set forth in Section 1 of this Article, above, the Board of Directors, by resolution adopted by a majority of

the Directors in office, may designate and appoint one (1) or more committees, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation, except that no such committee shall have the authority of the Board of Directors in reference to amending, altering, or repealing the Bylaws; electing, appointing, or removing any member of any such committee or any Director or officer of the Corporation; amending the Articles of Incorporation; restating Articles of Incorporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings thereof; adopting a plan for distribution of the assets of the Corporation; or amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him or her by law.

Section 3: Election of Committee Chairperson: Immediately following the election of the Board of Directors as provided for in Article 4, Section 3, of these Bylaws, or at any other regular or special meeting of the Board of Directors, the Board of Directors shall elect, by majority vote, a person or persons to serve as Chairperson of each standing committee set forth in Section 1 of this Article, above, or any other committee created by the Board of Directors, provided, however, that the Treasurer of the Corporation shall serve as Chairperson of the Finance Committee and the Secretary of the Corporation shall serve as Chairperson of the Correspondence Committee.

- a. Each Chairperson shall continue to serve for a one (1) year term, or until their resignation or removal, or until their successor is elected.
- b. Any Chairperson may be removed by a majority vote of the Board of Directors at any regular or special meeting of the Board of Directors.
- c. Vacancies due to resignation or removal of a Chairperson may be filled at any regular meeting of the Board of Directors occurring within six (6) months of the date of removal or resignation. A Chairperson elected to fill a vacancy shall be elected to serve until his or her successor is elected.

Section 4: Policies and Procedures: Each committee authorized to act under this Article 8 may adopt policies and procedures rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

ARTICLE IX CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1: Contracts: The Board of Directors may authorize any officer or officers or agents of the Corporation, in addition to the officers so authorized by these Bylaws, 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 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 or 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. In the absence of such determination by the Board of Directors, such instrument shall be signed by the Treasurer

and countersigned by either the Secretary of the Corporation or a member of the Board of Directors.

Section 3: Deposits: All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4: Gifts: The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation.

Section 5: Reasonable Compensation: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

ARTICLE X INDEMNIFICATION

Each Director, officer and Chairperson of the Corporation, now or hereafter serving as such, shall be indemnified by the Corporation against any and all claims and liabilities to which he or she has or shall become subject to by reason of serving or having served as such Director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him or her as such Director or officer; and the Corporation shall reimburse each such person for all legal expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against, or be reimbursed for, any expense incurred in connection with any claim or liability arising out of his or her willful misconduct or gross negligence. The amount paid to any officer or Director by way of indemnification shall not exceed his or her actual, reasonable, and necessary expenses incurred in connection with the matter involved. The right of indemnification shall not be exclusive of any rights to which any Director or officer of the Corporation may otherwise be entitled by law.

ARTICLE XI BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account, and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by a Director, or his or her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE XII WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Wisconsin Nonprofit Corporation Act, or under the provisions of the Articles of Incorporation or the Bylaws of the Corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII DISSOLUTION

In the event of termination, dissolution, or winding up of the Corporation in any manner or for any reason whatsoever, the Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the remaining assets of the Corporation to an entity or organization which is then exempt as an organization described in §§ 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any prior or future law, or to more than one (1) such exempt entity or organization, or to the State of Wisconsin or any governmental subdivision thereof exclusively for public purposes of the Corporation, or, in default of any such determination, to the State of Wisconsin exclusively for public purposes.

ARTICLE XIV FISCAL YEAR

The fiscal year of the Corporation shall be established by the Board of Directors.

ARTICLE XV AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the Directors present at any regular meeting or at any special meeting.