

Return of Organization Exempt From Income Tax

2007

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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2007 calendar year, or tax year beginning May, 1, 2007, and ending April 30, 20 08

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

C Name of organization
Cabbage Patch Settlement House, Inc
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
1413 South Sixth Street
 City or town, state or country, and ZIP + 4
Louisville, Kentucky 40208-2203

D Employer identification number
61 0458359

E Telephone number
(502) 634-0811

F Accounting method: Cash Accrual
 Other (specify) ▶

G Website: ▶ **cabbagepatch.org**

J Organization type (check only one) ▶ 501(c) (3) ◀ (insert no.) 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **4,082,223**

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

H and I are not applicable to section 527 organizations.
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates ▶
H(c) Are all affiliates included? Yes No (If "No," attach a list. See instructions.)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number ▶

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

SCANNED JAN 21 2009

1	Contributions, gifts, grants, and similar amounts received:			
a	Contributions to donor advised funds	1a		
b	Direct public support (not included on line 1a)	1b	3,160,326	
c	Indirect public support (not included on line 1a)	1c		
d	Government contributions (grants) (not included on line 1a)	1d		
e	Total (add lines 1a through 1d) (cash \$ 3,160,326 noncash \$ 0)	1e		3,160,326
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		22,944
3	Membership dues and assessments	3		
4	Interest on savings and temporary cash investments	4		19,891
5	Dividends and interest from securities	5		230,854
6a	Gross rents	6a		
b	Less: rental expenses	6b		
c	Net rental income or (loss). Subtract line 6b from line 6a	6c		
7	Other investment income (describe ▶ Perpetual Trusts Distributions)	7		263,048
8a	Gross amount from sales of assets other than inventory	(A) Securities	(B) Other	
b	Less: cost or other basis and sales expenses	8a	30,760	
c	Gain or (loss) (attach schedule)	8b	-2180	
d	Net gain or (loss). Combine line 8c, columns (A) and (B)	8c	28,580	
8d				28,580
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input checked="" type="checkbox"/>			
a	Gross revenue (net including contributions reported on line 1b) of	9a	354,400	
b	Less: direct expenses other than fundraising expenses	9b	105,913	
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c		248,487
10a	Gross sales of inventory, less returns and allowances	10a		
b	Less: cost of goods sold	10b		
c	Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c		
11	Other revenue (from Part VII, line 103)	11		
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12		3,974,130
13	Program services (from line 44, column (B))	13		1,147,826
14	Management and general (from line 44, column (C))	14		211,623
15	Fundraising (from line 44, column (D))	15		289,608
16	Payments to affiliates (attach schedule)	16		
17	Total expenses. Add lines 16 and 44, column (A)	17		1,649,057
18	Excess or (deficit) for the year. Subtract line 17 from line 12	18		2,325,073
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		17,064,744
20	Other changes in net assets or fund balances (attach explanation)	20		-300,942
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21		19,088,875

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Part II Statement of Functional Expenses

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

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a			
22b	Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b			
23	Specific assistance to individuals (attach schedule)	23			
24	Benefits paid to or for members (attach schedule)	24			
25a	Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a	106,822	35,756	21,851
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b			
c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c			
26	Salaries and wages of employees not included on lines 25a, b, and c	26	857,776	652,136	112,002
27	Pension plan contributions not included on lines 25a, b, and c	27	50,068	28,501	9,739
28	Employee benefits not included on lines 25a - 27	28	52,461	37,721	7,506
29	Payroll taxes	29	70,604	50,431	9,836
30	Professional fundraising fees	30	72,000		72,000
31	Accounting fees	31	11,500	8,625	1,955
32	Legal fees	32			920
33	Supplies	33	20,612	14,797	5,815
34	Telephone	34	9,210	6,907	2,303
35	Postage and shipping	35			
36	Occupancy	36	32,544	29,290	3,254
37	Equipment rental and maintenance	37	26,704	23,957	2,747
38	Printing and publications	38	46,116	2,813	4,612
39	Travel	39	13,734	10,883	2,851
40	Conferences, conventions, and meetings	40	4,729		4,729
41	Interest	41			
42	Depreciation, depletion, etc. (attach schedule)	42	83,913	75,522	6,713
43	Other expenses not covered above (itemize):				
a	Youth Development & Recreations	43a	71,169	71,169	
b	Family Services and Counseling	43b	40,132	40,132	
c	Educational Opportunities	43c	59,186	59,186	
d	Support Services	43d	19,777		15,710
e		43e			
f		43f			
g		43g			
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	1,649,057	1,147,826	211,623
					289,608

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

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

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

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

What is the organization's primary exempt purpose? ► Charitable and Religious	Program Service Expenses
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others)	(Required for 501(c)(3) and (4) orgs. and 4947(a)(1) trusts, but optional for others)
<p>a Recreation/Youth Development: After-school and summer activities teach at-risk children such skills as teamwork, commitment, discipline, sportsmanship, and respect. Programs include creative/performing arts, camping, sports games, hobbies, and more. Relationships with staff and volunteers are key to the program's success. One of the most important aspects of our Recreation program is that clients develop positive, life long, leisure habits. But ultimately, the children and youth gain self-confidence while experiencing what it means to be winners in life. 20,098 visits</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/></p>	561,617
<p>b Family Services & Counseling: Emergency assistance is offered to low-income families, but a strong emphasis is placed on helping families break the cycle of poverty through commitment to intensive, long-term case management. The Counseling program provides individual and family behavioral counseling and support groups, plus life and social skills development for youth teach how to make positive choices. 3,597 visits and contacts</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/></p>	304,169
<p>c Educational Opportunities: The two major components are school-age programs and the College Scholars program. Elementary, middle, and high school programs include tutoring, homework help, computer labs, and an emphasis on reading and math readiness. The College Scholars program includes preparatory activities as well as financial and counseling support to capable, motivated youth who desire a higher education, but have become discouraged by family hardships. 8,551 visits.</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/></p>	282,040
<p>d</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/></p>	
<p>e Other program services (attach schedule)</p> <p>(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/></p>	
<p>f Total of Program Service Expenses (should equal line 44, column (B), Program services). . . . ►</p>	1,147,826

Part IV Balance Sheets (See the instructions.)

				(A)		(B)	
				Beginning of year		End of year	
Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only							
Assets	45	Cash—non-interest-bearing			45		
	46	Savings and temporary cash investments		484,920	46	1,228,055	
	& accrued interest/dividends						
	47a	Accounts receivable	47a	38,235			
	b	Less: allowance for doubtful accounts	47b		34,228	47c	38,235
	48a	Pledges receivable	48a	2,349,299			
	b	Less: allowance for doubtful accounts	48b	139,924	189,824	48c	2,209,375
	and unamortized discount on future payments						
	49	Grants receivable			49		
	50a	Receivables from current and former officers, directors, trustees, and key employees (attach schedule)			50a		
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1) and persons described in section 4958(c)(3)(B) (attach schedule)			50b		
	51a	Other notes and loans receivable (attach schedule)			51a		
	b	Less: allowance for doubtful accounts			51b	51c	
	52	Inventories for sale or use			52		
	53	Prepaid expenses and deferred charges		1,706	53	1,935	
	54a	Investments—publicly-traded securities		<input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	9,693,565	54a	9,715,470
	b	Investments—other securities (attach schedule)			<input type="checkbox"/> Cost <input type="checkbox"/> FMV	54b	
	55a	Investments—land, buildings, and equipment: basis			55a		
	b	Less: accumulated depreciation (attach schedule)			55b	55c	
56	Investments—other (attach schedule)			56			
57a	Land, buildings, and equipment: basis		57a	2,244,382			
b	Less: accumulated depreciation (attach schedule)		57b	1,269,636	1,007,466	57c	974,746
58	Other assets, including program-related investments (describe ► Perpetual Trusts & CRT)			5,707,456	58	5,557,252	
59	Total assets (must equal line 74). Add lines 45 through 58			17,119,165	59	19,725,068	
Liabilities	60	Accounts payable and accrued expenses		47,921	60	188,868	
	61	Grants payable			61		
	62	Deferred revenue		6,500	62	447,325	
	63	Loans from officers, directors, trustees, and key employees (attach schedule)			63		
	64a	Tax-exempt bond liabilities (attach schedule)			64a		
	b	Mortgages and other notes payable (attach schedule)			64b		
	65	Other liabilities (describe ►)			65		
66	Total liabilities. Add lines 60 through 65			54,421	66	636,193	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.						
	67	Unrestricted		3,170,655	67	2,875,486	
	68	Temporarily restricted		1,325,562	68	3,879,630	
	69	Permanently restricted		12,568,527	69	12,333,759	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.						
	70	Capital stock, trust principal, or current funds			70		
	71	Paid-in or capital surplus, or land, building, and equipment fund			71		
	72	Retained earnings, endowment, accumulated income, or other funds			72		
73	Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)			17,064,744	73	19,088,875	
74	Total liabilities and net assets/fund balances. Add lines 66 and 73			17,119,165	74	19,725,068	

Part VI Other Information (continued)

		Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	✓	
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)		
	82b 185,383		
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	✓	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions? <i>NONE</i>		
83b			
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		✓
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
84b			
85a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c	Dues, assessments, and similar amounts from members		
d	Section 162(e) lobbying and political expenditures		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)		
85c			
85d			
85e			
85f			
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		
85g			
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?		
85h			
86	501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12		
b	Gross receipts, included on line 12, for public use of club facilities		
86a			
86b			
87	501(c)(12) orgs. Enter: a Gross income from members or shareholders		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)		
87a			
87b			
88a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX		✓
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		✓
88b			
89a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0 ; section 4912 ▶ 0 ; section 4955 ▶ 0		
b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		✓
89b			
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		✓
89e			
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		✓
89f			
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
89g			
90a	List the states with which a copy of this return is filed ▶ Kentucky		
b	Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)	90b	25
91a	The books are in care of ▶ Company Office Telephone no. ▶ (502) 634-0811		
	Located at ▶ ZIP + 4 ▶		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	91b	✓

Part VI Other Information (continued)

	Yes	No
c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c	<input type="checkbox"/>	<input checked="" type="checkbox"/>

If "Yes," enter the name of the foreign country ▶

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

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a Program Fees and Other Revenue					22,944
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					19,891
95 Interest on savings and temporary cash investments					230,854
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Perpetual Trusts Distributions Other investment income					263,048
100 Gain or (loss) from sales of assets other than inventory					28,580
101 Net income or (loss) from special events					248,487
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))					
105 Total (add line 104, columns (B), (D), and (E))					813,804

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93-A	Fees collected from various program services and expense reimbursements

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

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

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

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

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

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

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

				Yes	No	
106	Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.					
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer		
a	----- -----					
b	----- -----					
c	----- -----					
Totals						

				Yes	No	
107	Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.					
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer		
a	----- -----					
b	----- -----					
c	----- -----					
Totals						

		Yes	No
108	Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?		

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.

Please Sign Here

Signature of officer: J. Tracy Holladay Date: 12/15/08

Type or print name and title: J. Tracy Holladay - Executive Director

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen Inst X)
	Firm's name (or yours if self-employed), address, and ZIP + 4	EIN	Phone no ()	

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

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

OMB No 1545-0047

2007

Department of the Treasury
Internal Revenue Service

Supplementary Information—(See separate instructions.)

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

Name of the organization Cabbage Patch Settlement House, Inc.	Employer identification number 61 : 0458359
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Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Jennifer Scott 812 Washburn Ave Unit 31 Louisville, KY 40222	Director-Dev & Mkt 45+	72,479	11,636	0
William R. Napier 10384 Bethlehem Rd Bethlehem, KY 40007	Dir-Programs & Facility 45+	63,974	11,096	0
Harold Hawkins 6510 Manslick Road Louisville, KY 40214	Sr.Mgr-Finance/Acctg 45+	52,479	7,014	0

Total number of other employees paid over \$50,000 . ▶

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
The Covenant Group 9505 Williamsburg Plaza Suite 101 Louisville, KY 40222-5757	Capital Campaign Counseling	\$72,000

Total number of others receiving over \$50,000 for professional services ▶

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of other contractors receiving over \$50,000 for other services ▶

Part III Statements About Activities (See page 2 of the instructions.)		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ <u>0</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B)		✓
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions)		
a	Sale, exchange, or leasing of property?		✓
b	Lending of money or other extension of credit?		✓
c	Furnishing of goods, services, or facilities?		✓
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?		✓
e	Transfer of any part of its income or assets?		✓
3a	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)	✓	
b	Did the organization have a section 403(b) annuity plan for its employees?	✓	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement		✓
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?		✓
4a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g		✓
b	Did the organization make any taxable distributions under section 4966?		✓
c	Did the organization make a distribution to a donor, donor advisor, or related person?		✓
d	Enter the total number of donor advised funds owned at the end of the tax year ▶	None	
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶	None	
f	Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶	None	
g	Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶	None	

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

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

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

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

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

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

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

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

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	1,277,429	1,135,725	1,112,622	1,593,273	5,119,049
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	524,788	403,799	420,508	395,868	1,744,963
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	234,977	214,543	149,542	131,259	730,321
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	2,037,194	1,754,067	1,682,672	2,120,400	7,594,333
24 Line 23 minus line 17	1,512,406	1,350,268	1,262,164	1,724,532	5,849,370
25 Enter 1% of line 23	20,372	17,541	16,827	21,204	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 116,987
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 1,900,737
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 5,849,370
d Add: Amounts from column (e) for lines: 18 730,321 19 0 22 0 26b 1,900,737					26d 2,631,058
e Public support (line 26c minus line 26d total)					26e 3,218,312
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 55.0198 %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: (2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2006) (2005) (2004) (2003)					
c Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					27c _____
d Add Line 27a total _____ and line 27b total _____					27d _____
e Public support (line 27c total minus line 27d total)					27e _____
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e)	27f				_____
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h %
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.					

Part V Private School Questionnaire (See page 9 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

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

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)
 (To be completed **ONLY** by an eligible organization that filed Form 5768) **NONE**

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

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

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

4-Year Averaging Period Under Section 501(h)

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

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

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

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

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

**Cabbage Patch Settlement House, Inc. April 30, 2008
Schedule of Revenues Form 990 Page 1 Part I**

61-0458359

Page 1, Part I, line 1 (b)

<u>Contributions, gifts, grants</u>	<u>Amount</u>
Unrestricted contributions	\$ 499,856
Unrestricted contributions-Board Designated	4,506
Temporarily restricted contributions	2,554,668
Permanently restricted contributions	<u>101,296</u>
Total, Page 1, part I, line 1 (b)	<u><u>\$ 3,160,326</u></u>

Cabbage Patch Settlement House, Inc. April 30, 2008
Schedule on Sale of Assets other than Inventory - Form 990

61-0458359

Page 1, Part 1, line 8 (a) Column B (Other)

Gross Proceeds from Sales:

Vehicle (2002 Volkswagen Jetta)	\$	9,300
Basketball Goals & Equipment		1,460
Sale of Land (Bullitt County, KY)		20,000
		<u>-</u>
Total		30,760

Less Net Book Value of Assets sold (2,180)

Gain On Sale \$ 28,580

Page 1, line 8 (d)

Cabbage Patch Settlement House, Inc. April 30, 2008
Schedule of Special Events Net Income - Excludes Gifts-In-Kind

61-0458359

990 Page 1, Part 1
Lines 9a and 9b

<u>Special Events-Net Income</u>	<u>Golf Event</u>	<u>Auction Event</u>	<u>Special Events Total</u>
Line 9a - Revenues	\$ 193,400	\$ 161,000	\$ 354,400
Auction Expenses		25,601	25,601
Golf-Facilities & other expenses	33,891		33,891
Office expense	1,296		1,296
Payroll taxes	681	900	1,581
Prizes and awards	18,936		18,936
Retirement contribution	594	900	1,494
Salaries & benefits	9,821	13,200	23,021
Volunteer Cost	93	-	93
Line 9b - Expenses	<u>65,312</u>	<u>40,601</u>	<u>105,913</u>
Line 9c - Net Income	\$ 128,088	\$ 120,399	\$ 248,487

Cabbage Patch Settlement House, Inc.
April 30, 2008
Part I - Line 20

61-0458359

Line 20, page 1

Net Unrealized/Realized Gains on Marketable Investments	\$ (150,738)
Increase in Value of Charitable Remainder Trust	(4,612)
Increase in value of Perpetual Trusts	<u>(145,592)</u>
	<u><u>\$ (300,942)</u></u>

Schedule of Expenses Form 990 Part II

<u>Other - Line 43</u>	<u>Total</u>	<u>Youth Development and Recreation</u>	<u>Family Services and Counseling</u>	<u>Educational Opportunities</u>	<u>Management and General</u>	<u>Fundraising</u>
Advertising/Marketing	\$ 1,136	\$ -	\$ -	\$ -	\$ 1,136	\$ -
Insurance	46,632	25,793	7,346	6,910	5,432	1,151
Payroll Services	2,882	1,102	407	290	1,083	-
Program Costs	123,214	38,495	31,355	51,673	-	1,691
Staff Development	6,567	1,705	975	263	3,624	-
Volunteer Costs	3,174	2,768	49	50	307	-
Miscellaneous	2,531	1,306	-	-	-	1,225
Contingency	184	-	-	-	184	-
Association Dues & Fees	3,944	-	-	-	3,944	-
	-	-	-	-	-	-
Totals	\$ 190,264	\$ 71,169	\$ 40,132	\$ 59,186	\$ 15,710	\$ 4,067

Cabbage Patch Settlement House, Inc.
April 30, 2008

61-0458359

Part IV Schedule - Balance Sheet

<u>Investments - Line 54 (a)</u>	<u>Amount</u>	<u>Cash Equiv./ Money Mkt/CD's</u>	<u>Treasury & Gov't Agencies</u>	<u>Corporate Obligations</u>	<u>Equities</u>	<u>Lou Com Fdn & New Covenant</u>	<u>total</u>
Cash Equivalents	\$ 72,171	72,171					72,171
Treasury & Govt. Agencies	928,970		928,970				928,970
Corporate Obligations	1,872,164			1,872,164			1,872,164
Equities	5,588,932				5,588,932		5,588,932
Community Foundation of Louisville	144,977					144,977	144,977
Money Market Funds	-	-					-
Certificates' of Deposit	896,030	896,030					896,030
Limited partnership interest in Real Estate	132,295				132,295		132,295
New Covenant Funds	79,931					79,931	79,931
Total	\$ 9,715,470	\$ 968,201	\$ 928,970	\$ 1,872,164	\$ 5,721,227	\$ 224,908	\$ 9,715,470

<u>Land, Building & Equipment - Line 57 (c)</u>	
Land	\$ 63,500
Building & Improvements	1,058,370
Milton property (Chin Estate)	-
Vehicles	120,314
Equipment, Furniture, & Fixtures	708,433
Construction in progress	293,765
Sub-total	2,244,382
Less Accumulated Depreciation	(1,269,636)
Total	\$ 974,746

Attachment to Form 990 2007 - page 5 Part V-A - The Cabbage Patch Settlement House, Inc. 61-0458359
Board of Directors at any time during the Fiscal Year Period of May 1, 2007 to April 30, 2008

Sid Anderson
2408 Northfield Court
Louisville, KY 40222

The Reverend Debbie Apoldo
St. Francis in the Fields Episcopal Church
6710 Wolf Pen Branch Road
Louisville, KY 40027

Rick Ashton
Commercial Kentucky
Cushman & Wakefield
333 East Main Street
Louisville, KY 40202

Anita Barbee, Ph.D.
University of Louisville
Kent School of Social Work
Kent School of Social Work, U of L
Louisville, KY 40292

George Bauernfeind
Immediate Past President
Humana
500 West Main Street
Louisville, KY 40202

Michael A. Bell
Norton Health Care
200 East Chestnut Street
Louisville, KY 40202

LaShea Borden
101 Bullitt Lane, Suite 400
Louisville, KY 40222

Heather Campbell
1701 Sulgrave Road
Louisville, KY 40205

Lucy Corley
187 Westwind Road
Louisville, KY 40207

John Couch
BB & T Insurance Services
P. O. Box 43689
Louisville, KY 40223

Rob Crady, III
Treasurer
National City Bank
101 South 5th Street, 31-T-04E
Louisville, KY 40202

Mark Dobbins
Tilford Dobbins Alexander, Buckaway &
Black LLP
401 W. Main Street, Suite 1400
Louisville, KY 40202

Clay Edwards
O'Bryan, Brown and Toner
455 S 4th St
Louisville, KY 40202

Louise Farnsley Gardner
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Prospect, KY 40059

Lea Fishbach
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Louisville, KY 40241

Kathy Foster
173 Arrowhead Road
Louisville, KY 40207

Vance Fritton
7204 Shefford Lane
Louisville, KY 40242

Sloane Graff
3945 Napanee Road
Louisville, KY 40207

Bill Grubbs
President
Of Counsel, Woodward, Hobson & Fulton
2500 National City Tower
Louisville, KY 40202

Robert L. Horton
6581 Ballardsville Road
Smithfield, KY 40068

Mary Hunt
331 Zorn Avenue, #7
Louisville, KY 40206

The Reverend Paul Jeanes
11905 Spring Garden Lane
Louisville, KY 40223
(moved out of state, forwarding address
unavailable)

David Laird
33 River Hill Road
Louisville, KY 40207

Emily Ledford Lawrence
4969 U S Highway 42, Suite 2000
Louisville, KY 40222

Warner D. "Barney" Long
9111 Lexington Lane
Louisville, KY 40241

The Honorable Romano L. Mazzoli
1711 Kensington Place Lane
Louisville, KY 40205

Angela Moorin
5807 Cabin Way
Louisville, KY 40222

Lisa Niehaus
10602 Red Birch Court
Louisville, KY 40223

Crystal Peterson
Secretary
Doe Anderson
620 West Main Street
Louisville, KY 40202

Mark Pfeifer, M.D.
University of Louisville School of Medicine
Health Sciences Center, U of L
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Toni Rizzo
Abel Construction
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Hilliard Lyons
501 South Fourth Avenue
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Louisville, KY 40202

Rick Steinrock
American Roofing
4610 Roofing Road
Louisville, KY 40218

Phil Tamplin
26 Poplar Hill Road
Louisville, KY 40207

Patty West
411 Duff Lane
Louisville, KY 40207

Polly Williams
5206 Avish Lane
Louisville, KY 40227

Yandell Wood
3918 Elfin Ave
Louisville, KY 40207

1. A committee consisting of the Director of Programs, the Manager of the Educational Opportunities Program and an Assistant to the Educational Opportunities Program meet to identify potential college scholarship recipients.
2. Most recipients must have been or are regular participants with the Cabbage Patch, primarily in the Recreation and Educational programs.
3. The students are evaluated by their GPA's and their ACT scores and their willingness to continue to regularly cooperate with the Cabbage Patch Program. They have to be capable of being successful in college, academically, financially and socially.
4. Recipients must have a financial need. The Program requires all candidates to go through the federal financial aid process to determine what awards they are eligible for, from all resources.
5. The committee reviews the estimated costs to attend each of the colleges our clients chose to enroll in. After comparing the estimated costs against the estimated revenues from all sources the Cabbage Patch Program strives to fill the gap in order to prevent the students from having to borrow monies to attend colleges.
6. Each student's progress and financial needs are reviewed on a semester and annual basis to determine if their needs remain the same or if an adjustment is necessary to the amount of the Scholarship.
7. Students are communicated with on a regular basis via phone calls, personal and campus visits, emails, recognition events and with "care packages".