

Form **990**

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

OMB No 1545-0047
2012
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 2012 calendar year, or tax year beginning JUL 1, 2012 and ending JUN 30, 2013

B Check if applicable: <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization		D Employer identification number
	LIFE SKILLS		43-0979927
	Doing Business As		E Telephone number
	Number and street (or P O box if mail is not delivered to street address)	Room/suite	(314) 394-7100
13545 BARRETT PARKWAY DRIVE		300	G Gross receipts \$ 44,709,561.
City, town, or post office, state, and ZIP code			H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
BALLWIN, MO 63021			H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No
F Name and address of principal officer JOHN ADKINS SAME AS C ABOVE			If "No," attach a list. (see instructions)
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		H(c) Group exemption number ▶	
J Website: WWW.LIFESKILLS-MO.ORG		K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶	
L Year of formation: 1971		M State of legal domicile: MO	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities TO ASSIST INDIVIDUALS WITH DEVELOPMENTAL DISABILITIES LIVING IN OUR COMMUNITY.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	32
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	32
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	1875
	6 Total number of volunteers (estimate if necessary)	6	488
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990 T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	1,282,136.	3,800,629.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	13,440,928.	36,226,853.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	180,334.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	0.	253,771.
		14,723,064.	40,461,587.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	11,269,149.	31,682,573.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25)	0.	0.
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	3,358,401.	6,460,996.
18 Total expenses - Add lines 13-17 (must equal Part IX, column (A), line 25)	14,627,550.	38,143,569.	
19 Revenue less expenses - Subtract line 18 from line 12	95,514.	2,318,018.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	3,570,680.	14,505,598.
	22 Net assets or fund balances - Subtract line 21 from line 20	3,143,084.	4,392,856.
	427,596.	10,112,742.	

Part II Signature Block

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

Sign Here	Signature of officer	Date
	<i>John Adkins</i>	2/14/14
	JOHN ADKINS, VP AND CHIEF FINANCIAL OFFICER	
	Type or print name and title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
	JEANETTE BAX-KURTZ	<i>Jeanette Bax-Kurtz</i>	02/14/14	<input type="checkbox"/>	P00096490
	Firm's name	Firm's EIN			
	MUELLER PROST PC	43-1594752			
	Firm's address	7733 FORSYTH BLVD., SUITE 1200			
	ST. LOUIS, MO 63105	Phone no (314) 862-2070			

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

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

X

1 Briefly describe the organization's mission

TO ASSIST INDIVIDUALS WITH DEVELOPMENTAL DISABILITIES, INCLUDING AUTISM, LEARN, LIVE, WORK AND PARTICIPATE IN THE COMMUNITY.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

X Yes No

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

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

X Yes No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 23,740,633. including grants of \$) (Revenue \$ 26,852,016.)

COMMUNITY LIVING SERVICES PROVIDES HOMES WITH AROUND-THE-CLOCK SUPPORT WHERE ADULTS WITH DEVELOPMENTAL DISABILITIES, INCLUDING AUTISM, CAN LIVE INDEPENDENT AND PRODUCTIVE LIVES IN THE COMMUNITY. THE PROGRAM ALSO PROVIDES TRAINING AND SUPPORT TO PEOPLE WITH DISABILITIES TO HELP THEM ACQUIRE VALUABLE SKILLS. INDIVIDUALS ARE ASSISTED IN LIVING IN INDEPENDENT, YET SUPPORTIVE ENVIRONMENTS, LEARNING VARIOUS HOME MANAGEMENT SKILLS AND DEVELOPING A SOCIAL SUPPORT NETWORK.

4b (Code) (Expenses \$ 4,172,303. including grants of \$) (Revenue \$ 4,477,164.)

EMPLOYMENT SERVICES DEVELOPS EMPLOYMENT OPPORTUNITIES IN THE COMMUNITY FOR INDIVIDUALS, LOCATES PAYING POSITIONS, AND PROVIDES ON-THE-JOB SUPPORT. JOBS ARE CAREFULLY MATCHED TO MEET EACH INDIVIDUAL'S WORK PREFERENCES, SKILLS, AND SUPPORT NEEDS.

4c (Code) (Expenses \$ 4,451,965. including grants of \$) (Revenue \$ 5,079,250.)

AUTISM SERVICES STRIVES TO BE A SINGLE TOUCHPOINT FOR FAMILIES IMPACTED BY AUTISM.

4d Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 32,364,901.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b <i>If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?</i>		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions).		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

Input box for Schedule O response

Table with columns for question number, description, and Yes/No response. Includes questions 1a-14b regarding Form 1096, Form W-2G, Form W-3, and various tax compliance issues.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 1a, 1b, 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code)

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed NONE
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

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

Check if Schedule O contains a response to any question in this Part VII

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

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MARIAN NUNN DIRECTOR	1.00 1.00	X					0.	0.	0.	
(2) SCOTT RIRIE DIRECTOR	1.00 1.00	X					0.	0.	0.	
(3) MATTHEW GOLDENBERG CHAIRMAN	4.00	X		X			0.	0.	0.	
(4) CHRISTOPHER W. WITTENAUER VICE CHAIRMAN	4.00	X		X			0.	0.	0.	
(5) WILLIAM FLORENT TREASURER	4.00 1.00	X		X			0.	0.	0.	
(6) RICH HARKWELL SECRETARY	4.00	X		X			0.	0.	0.	
(7) MARCUS ADRIAN DIRECTOR	1.00	X					0.	0.	0.	
(8) BILL BARTELSMEYER DIRECTOR	1.00	X					0.	0.	0.	
(9) TRICIA BOLSTER DIRECTOR	1.00	X					0.	0.	0.	
(10) THOMAS G. CARUSO DIRECTOR	1.00	X					0.	0.	0.	
(11) JOHN CLEEK, JR. DIRECTOR	1.00	X					0.	0.	0.	
(12) MARK DARRELL DIRECTOR	1.00	X					0.	0.	0.	
(13) SEAN DONLIN DIRECTOR	3.00	X					0.	0.	0.	
(14) JOHN GILLARDI DIRECTOR	2.00	X					0.	0.	0.	
(15) HOWARD GOLDBERG DIRECTOR	1.00	X					0.	0.	0.	
(16) ROCHELLE GRIFFIN DIRECTOR	2.00	X					0.	0.	0.	
(17) MELBA HALE DIRECTOR	1.00	X					0.	0.	0.	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) DONNA HIBLER DIRECTOR	4.00	X						0.	0.	0.
(19) JEFFREY HUNTER DIRECTOR	1.00	X						0.	0.	0.
(20) DAN KELLEY DIRECTOR	1.00	X						0.	0.	0.
(21) JUDY KENT DIRECTOR	3.00	X						0.	0.	0.
(22) BOB LEE DIRECTOR	1.00	X						0.	0.	0.
(23) WESTON MCKEE DIRECTOR	3.00	X						0.	0.	0.
(24) CHARLES R. QUIGLESS, JR. DIRECTOR	0.10	X						0.	0.	0.
(25) ROBERT D. ROWLAND DIRECTOR	1.00	X						0.	0.	0.
(26) KENT SCHIEN DIRECTOR	1.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								773,320.	0.	48,193.
d Total (add lines 1b and 1c)								773,320.	0.	48,193.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **6**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
PPM CAMBRIDGE, 1034 S. BRENTWOOD BLVD., STE 1930, ST. LOUIS, MO 63117	RENT	389,513.
RAINBOW VILLAGE 1240 DAUTEL LANE, ST. LOUIS, MO 63146	RENT	359,228.
ENTERPRISE FLEET SERVICES, 600 CORPORATE PARK DR., SAINT LOUIS, MO 63105	VEHICLE RENTAL	228,908.
CDW GOVERNMENT, INC., 75 REMITTANCE DRIVE, STE 1515, CHICAGO, IL 60675	COMPUTER EQUIPMENT	207,646.
WRIGHT EXPRESS FLEET SERVICES 225 GORHAM ROAD, SOUTH PORTLAND, ME 04106	VEHICLE RENTAL	192,620.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **11**

SEE PART VII, SECTION A CONTINUATION SHEETS

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a 248,482.				
	b Membership dues	1b				
	c Fundraising events	1c 873,263.				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 2,678,884.				
	g Noncash contributions included in lines 1a-1f \$					
	h Total. Add lines 1a-1f		3,800,629.			
	Program Service Revenue	Business Code				
2 a INDEPENDENT LIVING SERVICES		624100	33,386,038.	33,386,038.		
b JOB TRAINING & PLACEMENT SERVICES		624100	2,144,912.	2,144,912.		
c CLINICAL SERVICES		624100	422,867.	422,867.		
d FAMILY SUPPORT SERVICES		624100	245,085.	245,085.		
e EDUCATIONAL SERVICES		624100	27,951.	27,951.		
f All other program service revenue						
g Total. Add lines 2a-2f		36,226,853.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		92,051.		92,051.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real	114,000.			
		(ii) Personal				
		b Less rental expenses	0.			
		c Rental income or (loss)	114,000.			
	d Net rental income or (loss)		114,000.	114,000.		
	7 a Gross amount from sales of assets other than inventory	(i) Securities	4,082,203.			
		(ii) Other				
		b Less. cost or other basis and sales expenses	3,993,920.			
		c Gain or (loss)	88,283.			
	d Net gain or (loss)		88,283.		88,283.	
	8 a Gross income from fundraising events (not including \$ 873,263. of contributions reported on line 1c) See Part IV, line 18	a	326,248.			
		b Less direct expenses	b 254,054.			
c Net income or (loss) from fundraising events			72,194.		72,194.	
9 a Gross income from gaming activities See Part IV, line 19	a					
	b Less direct expenses	b				
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
	b Less cost of goods sold	b				
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a OTHER PROGRAM REVENUE	624100	67,577.	67,577.			
b						
c						
d All other revenue						
e Total. Add lines 11a-11d		67,577.				
12 Total revenue. See instructions		40,461,587.	36,408,430.	0.	252,528.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	897,742.	788,138.	95,591.	14,013.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	26,225,681.	23,014,772.	2,798,185.	412,724.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	110,945.	97,785.	11,582.	1,578.
9 Other employee benefits	2,523,584.	2,224,246.	263,449.	35,889.
10 Payroll taxes	1,924,621.	1,691,680.	203,443.	29,498.
11 Fees for services (non-employees)				
a Management				
b Legal	54,600.	8,958.	45,580.	62.
c Accounting	82,650.		82,650.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O)	126,806.	20,804.	105,858.	144.
12 Advertising and promotion	85,944.	7,761.	66,188.	11,995.
13 Office expenses	265,831.	163,877.	93,581.	8,373.
14 Information technology	188,149.	37,999.	135,578.	14,572.
15 Royalties				
16 Occupancy	1,072,499.	733,321.	290,500.	48,678.
17 Travel	1,289,509.	1,209,422.	68,975.	11,112.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	51,430.	15,652.	30,131.	5,647.
20 Interest	77,380.	23,774.	53,606.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	532,688.	435,318.	93,474.	3,896.
23 Insurance	609,605.	480,685.	118,032.	10,888.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a CLIENT ASSISTANCE	459,866.	459,866.		
b AUTO EXPENSE	335,559.	296,392.	39,128.	39.
c TELEPHONE EXPENSE	330,961.	254,696.	71,535.	4,730.
d OUTSIDE SERVICES	274,726.	163,543.	103,066.	8,117.
e All other expenses	622,793.	236,212.	317,760.	68,821.
25 Total functional expenses Add lines 1 through 24e	38,143,569.	32,364,901.	5,087,892.	690,776.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1	Cash - non-interest-bearing	94,094.	1	17,686.
	2	Savings and temporary cash investments		2	312,328.
	3	Pledges and grants receivable, net	155,131.	3	205,838.
	4	Accounts receivable, net	1,233,534.	4	5,182,705.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr) Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	49,680.	9	118,406.
	10a	Land, buildings, and equipment, cost or other basis Complete Part VI of Schedule D	10a 5,674,896.		
	b	Less accumulated depreciation	10b 2,740,123.		
	11	Investments - publicly traded securities		11	5,715,489.
	12	Investments - other securities See Part IV, line 11		12	
	13	Investments - program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets See Part IV, line 11	152,665.	15	18,373.
16	Total assets. Add lines 1 through 15 (must equal line 34)	3,570,680.	16	14,505,598.	
Liabilities	17	Accounts payable and accrued expenses	573,876.	17	2,487,869.
	18	Grants payable		18	
	19	Deferred revenue		19	11,377.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	2,341,259.	23	1,893,610.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	227,949.	25	0.
	26	Total liabilities. Add lines 17 through 25	3,143,084.	26	4,392,856.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	332,976.	27	5,887,299.
	28	Temporarily restricted net assets	94,620.	28	2,328,917.
	29	Permanently restricted net assets		29	1,896,526.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	427,596.	33	10,112,742.
34	Total liabilities and net assets/fund balances	3,570,680.	34	14,505,598.	

Form 990 (2012)

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	40,461,587.
2	Total expenses (must equal Part IX, column (A), line 25)	2	38,143,569.
3	Revenue less expenses Subtract line 2 from line 1	3	2,318,018.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	427,596.
5	Net unrealized gains (losses) on investments	5	154,564.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	7,212,564.
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	10,112,742.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2012)

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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	741,621.	1,078,582.	1,052,988.	1,282,136.	3,800,629.	7,955,956.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	741,621.	1,078,582.	1,052,988.	1,282,136.	3,800,629.	7,955,956.
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)						4,250,904.
6 Public support. Subtract line 5 from line 4						3,705,052.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	741,621.	1,078,582.	1,052,988.	1,282,136.	3,800,629.	7,955,956.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	9,226.	8.			92,051.	101,285.
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)			11,015.			11,015.
11 Total support. Add lines 7 through 10						8,068,256.
12 Gross receipts from related activities, etc. (see instructions)					12 90,475,597.	
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 2012 (line 6, column (f) divided by line 11, column (f))	14	45.92 %
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	71.74 %
16a 33 1/3% support test - 2012. 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 - 2011. 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 - 2012. 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 - 2011. 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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2012.** 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 - 2011.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

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

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012
Open to Public Inspection

Name of the organization **LIFE SKILLS** Employer identification number **43-0979927**

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

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

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

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

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

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

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

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

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

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

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

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

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

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

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

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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

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

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

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

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

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

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

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

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

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	3,461,984.	3,133,110.	2,301,099.	1,303,112.	1,409,079.
b Contributions	318,182.	454,544.	454,544.	982,476.	25.
c Net investment earnings, gains, and losses	255,912.	-13,805.	439,870.	52,777.	-105,992.
d Grants or scholarships					
e Other expenditures for facilities and programs	118,720.	111,865.	62,403.	37,266.	
f Administrative expenses					
g End of year balance	3,917,358.	3,461,984.	3,133,110.	2,301,099.	1,303,112.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment 50.53 %
- b Permanent endowment 48.41 %
- c Temporarily restricted endowment 1.06 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

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

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

	Yes	No
3a(i)		X
3a(ii)		X
3b		

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		323,854.		323,854.
b Buildings		2,413,081.	1,039,234.	1,373,847.
c Leasehold improvements		77,008.	54,689.	22,319.
d Equipment		2,731,867.	1,646,200.	1,085,667.
e Other		129,086.		129,086.
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))				2,934,773.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

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

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15) ▶	

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25) ▶	

2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements		1	40,870,205.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains on investments	2a	154,564.	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d	254,054.	
e	Add lines 2a through 2d	2e		408,618.
3	Subtract line 2e from line 1	3		40,461,587.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5		40,461,587.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements		1	38,397,622.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d	254,054.	
e	Add lines 2a through 2d	2e		254,054.
3	Subtract line 2e from line 1	3		38,143,568.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b	1.	
c	Add lines 4a and 4b	4c		1.
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5		38,143,569.

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

PART X, LINE 2: THE ORGANIZATION IS EXEMPT FROM FEDERAL INCOME TAXES

UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND APPLICABLE STATE LAW. THEREFORE, THERE ARE NO PROVISIONS FOR INCOME TAXES REFLECTED IN THESE FINANCIAL STATEMENTS.

THE ACCOUNTING STANDARD ON ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES ADDRESSES THE DETERMINATION OF WHETHER TAX BENEFITS CLAIMED OR EXPECTED TO BE CLAIMED ON A TAX RETURN SHOULD BE RECORDED IN THE FINANCIAL STATEMENTS.

Part XIII Supplemental Information (continued)

UNDER THAT GUIDANCE, THE ORGANIZATION MAY RECOGNIZE THE TAX BENEFIT FROM AN UNCERTAIN TAX POSITION ONLY IF IT IS MORE LIKELY THAN NOT THAT THE TAX POSITION WILL BE SUSTAINED ON EXAMINATION BY TAXING AUTHORITIES BASED ON THE TECHNICAL MERITS OF THE POSITION. EXAMPLES OF TAX POSITIONS INCLUDE THE TAX-EXEMPT STATUS OF THE ORGANIZATION AND VARIOUS POSITIONS RELATED TO THE POTENTIAL SOURCES OF UNRELATED BUSINESS TAXABLE INCOME ("UBIT"). THE TAX BENEFITS RECOGNIZED IN THE FINANCIAL STATEMENTS FROM SUCH A POSITION ARE MEASURED BASED ON THE LARGEST BENEFIT THAT HAS A GREATER THAN 50% LIKELIHOOD OF BEING REALIZED UPON ULTIMATE SETTLEMENT. THERE WERE NO UNRECOGNIZED TAX BENEFITS IDENTIFIED OR RECORDED AS LIABILITIES FOR THE YEAR ENDED JUNE 30, 2013.

THE ORGANIZATION'S INFORMATION RETURNS, FOR THE YEARS ENDING JUNE 30, 2013, 2012, 2011, AND 2010 ARE SUBJECT TO EXAMINATION BY THE IRS, GENERALLY FOR 3 YEARS AFTER THEY WERE FILED.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

FUNDRAISING EXPENSE REPORTED ON PART VIII 254,054.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

FUNDRAISING EXPENSE REPORTED ON PART VIII 254,054.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

ROUNDING 1.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events	
		FESTIVAL OF TREES	GOLF TOURNAMENTS	5	(add col (a) through col (c))	
		(event type)	(event type)	(total number)		
Revenue	1	Gross receipts	461,515.	564,468.	173,528.	1,199,511.
	2	Less Contributions	382,890.	378,581.	111,792.	873,263.
	3	Gross income (line 1 minus line 2)	78,625.	185,887.	61,736.	326,248.
Direct Expenses	4	Cash prizes			5,629.	5,629.
	5	Noncash prizes		352.	990.	1,342.
	6	Rent/facility costs	8,127.	67,413.	21,828.	97,368.
	7	Food and beverages	44,213.	47,735.	6,180.	98,128.
	8	Entertainment	2,940.	850.	4,355.	8,145.
	9	Other direct expenses	6,170.	13,504.	23,768.	43,442.
	10	Direct expense summary Add lines 4 through 9 in column (d)				(254,054)
11	Net income summary Combine line 3, column (d), and line 10				72,194.	

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.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
	7	Direct expense summary Add lines 2 through 5 in column (d)			()
	8	Net gaming income summary Combine line 1, column d, and line 7			

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? Yes No

b If "No," explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," explain _____

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
 ► Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
 ► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization

LIFE SKILLS

Employer identification number
43-0979927

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III

- | | |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

- a** The organization?
- b** Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

- a** The organization?
- b** Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2012

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) WENDY SULLIVAN CHIEF EXECUTIVE OFFICER	(i)	153,216.	0.	0.	1,039.	6,131.	160,386.
	(ii)	0.	0.	0.	0.	0.	0.
(2) RONALD EKSTRAND CHIEF OPERATING OFFICER	(i)	154,526.	0.	0.	5,037.	3,267.	162,830.
	(ii)	0.	0.	0.	0.	0.	0.
	(i)						
	(ii)						
	(i)						
	(ii)						
	(i)						
	(ii)						
	(i)						
	(ii)						
	(i)						
	(ii)						
	(i)						
	(ii)						
	(i)						
	(ii)						
	(i)						
	(ii)						

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 3: THE COMPENSATION IS REVIEWED AND APPROVED BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS.

Multiple horizontal lines for supplemental information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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.

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization

LIFE SKILLS

Employer identification number
43-0979927

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

PARTICIPATE IN THE COMMUNITY.

FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:

EFFECTIVE JULY 1, 2012 TOUCHPOINT AUTISM SERVICES (EIN 43-0979927)

**MERGERED WITH LIFE SKILLS FOUNDATION (EIN 43-0827160). THROUGH THE
MERGER, LIFE SKILLS SEEKS TO FURTHER THEIR COMMON MISSION OF SERVING
MORE INDIVIDUALS WITH DISABILITIES, INCLUDING AUTISM, AND ACHIEVING
ECONOMIES OF SCALE AND OTHER SYNERGIES THROUGH INTEGRATING THEIR
SERVICE DELIVERY.**

FORM 990, PART III, LINE 3, CHANGES IN PROGRAM SERVICES:

EFFECTIVE JULY 1, 2012 TOUCHPOINT AUTISM SERVICES (EIN 43-0979927)

**MERGERED WITH LIFE SKILLS FOUNDATION (EIN 43-0827160). THROUGH THE
MERGER, LIFE SKILLS SEEKS TO FURTHER THEIR COMMON MISSION OF SERVING
MORE INDIVIDUALS WITH DISABILITIES, INCLUDING AUTISM, AND ACHIEVING
ECONOMIES OF SCALE AND OTHER SYNERGIES THROUGH INTEGRATING THEIR
SERVICE DELIVERY.**

**FORM 990, PART VI, SECTION A, LINE 4: THE ORGANIZATION AMENDED THEIR
BY-LAWS AND ARTICLES OF INCORPORATION ON 7/1/2012. SEE ATTACHED ARTICLES
OF INCORPORATION AND ARTICLES OF MERGER.**

**FORM 990, PART VI, SECTION B, LINE 11: A COPY OF THE FORM 990 IS PORVIDED
TO AND REVIEWED BY THE FINANCE COMMITTEE PRIOR TO FILING. THE FINANCE
COMMITTEE PRESENTS THE 990 TO THE BOARD. IF ACCEPTABLE, A RECOMMENDATION**

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

Schedule O (Form 990 or 990-EZ) (2012)

232211
01-04-13

Name of the organization LIFE SKILLS	Employer identification number 43-0979927
--	---

IS MADE TO THE BOARD OF DIRECTORS THAT THE FORM BE FILED AND IT IS EXECUTED BY THE PRESIDENT/CEO.

FORM 990, PART VI, SECTION B, LINE 12C: THE BOARD OF DIRECTORS DISCUSSES POTENTIAL CONFLICTS REGULARLY AT AND BETWEEN BOARD MEETINGS AND RELIES ON THE CEO TO BRING TO ITS ATTENTION ANY MATERIAL TRANSACTIONS OR RELATIONSHIPS THAT MIGHT BE CONSIDERED A CONFLICT OF INTEREST WITH RESPECT TO ANY OF THE BOARD MEMBERS. FOR ANY BOARD VOTES WHERE A POTENTIAL CONFLICT OR THE APPEARANCE OF A CONFLICT MIGHT EXIST, THE BOARD MEMBER WITH THE POTENTIAL CONFLICT IS REQUIRED TO EXCUSE HIMSELF OR HERSELF FROM THE MEETING DURING THE DISCUSSION OF THE MATTER AS WELL AS THE VOTE ITSELF.

FORM 990, PART VI, SECTION B, LINE 15: THE COMPENSATION IS REVIEWED AND APPROVED BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION C, LINE 19: ALL SUCH PUBLIC DOCUMENTS ARE AVAILABLE TO THE GENERAL PUBLIC UPON REQUEST, BUT ARE NOT REGULARLY PUBLISHED BY THE ORGANIZATION FOR PUBLIC ACCESS.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

NET ASSETS FROM LIFE SKILLS FOUNDATION MERGER 7,212,564.

PART XII: LINE 2C

THE ORGANIZATION HAS NOT CHANGED ITS OVERSIGHT PROCESS OR SELECTION PROCESS FROM PRIOR YEARS.

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entry is listed in Parts II, III, or IV of this schedule		Yes	No
1	During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a	Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b	Gift, grant, or capital contribution to related organization(s)		X
c	Gift, grant, or capital contribution from related organization(s)		X
d	Loans or loan guarantees to or for related organization(s)		X
e	Loans or loan guarantees by related organization(s)		X
f	Dividends from related organization(s)		X
g	Sale of assets to related organization(s)		X
h	Purchase of assets from related organization(s)		X
i	Exchange of assets with related organization(s)		X
j	Lease of facilities, equipment, or other assets to related organization(s)		X
k	Lease of facilities, equipment, or other assets from related organization(s)		X
l	Performance of services or membership or fundraising solicitations for related organization(s)	X	
m	Performance of services or membership or fundraising solicitations by related organization(s)		X
n	Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
o	Sharing of paid employees with related organization(s)	X	
p	Reimbursement paid to related organization(s) for expenses		X
q	Reimbursement paid by related organization(s) for expenses		X
r	Other transfer of cash or property to related organization(s)		X
s	Other transfer of cash or property from related organization(s)		X

2	If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds	(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990 T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

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

Type or print	Name of exempt organization or other filer, see instructions LIFE SKILLS	Employer identification number (EIN) or 43-0979927
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 13545 BARRETT PARKWAY DRIVE, NO. 300	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BALLWIN, MO 63021	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JOHN ADKINS

- The books are in the care of ▶ **13545 BARRETT PARKWAY, SUITE 300 - ST. LOUIS, MO 63021**
 Telephone No ▶ **(314) 394-7100** FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for _____

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ▶ calendar year _____ or
 ▶ tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

File Number:

N00010762

Date Filed: 06/28/2012

Effective Date: 07/01/2012

Robin Carnahan

Secretary of State

STATE OF MISSOURI
ROBIN CARNAHAN, SECRETARY OF STATE
P.O. BOX 778 / 600 W. MAIN STREET, ROOM 322
JEFFERSON CITY, MO 65102

ARTICLES OF MERGER

Pursuant to the provisions of the Missouri Nonprofit Corporation Act, the undersigned corporations certify the following:

- (1) The name, state or country of organization and nature or type of each constituent entity proposing to merge are:

LIFE SKILLS FOUNDATION, a Missouri nonprofit corporation (the "Merging Entity"); and

TOUCHPOINT AUTISM SERVICES, INC., a Missouri nonprofit corporation (the "Surviving Entity").

- (2) An Agreement and Plan of Merger, a copy of which is attached hereto as Exhibit A, has been authorized and approved by each of the constituent entities in accordance with the Missouri Nonprofit Corporation Act.
- (3) Neither the Merging Entity nor the Surviving Entity have Members, thus only approval of the boards of directors of the Merging Entity and the Surviving Entity was necessary to approve the Agreement and Plan of Merger; the Agreement and Plan of Merger was approved by a sufficient vote of the boards of directors of the Merging Entity and the Surviving Entity.
- (4) The effective date of these Articles of Merger shall be July 1, 2012.
- (5) Upon effectiveness of the merger, the name of the Surviving Entity shall be Life Skills.
- (6) The address of the registered office and the name of the registered agent at such office for the Surviving Entity is:

CT Corporation Services, Inc.
120 South Central Avenue
Clayton, Missouri 63105

- (7) Approval of the Agreement and Plan of Merger was not required by any person or persons other than the boards required pursuant to subdivision (3) of subdivision 1 of section 355.626.
- (8) Because neither of the merging corporations has any shareholders, no shareholder

State of Missouri
Merger - NonProfit Page(s) 25

1734794 6



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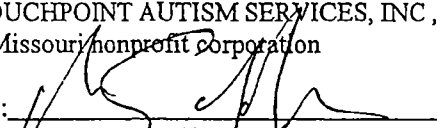
approval of the Agreement and Plan of Merger is required.

- (9) The merger has effected amendments or changes in the Articles of Incorporation of the Surviving Entity and the Amended and Restated Articles of Incorporation are attached to this summary as Exhibit B.

[Remainder of Page Left Blank Intentionally - Signature Page Follows This Page]

IN WITNESS WHEREOF, these Articles of Merger have been executed and verified by the authorized representatives of each entity on the 28th day of June, 2012.

TOUCHPOINT AUTISM SERVICES, INC,
a Missouri nonprofit corporation

By: 
Name: Mark Schaeffer
Title: Chairman of the Board

LIFE SKILLS FOUNDATION,
a Missouri nonprofit corporation

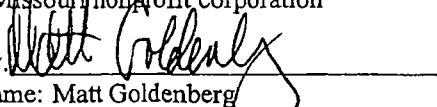
By: 
Name: Matt Goldenberg
Title: Chairman of the Board

Exhibit A to the Articles of Merger

[The Agreement and Plan of Merger is attached hereto]

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER is dated as of March 9, 2012 (the "Agreement"), between TOUCHPOINT AUTISM SERVICES, INC, a Missouri nonprofit corporation ("TouchPoint"), and LIFE SKILLS FOUNDATION, a Missouri nonprofit corporation ("Life Skills") (together, TouchPoint and Life Skills are hereinafter sometimes referred to as the "Constituent Corporations").

RECITALS

WHEREAS, TouchPoint and Life Skills are nonprofit corporations duly organized and existing under the laws of the State of Missouri; and

WHEREAS, the boards of directors of TouchPoint and Life Skills deem it advisable for the mutual benefit of the Constituent Corporations for Life Skills to be merged with and into TouchPoint pursuant to the Missouri Nonprofit Corporation Act (the "Act"), upon the terms and subject to the conditions hereinafter provided.

AGREEMENT

NOW, THEREFORE, TouchPoint and Life Skills agree that pursuant to all applicable provisions of law and subject to the terms and conditions hereinafter set forth, Life Skills shall be merged with and into TouchPoint and that the terms and conditions of such merger (the "Merger") and the mode of carrying the same into effect shall be as follows

ARTICLE I. MERGER

1.1 The effective date of the Merger shall be the date provided in the certificate of merger filed with the Secretary of State of the State of Missouri with respect to the Merger which date shall not be earlier than July 1, 2012 (such time to be hereinafter referred to as the "Effective Time"), at which time TouchPoint and Life Skills shall merge and become a single corporation. At the Effective Time, TouchPoint shall change its name to the name provided for in the certificate of merger

1.2 TouchPoint shall be the surviving corporation and shall continue to have all the rights, privileges, immunities and powers and shall continue to be subject to all the duties and liabilities of a corporation organized under the Missouri Nonprofit Corporation Act (hereinafter, TouchPoint will sometimes be referred to as "Surviving Corporation" as of the Effective Time or thereafter).

1.3 The effect of the Merger shall be as provided in the applicable provisions of the Missouri Nonprofit Corporation Act. Without limiting the generality of the foregoing and subject thereto, at the Effective Time the separate existence of Life Skills shall cease and the Surviving Corporation shall continue to exist as a corporation and shall possess all the rights, privileges, immunities and franchises, of a public or private nature, of TouchPoint and Life Skills; and all property, real, personal, and mixed, and all debts due on whatever account, and all other choses in action, and all and every other interest, of or belonging to or due to each of TouchPoint and Life Skills shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed, and the title to any real estate, or any interest therein, under the laws of Missouri or any other State, vested in either of TouchPoint or Life Skills shall not revert or be in any way impaired by reason of the Merger. The Surviving Corporation shall thenceforth be responsible and liable for all the liabilities and obligations of each of TouchPoint and Life Skills; and any claim existing or action or proceeding pending by or against either of TouchPoint or Life Skills may be prosecuted to judgment as if the Merger had not taken place, or TouchPoint may be substituted in Life Skills' place. Neither the rights of creditors nor any liens upon the property of either of TouchPoint or Life Skills shall be impaired by the

Merger. The officers of the Constituent Corporations are hereby authorized to execute all deeds, assignments and other documents of every nature which may be needed to effectuate a full and complete transfer of ownership as herein authorized.

ARTICLE II. SURVIVING CORPORATION

2.1 From and after the Effective Time, the Articles of Incorporation of TouchPoint, as amended and restated in the form attached hereto as Exhibit A, shall become the Articles of Incorporation of the Surviving Corporation until they shall thereafter be further amended in accordance with law. The Surviving Corporation reserves the right after the Merger to amend, alter, change or repeal any provision contained in its Articles of Incorporation, and all rights conferred in this Agreement are subject to such reserved power.

2.2 The Bylaws of TouchPoint, as amended and restated in the form attached hereto as Exhibit B, shall become the Bylaws of the Surviving Corporation until they shall thereafter be duly amended in accordance with law.

2.3 The directors of TouchPoint and Life Skills shall be the directors of the Surviving Corporation immediately after the Effective Time, and such directors shall hold such offices subject to the Bylaws of the Surviving Corporation, until their successors are duly elected and qualified. The officers listed on Exhibit C attached hereto shall be the officers of the Surviving Corporation immediately after the Effective Time, and such officers shall hold office, subject to the Bylaws of the Surviving Corporation, at the pleasure of the board of directors of the Surviving Corporation.

ARTICLE III. REPRESENTATIONS AND WARRANTIES OF LIFE SKILLS

3.1. Organization; Power and Authority

(a) Life Skills is duly organized and validly existing under the laws of the State of Missouri, and has all requisite corporate power and authority to carry on its business as it is now being conducted

(b) True and complete copies of the Articles of Incorporation, By-Laws and other organizational documents (the "Life Skills Documents") of Life Skills have been made available to TouchPoint. The Life Skills Documents are in full force and effect, and Life Skills is not in material violation of any of the provisions of its Life Skills Documents.

(c) Life Skills has all requisite corporate power and authority to execute, deliver and perform this Agreement and to consummate the transactions contemplated hereby. The execution, delivery and performance by Life Skills of this Agreement and the consummation by Life Skills of the transactions contemplated hereby have been duly authorized by the Board of Directors of Life Skills and no further corporate authorization will be required with respect thereto (other than any notice to the Missouri Attorney General which may be required under the Act). This Agreement has been duly and validly executed and delivered by Life Skills and, assuming the due authorization, execution and delivery thereof by TouchPoint, constitutes a valid and binding obligation of Life Skills, enforceable against Life Skills in accordance with its terms, except to the extent that such enforceability (i) may be limited by bankruptcy, insolvency, reorganization, moratorium or other similar laws relating to creditors' rights generally and (ii) is subject to general principles of equity

3.2 Litigation. There is no litigation pending or, to the knowledge of Life Skills, threatened against Life Skills, with respect to which there is a reasonable likelihood of a determination which would materially hinder, impair or delay the consummation of the transactions contemplated hereby or would have a material adverse effect on the ability of Life Skills to perform its obligations under this Agreement

Life Skills is not subject to any outstanding orders which would materially hinder, impair or delay the consummation of the transactions contemplated hereby or would have a material adverse effect on the ability of Life Skills to perform its obligations under this Agreement or to perform any of them in a timely manner

3.3 Consents. Other than the consent of the Attorney General of the State of Missouri, no consents from any governmental authority are required to be obtained by Life Skills in connection with the execution, delivery and performance by Life Skills of this Agreement or the taking by it of any other action contemplated hereby, other than consents the absence of which would not materially hinder, impair or delay the consummation of the transactions contemplated hereby or have a material adverse effect on the ability of Life Skills to perform its obligations under this Agreement or to perform any of them in a timely manner

ARTICLE IV. REPRESENTATIONS AND WARRANTIES OF TOUCHPOINT

4.1 Organization; Power and Authority.

(a) TouchPoint is duly organized, validly existing and in good standing under the laws of the State of Missouri and has all requisite corporate power and authority to carry on its business as it is now being conducted.

(b) True and complete copies of the Articles of Incorporation, By-Laws and other organizational documents (the "TouchPoint Documents") of Touch Point have been made available to Life Skills. The TouchPoint Documents are in full force and effect, and TouchPoint is not in material violation of any of the provisions of its TouchPoint Documents.

(c) TouchPoint has all requisite corporate power and authority to execute, deliver and perform this Agreement and to consummate the transactions contemplated hereby. The execution, delivery and performance by TouchPoint of this Agreement and the consummation of the transactions contemplated hereby have been duly authorized by the Board of Directors of TouchPoint. This Agreement has been duly and validly executed and delivered by TouchPoint and, assuming the due authorization, execution and delivery thereof by Life Skills, constitutes a valid and binding obligation of TouchPoint, enforceable against TouchPoint in accordance with its terms, except to the extent that such enforceability (i) may be limited by bankruptcy, insolvency, reorganization, moratorium or other similar laws relating to creditors' rights generally and (ii) is subject to general principles of equity

4.2 Litigation—There is no litigation pending or, to the knowledge of TouchPoint, threatened against TouchPoint with respect to which there is a reasonable likelihood of a determination which would materially hinder, impair or delay the consummation of the transactions contemplated hereby or would have a material adverse effect on the ability of TouchPoint to perform its obligations under this Agreement. TouchPoint is not subject to any outstanding orders which would materially hinder, impair or delay the consummation of the transactions contemplated hereby or would have a material adverse effect on the ability of TouchPoint to perform its obligations under this Agreement or to perform any of them in a timely manner

4.3 Consents. Other than the consent of the Attorney General of the State of Missouri, no consents from any governmental authority are required to be obtained by TouchPoint in connection with the execution, delivery and performance by TouchPoint of this Agreement or the taking by them of any other action contemplated hereby, other than consents the absence of which would not materially hinder, impair or delay the consummation of the transactions contemplated hereby or have a material adverse effect on the ability of TouchPoint to perform its obligations under this Agreement or to perform any of them in a timely manner.

ARTICLE V. CONDITIONS TO LIFE SKILLS' OBLIGATIONS

The obligation of Life Skills to consummate the transactions contemplated by this Agreement shall be subject to the satisfaction or waiver at or prior to the Effective Time of all of the following conditions:

5.1 Representations, Warranties and Covenants of TouchPoint. TouchPoint shall have complied in all material respects with its agreements and covenants contained herein to be performed on or prior to the Effective Time, and the representations and warranties of TouchPoint contained herein shall be true and correct in all material respects on and as of the Effective Time, in each case with the same effect as though made on and as of the Effective Time, except as otherwise contemplated hereby.

5.2 No Prohibition. No law or final, non-appealable order that prohibits Life Skills from consummating the transactions contemplated hereby shall be in effect as of the Effective Time.

5.3 Consents. All consents from governmental authorities or third parties that shall be required, if any, in order to enable Life Skills to consummate the transactions contemplated hereby shall have been obtained (except for such consents the absence of which would not prohibit consummation of such transactions or render such consummation illegal).

5.4 No Material Adverse Change. Since the date of the Agreement, there has been no material adverse change on TouchPoint or Life Skills and there has not been any change in the financial condition, results of operations or business of TouchPoint or Life Skills that either individually or in the aggregate would have a material adverse effect on TouchPoint or Life Skills.

ARTICLE VI. CONDITIONS TO TOUCHPOINT'S OBLIGATIONS

The obligation of TouchPoint to consummate the transactions contemplated by this Agreement shall be subject to the satisfaction or waiver at or prior to the Effective Time of all of the following conditions:

6.1 Representations, Warranties and Covenants of Life Skills. Life Skills shall have complied in all material respects with its agreements and covenants contained herein to be performed on or prior to the Effective Time, and the representations and warranties of Life Skills contained herein shall be true and correct in all respects on and as of the Effective Time, in each case with the same effect as though made on and as of the Effective Time, except as contemplated hereby.

6.2 No Prohibition. No law or final, non-appealable order that prohibits TouchPoint from consummating the transactions contemplated hereby shall be in effect as of the Effective Time.

6.3 Consents. All consents from governmental authorities that shall be required, if any, in order to enable TouchPoint to consummate the transactions contemplated hereby shall have been obtained (except for such consents, the absence of which would not prohibit consummation of such transactions or render such consummation illegal).

6.4 No Material Adverse Change. Since the date of the Agreement, there has been no material adverse change on TouchPoint or Life Skills and there has not been any change in the financial condition, results of operations or business of TouchPoint or Life Skills that either individually or in the aggregate would have a material adverse effect on TouchPoint or Life Skills.

ARTICLE VII. TERMINATION

7.1 Termination. This Agreement may be terminated, by written notice:

(a) at any time prior to the Effective Time, by the mutual written consent of Life Skills and TouchPoint; or

(b) at any time prior to the Effective Time, by Life Skills or TouchPoint, if there shall have been a material breach of any of the covenants or agreements contained herein on the part of the other party, which breach is not cured within five (5) days following written notice given by the terminating party to the party committing such breach, provided, however, that the right to terminate this Agreement under this Section 7.1(b) shall not be available if, at the time, the terminating party is in material breach of any of its covenants or agreements contained herein.

7.2. Termination Procedures. If either Life Skills or TouchPoint wishes to terminate this Agreement pursuant to Section 7.1(b), such party shall deliver to the other party a written notice stating that such party is terminating this Agreement and setting forth a brief description of the basis on which such party is terminating this Agreement.

7.3. Effect on Obligations. Termination of this Agreement pursuant to this Article VII shall terminate all rights and obligations of the parties hereunder and none of the parties shall have any liability to any of the other parties hereunder; *provided, however*, that nothing herein shall relieve any party from liability for any breach of any covenant or agreement in this Agreement prior to such termination.

7.4 Reimbursement of Expenses. If the Merger provided for herein is not consummated because of any refusal, inability or failure on the part of one party to perform any agreement herein or comply with any provision hereof other than by reason of a breach by the other party, the breaching party shall reimburse the non-breaching party upon written demand for all of the non-breaching party's out-of-pocket expenses incurred and paid (including reasonable fees and disbursements of counsel) in an amount not to exceed \$50,000.00 that shall have been incurred by the non-breaching party in anticipation of and in connection with the Merger.

ARTICLE VIII. MISCELLANEOUS

8.1 This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original, but such counterparts together shall constitute one and the same instrument.

8.2 All notices, consents, requests, demands and other communications hereunder are to be in writing, and are deemed to have been duly given or made: (i) when delivered in person; (ii) three days after deposited in the United States mail, first class postage prepaid, or (iii) in the case of overnight courier services, one business day after delivery to the overnight courier service with payment provided for, in each case addressed as follows:

if to Life Skills:

Life Skills Foundation
10176 Corporate Square Drive
Suite 100
St. Louis, Missouri 63132-2924
Attention: Wendy Sullivan

With a copy to (neither of which shall not constitute notice)

Life Skills Foundation
c/o Lewis, Rice & Fingersh, L.C.
600 Washington Ave., Suite 2500
St. Louis, Missouri 63101
Attention: William M. Bolster

if to TouchPoint:

TouchPoint Autism Services, Inc.
1101 Olivette Executive Parkway
St. Louis, Missouri 63132
Attention: Ron Ekstrand

or to such other address as any party may designate by notice to the other party in accordance with the terms of this Section.

8.3. No amendment, modification, supplement, termination, consent or waiver of any provision of this Agreement, nor consent to any departure therefrom, will in any event be effective unless the same is in writing and is signed by an authorized representative of the party against whom enforcement of the same is sought. Any waiver of any provision of this Agreement and any consent to any departure from the terms of any provision of this Agreement is to be effective only in the specific instance and for the specific purpose for which given.

8.4. This Agreement may be executed by the parties on any number of separate counterparts, and all such counterparts so executed constitute one agreement binding on all the parties notwithstanding that all the parties are not signatories to the same counterpart. For purposes of this Agreement, a document (or signature page thereto) signed and transmitted by facsimile machine or telecopy is to be treated as an original document. The signature of any party thereon, for purposes hereof, is to be considered as an original signature, and the document transmitted is to be considered to have the same binding effect as an original signature on an original document.

8.5. This Agreement constitutes the entire agreement among the parties pertaining to the subject matter hereof and supersedes all prior agreements, letters of intent, understandings, negotiations and discussions of the parties, whether oral or written.

8.6. The parties will execute and deliver such further instruments and do such further acts and things as may be required to carry out the intent and purpose of this Agreement

8.7. This Agreement and the rights and obligations of the parties hereunder are to be governed by and construed and interpreted in accordance with the laws of the State of Missouri applicable to contracts made and to be performed wholly within Missouri, without regard to choice or conflict of laws rules.

8.8. Except as otherwise provided herein, all provisions of this Agreement are binding upon, inure to the benefit of, and are enforceable by or against, the parties and their respective heirs, executors, administrators or other legal representatives and permitted successors and assigns

[Remainder of Page Left Blank Intentionally - Signature Page Follows This Page]

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto as of the date first written above.

TOUCHPOINT AUTISM SERVICES, INC.

By: [Signature]
Mark Schaeffer, Chairman

ATTEST:

[Signature]
Ron Edwards, Jr.

LIFE SKILLS FOUNDATION

By: [Signature]
Matt Goldenberg, Chairman

ATTEST:

[Signature]
Wendy Sullivan

State of Missouri
County of St. Louis

This instrument was acknowledged before me
on 9 day of March 2012, by Mark Schaeffer
[Signature] Matt Goldenberg

Notary Public's Signature
My Commission Expires 9/25/14

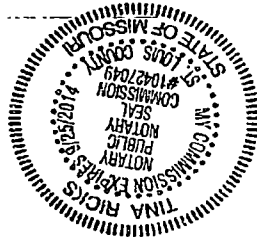


EXHIBIT B

Exhibit B of the Agreement and Plan of Merger is hereby attached.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LIFE SKILLS
Formerly known as
TOUCHPOINT AUTISM SERVICES, INC.**

The undersigned corporation (the "Corporation"), for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section the Missouri Nonprofit Corporation Act (the "Act"), executes the following Amended and Restated Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is Life Skills.

ARTICLE TWO

The Corporation is a public benefit corporation.

ARTICLE THREE

The period of duration of the Corporation is perpetual.

ARTICLE FOUR

The name and address of the Corporation's registered office is:

C T Corporation System
120 South Central Avenue
Clayton, Missouri 63015

ARTICLE FIVE

The original incorporators of this Corporation were: (i) Gus Weinstock, Jr , whose address was 8425 Colonial Lane, St Louis, MO 63124, (ii) John A. Griesedieck, whose address was 14 Countryside Lane, St. Louis, MO 63131; (iii) William A. Johnson, whose

address was 4732 Prague Avenue, St. Louis, MO 63109, and (iv) Robert H. Moore, whose address was 2218 Maxville Lane, Arnold, MO 63010

ARTICLE SIX

The Corporation shall not have members

ARTICLE SEVEN

The Corporation shall not devote a substantial part of its activities to the dissemination of propaganda or other attempts to influence legislation, and the Corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE EIGHT

Upon the dissolution of this Corporation, the assets will be distributed after to one or more organizations which are exempt from tax under Section 501(c)(3) of the Internal Revenue Code and are described in Section 170(b)(1)(A) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose

ARTICLE NINE

A. The Corporation is organized exclusively for charitable, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to pay fair market value for property purchased by the Corporation, and to pay fair rental value for the use of property. 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 any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).

C. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from

the Federal income tax under Section 501(c)(3) of the Code, and (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code, and (c) by a Corporation organized under the Missouri Nonprofit Corporation Act as now existing or hereafter amended.

ARTICLE TEN

The effective date of these Articles is the date it is filed by the Secretary of State of Missouri or July 1, 2012, whichever date is later.

ARTICLE ELEVEN

The Corporation's board of directors shall be composed of one class of directors as set forth in the Bylaws, and the board of directors shall have those duties set forth in the Bylaws. The board of directors may establish at any time committees necessary or desirable for the conduct of the Corporation's business.

ARTICLE TWELVE

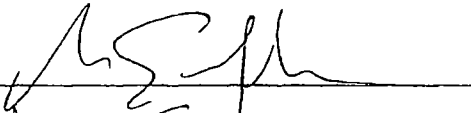
The Corporation shall indemnify its directors to the fullest extent permitted under Missouri law (including, without limitation under Section 355.471, as such section or its equivalent successor may be amended from time to time). The Corporation shall indemnify other persons to the fullest extent permitted under Missouri law (including, without limitation under Section 355.476, as such section or its equivalent successor may be amended from time to time).

ARTICLE THIRTEEN

The Articles of Incorporation may be amended by the Board of Directors of the Corporation by a two-thirds (2/3) majority vote of the Directors then in office.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Amended and Restated Articles of Incorporation to be executed in its name by its Chairperson and its Secretary, this 1st day of July 2012.

LIFE SKILLS
Formerly known as
TOUCHPOINT AUTISM SERVICES

By: 
Name MARK SCHAEFFER Title: Chairperson

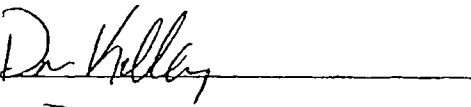
By: 
Name: Dan Kelley Title: Secretary

EXHIBIT A

[The Amended and Restated Articles of Incorporation of TouchPoint are attached hereto]

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LIFE SKILLS
Formerly known as
TOUCHPOINT AUTISM SERVICES, INC.**

The undersigned corporation (the "Corporation"), for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section the Missouri Nonprofit Corporation Act (the "Act"), executes the following Amended and Restated Articles of Incorporation

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The period of duration of the Corporation is perpetual.

ARTICLE FOUR

The name and address of the Corporation's registered office is:

C T Corporation System
120 South Central Avenue
Clayton, Missouri 63015

ARTICLE FIVE

The original incorporators of this Corporation were: (i) Gus Weinstock, Jr., whose address was 8425 Colonial Lane, St. Louis, MO 63124; (ii) John A. Griesedieck, whose address was 14 Countryside Lane, St. Louis, MO 63131; (iii) William A. Johnson, whose

address was 4732 Prague Avenue, St. Louis, MO 63109; and (iv) Robert H. Moore, whose address was 2218 Maxville Lane, Arnold, MO 63010.

ARTICLE SIX

The Corporation shall not have members.

ARTICLE SEVEN

The Corporation shall not devote a substantial part of its activities to the dissemination of propaganda or other attempts to influence legislation, and the Corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE EIGHT

Upon the dissolution of this Corporation, the assets will be distributed after to one or more organizations which are exempt from tax under Section 501(c)(3) of the Internal Revenue Code and are described in Section 170(b)(1)(A) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE NINE

A The Corporation is organized exclusively for charitable, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to pay fair market value for property purchased by the Corporation, and to pay fair rental value for the use of property. 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 any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).

C. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from

the Federal income tax under Section 501(c)(3) of the Code, and (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code, and (c) by a Corporation organized under the Missouri Nonprofit Corporation Act as now existing or hereafter amended.

ARTICLE TEN

The effective date of these Articles is the date it is filed by the Secretary of State of Missouri or July 1, 2012, whichever date is later.

ARTICLE ELEVEN

The Corporation's board of directors shall be composed of one class of directors as set forth in the Bylaws, and the board of directors shall have those duties set forth in the Bylaws. The board of directors may establish at any time committees necessary or desirable for the conduct of the Corporation's business.

ARTICLE TWELVE

The Corporation shall indemnify its directors to the fullest extent permitted under Missouri law (including, without limitation under Section 355.471, as such section or its equivalent successor may be amended from time to time). The Corporation shall indemnify other persons to the fullest extent permitted under Missouri law (including, without limitation under Section 355.476, as such section or its equivalent successor may be amended from time to time).

ARTICLE THIRTEEN

The Articles of Incorporation may be amended by the Board of Directors of the Corporation by a two-thirds (2/3) majority vote of the Directors then in office.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Amended and Restated Articles of Incorporation to be executed in its name by its Chairperson and its Secretary, this 1st day of July 2012.

LIFE SKILLS
Formerly known as
TOUCHPOINT AUTISM SERVICES

By: 

Name: MARK SCHAEFFER

Title: Chairperson

By: 

Name: Dan Kelley

Title: Secretary

EXHIBIT B

The Amended and Restated Bylaws of the Surviving Corporation will be made available upon request to the officers of the Corporations at the principal place of business located at 13545 Barrett Pkwy Drive, #300, Ballwin, MO 63021

EXHIBIT C

Officers of the Surviving Corporation after the Effective Time

Chairman	Matthew Goldenberg 13545 Barrett Pkwy Drive, #300 Ballwin, MO 63021
Vice Chairman	Christopher Wittenauer 13545 Barrett Pkwy Drive, #300 Ballwin, MO 63021
Secretary	Rich Harkwell 13545 Barrett Pkwy Drive, #300 Ballwin, MO 63021
Treasurer	Bill Florent 13545 Barrett Pkwy Drive, #300 Ballwin, MO 63021

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF MERGER MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

LIFE SKILLS FOUNDATION -- N00004837

INTO:

TouchPoint Autism Services, Inc. -- N00010762

Organized and existing under laws of Missouri have been received, found to conform to law, and filed.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

TouchPoint Autism Services, Inc. -- N00010762

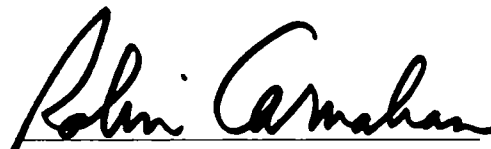
as the surviving entity.

The name subsequently changed to:

Life Skills

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 28th day of June, 2012.

EFFECTIVE DATE: July 1, 2012


Secretary of State

