

Return of Organization Exempt from Income Tax

OMB No. 1545-0047

2004

Open to Public Inspection

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

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

A For the 2004 calendar year, or tax year beginning , 2004, and ending

B Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Final return
☐ Amended return
☐ Application pending

Please use
IRS label
or print
or type.
See
specific
instruc-
tions.GOODWILL INDUSTRIES OF MIDDLE TN, INC.
1015 HERMAN STREET
NASHVILLE, TN 37208

D Employer Identification Number

62-0599413

E Telephone number

(615) 742-4151

F Accounting method:

☐ Cash ☒ Accrual☐ Other (specify) ▶Section 501(c)(3) organizations and 4947(a)(1) nonexempt
charitable trusts must attach a completed Schedule A
(Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations.

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. ▶

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

G Web site: ▶ HTTP://WWW.GOODWILLMIDTEN.ORG/

J Organization type

(check only one) ▶ ☒ 501(c) 3 (insert no.) ☐ 4947(a)(1) or ☐ 527K Check here ☐ if the organization's gross receipts are normally not more than
\$25,000. The organization need not file a return with the IRS; but if the organization
received a Form 990 Package in the mail, it should file a return without financial data.
Some states require a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 24,161,909.

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

REVENUE

1 Contributions, gifts, grants, and similar amounts received:

a Direct public support 1a 20,618.
 b Indirect public support 1b 76,622.
 c Government contributions (grants) 1c 229,765.

d Total (add lines 1a through 1c) (cash \$ 327,005, noncash \$) 1d 327,005.

2 Program service revenue including government fees and contracts (from Part VII, line 93) 2 23,762,564.

3 Membership dues and assessments 3

4 Interest on savings and temporary cash investments 4 34,694.

5 Dividends and interest from securities 5 7,030.

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) 7

8a Gross amount from sales of assets other than inventory (A) Securities 20,000. 8a (B) Other 10,581.

b Less: cost or other basis and sales expenses 15,554. 8b 52,921.

c Gain or (loss) (attach schedule) STATEMENT 1 4,446. 8c -42,340.

d Net gain or (loss) (combine line 8c, columns (A) and (B)) 8d -37,894.

9 Special events and activities (attach schedule). If any amount is from gaming, check here. ☐

a Gross revenue (not including \$ of contributions reported on line 1a) 9a

b Less: direct expenses other than fundraising expenses 9b

c Net income or (loss) from special events (subtract line 9b from line 9a) 9c

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 35.

12 Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11) 12 24,093,434.

EXPENSES

13 Program services (from line 44, column (B)) 13 19,604,476.

14 Management and general (from line 44, column (C)) 14 3,190,881.

15 Fundraising (from line 44, column (D)) 15

16 Payments to affiliates (attach schedule) 16

17 Total expenses (add lines 16 and 44, column (A)) 17 22,795,357.

NET ASSETS

18 Excess or (deficit) for the year (subtract line 17 from line 12) 18 1,298,077.

19 Net assets or fund balances at beginning of year (from line 73, column (A)) 19 7,566,256.

20 Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 2 13,782.

21 Net assets or fund balances at end of year (combine lines 18, 19, and 20) 21 8,878,115.

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.

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
22 Grants and allocations (att sch) (cash \$ _____ non-cash \$ _____)	22				
23 Specific assistance to individuals (att sch)	23				
24 Benefits paid to or for members (att sch)	24				
25 Compensation of officers, directors, etc.	25	375,275.	47,670.	327,605.	
26 Other salaries and wages	26	12,329,272.	11,048,593.	1,280,679.	
27 Pension plan contributions	27				
28 Other employee benefits	28	571,936.	490,953.	80,983.	
29 Payroll taxes	29	1,295,538.	1,164,055.	131,483.	
30 Professional fundraising fees	30				
31 Accounting fees	31	25,275.		25,275.	
32 Legal fees	32	5,640.	5,255.	385.	
33 Supplies	33	773,172.	734,383.	38,789.	
34 Telephone	34	186,237.	162,324.	23,913.	
35 Postage and shipping	35	49,784.	40,247.	9,537.	
36 Occupancy	36	3,983,438.	3,751,064.	232,374.	
37 Equipment rental and maintenance	37	80,812.	69,387.	11,425.	
38 Printing and publications	38	65,975.	24,121.	41,854.	
39 Travel	39	415,035.	381,426.	33,609.	
40 Conferences, conventions, and meetings	40	10,901.	6,934.	3,967.	
41 Interest	41	172,977.		172,977.	
42 Depreciation, depletion, etc (attach schedule)	42	1,161,710.	792,286.	369,424.	
43 Other expenses not covered above (itemize):					
a SEE STATEMENT 3	43a	1,292,380.	885,778.	406,602.	
b	43b				
c	43c				
d	43d				
e	43e				
44 Total functional expenses (add lines 22 - 43). Organizations completing columns (B) - (D), carry these totals to lines 13 - 15.	44	22,795,357.	19,604,476.	3,190,881.	0.

Joint Costs. Check ☐ if you are following SOP 98Are 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 AccomplishmentsWhat is the organization's primary exempt purpose? ☐ SEE STATEMENT 4

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) & (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants & allocations to others.)

Program Service Expenses (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; but optional for others.)

a SEE STATEMENT 5

(Grants and allocations \$ _____)

19,604,476.

b

(Grants and allocations \$ _____)

c

(Grants and allocations \$ _____)

d

(Grants and allocations \$ _____)

e Other program services (Grants and allocations \$ _____)

f Total of Program Service Expenses (should equal line 44, column (B), Program services) 19,604,476.

Part IV Balance Sheets (See Instructions)**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year	
ASSETS	45 Cash — non-interest-bearing	176,700.	45	205,446.	
	46 Savings and temporary cash investments	2,649,222.	46	2,118,527.	
	47a Accounts receivable	289,882.			
	b Less: allowance for doubtful accounts	4,427.			
	47b		249,447.	47c	285,455.
	48a Pledges receivable			48c	
	b Less: allowance for doubtful accounts				
	48b				
	49 Grants receivable	50,817.	49	8,800.	
	50 Receivables from officers, directors, trustees, and key employees (attach schedule)		50		
	51a Other notes & loans receivable (attach sch.)				
	b Less: allowance for doubtful accounts			51c	
	51b				
	52 Inventories for sale or use	515,474.	52	690,743.	
	53 Prepaid expenses and deferred charges	101,917.	53	102,508.	
54 Investments — securities (attach schedule) .. SEE. ST. 6	Cost <input type="checkbox"/> FMV <input checked="" type="checkbox"/>	331,809.	54	430,724.	
55a Investments — land, buildings, & equipment: basis					
b Less: accumulated depreciation (attach schedule)			55c		
55b					
56 Investments — other (attach schedule)		56			
57a Land, buildings, and equipment: basis	17,788,078.				
b Less: accumulated depreciation (attach schedule)	7,002,922.				
57b		9,123,723.	57c	10,785,156.	
58 Other assets (describe SEE STATEMENT 8)		17,525.	58	46,075.	
59 Total assets (add lines 45 through 58) (must equal line 74)		13,246,634.	59	14,673,434.	
LIABILITIES	60 Accounts payable and accrued expenses	1,243,333.	60	1,621,123.	
	61 Grants payable		61		
	62 Deferred revenue	13,830.	62	14,669.	
	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)	4,362,197.	64b	4,034,852.	
	64b				
65 Other liabilities (describe SEE STATEMENT 10)	61,018.	65	124,675.		
66 Total liabilities (add lines 60 through 65)	5,680,378.	66	5,795,319.		
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	7,566,256.	67	8,878,115.	
	68 Temporarily restricted		68		
	69 Permanently restricted		69		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.				
	70 Capital stock, trust principal, or current funds		70		
	71 Paid-in or capital surplus, or land, building, and equipment fund		71		
	72 Retained earnings, endowment, accumulated income, or other funds		72		
	73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	7,566,256.	73	8,878,115.	
	74 Total liabilities and net assets/fund balances (add lines 66 and 73)	13,246,634.	74	14,673,434.	

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.

BAA

Part IV-A **Reconciliation of Revenue per Audited
Financial Statements with Revenue
per Return (See instructions.)**

a	Total revenue, gains, and other support per audited financial statements.....▶	a	24,149,556.
b	Amounts included on line a but not on line 12, Form 990:		
	(1) Net unrealized gains on investments.... \$ 13,782.		
	(2) Donated services and use of facilities..... \$		
	(3) Recoveries of prior year grants..... \$		
	(4) Other (specify):		
	SEE STM 11 \$ 42,340.		
	Add amounts on lines (1) through (4).....▶	b	56,122.
c	Line a minus line b.....▶	c	24,093,434.
d	Amounts included on line 12, Form 990 but not on line a:		
	(1) Investment expenses not included on line 6b, Form 990..... \$		
	(2) Other (specify):		
	----- \$		
	Add amounts on lines (1) and (2).....▶	d	
e	Total revenue per line 12, Form 990 (line c plus line d).....▶	e	24,093,434.

Part IV-B	Reconciliation of Expenses per Audited Financial Statements with Expenses per Return
------------------	---

a	Total expenses and losses per audited financial statements.....	a	22,837,697.
b	Amounts included on line a but not on line 17, Form 990:		
	(1) Donated services and use of facilities..... \$		
	(2) Prior year adjustments reported on line 20, Form 990.... \$		
	(3) Losses reported on line 20, Form 990.... \$		
	(4) Other (specify):		
	SEE STMT 12 \$ 42,340.		
	Add amounts on lines (1) through (4).....	b	42,340.
c	Line a minus line b.....	c	22,795,357.
d	Amounts included on line 17, Form 990 but not on line a:		
	(1) Investment expenses not included on line 6b, Form 990..... \$		
	(2) Other (specify):		
	----- \$		
	Add amounts on lines (1) and (2)....	d	
e	Total expenses per line 17, Form 990, line c plus line d.....	e	22,795,357.

Part V	List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see instructions.)
---------------	--

[illegible]

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations? ☐ Yes ☒ No

If 'Yes,' attach schedule — see instructions.

Part VI Other Information (See instructions.)		Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity.		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes.		X
78a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
78b	If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement.		X
80a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	X	
80b	If 'Yes,' enter the name of the organization GOODWILL GOVERNMENT SERVICES, INC. and check whether it is <input checked="" type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.		
81a	Enter direct and indirect political expenditures. See line 81 instructions.	81a	0.
81b	Did the organization file Form 1120-POL for this year?		X
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		X
82b	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	N/A
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
83b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
84b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		N/A
85a	501(c)(4), (5), or (6) organizations. Were substantially all dues nondeductible by members?		N/A
85b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?		N/A
85c	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.	85c	N/A
85d	Dues, assessments, and similar amounts from members.	85d	N/A
85e	Section 162(e) lobbying and political expenditures.	85e	N/A
85f	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices.	85f	N/A
85g	Taxable amount of lobbying and political expenditures (line 85d less 85e).	85g	N/A
85h	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85h	N/A
86a	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?	86a	N/A
86b	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12.	86b	N/A
87a	b Gross receipts, included on line 12, for public use of club facilities.	87a	N/A
87b	501(c)(12) organizations. Enter: a Gross income from members or shareholders.	87b	N/A
88	b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	88	X
89a	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.	89a	
89b	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.	89b	X
90a	b 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' attach a statement explaining each transaction.	90a	
90b	c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958.	90b	723
91	d Enter: Amount of tax on line 89c, above, reimbursed by the organization.	91	
92	a List the states with which a copy of this return is filed TENNESSEE	92	
93	b Number of employees employed in the pay period that includes March 12, 2004 (See instructions.)	93	
94	The books are in care of TAMMY GLASS Telephone number (615) 742-4151	94	
95	Located at 1015 HERMAN STREET, NASHVILLE, TN ZIP + 4 37208	95	
96	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here.	96	N/A
97	and enter the amount of tax-exempt interest received or accrued during the tax year.	97	N/A

Part VII Analysis of Income-Producing Activities (See 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 CONTRACT PROGRAM					286,265.
b FEE FOR SERVICE					90,632.
c GOODWILL GOVNT SERV.					57,830.
d RETAIL PROGRAM					23,327,837.
e					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts			14	34,694.	
96 Dividends & interest from securities			14	7,030.	
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 pers prop.					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	-37,894.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b MISCELLANEOUS INCOME			1	35.	
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				3,865.	23,762,564.
105 Total (add line 104, columns (B), (D), and (E))					23,766,429.

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

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

Line No.	Explain how each activity for which income is reported in column (B) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
1	SEE STATEMENT 14

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See 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
N/A	%			
	%			
	%			
	%			

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

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.	
	Signature of officer	Date
Paid Preparer's Use Only	Type or print name and title.	
	Preparer's signature	Date
	Firm's name (or yours if self-employed), address, and ZIP + 4	Check if self-employed <input checked="" type="checkbox"/> Preparer's SSN or PTIN (See General instruction W)
	FRASIER, DEAN & HOWARD, PLLC 3310 WEST END AVENUE, STE. 550 NASHVILLE, TN 37203	EIN N/A Phone no. (615) 383-6592

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Organization Exempt Under
Section 501(c)(3)**

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

Supplementary Information — (See separate instructions.)

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

OMB No. 1545-0047

2004

Name of the organization

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

Employer identification number

62-0599413

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See 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 and deferred compensation	(e) Expense account and other allowances
DAVID JENKINS NASHVILLE, TN	DIR RETAIL 40	94,298.	8,917.	0.
MIKE EISENBAUM NASHVILLE, TN	DIR PRODUCTS 40	82,655.	9,101.	0.
STEVEN BAKER NASHVILLE, TN	DIR LOSS PRVNTN 40	66,866.	3,756.	0.
KARL HOUSTON NASHVILLE, TN	DIR DONATIONS 40	73,744.	3,012.	0.
JOSEPH DUKE NASHVILLE, TN	DIR MIS 40	75,357.	2,983.	0.
Total number of other employees paid over \$50,000	14			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See 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
DYE, VAN MOL AND LAWRENCE 209 7TH AVE. NORTH, NASHVILLE, TN 37219	ADVERTISING	224,246.
DBS ENTERPRISES P.O. BOX 363, FRANKLIN, TN 37065	CLEANING SERVICE	93,776.
SOLOMON BUILDERS 4539 TROUSDALE, NASHVILLE, TN 37204	CONSTRUCTION	978,977.
Total number of others receiving over \$50,000 for professional services	0	

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

Schedule A (Form 990 or 990-EZ) 2004

Part III Statements About Activities (See 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>N/A</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)	1		X
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.				
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities?	2c		X
SEE FORM 990, PART V				
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3a	Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.)	3a		X
b	Do you have a section 403(b) annuity plan for your employees?	3b	X	
4a	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4a		X
b	Do you provide credit counseling, debt management, credit repair, or debt negotiation services?	4b		X

Part IV Reason for Non-Private Foundation Status (See instructions.)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 the **Support Schedule** in Part IV-A.)
- 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ▶ _____
- 10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 ☐ An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc, functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

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

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See 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) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	828,312.	878,363.	969,394.	1,066,998.	3,743,067.
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	19,301,929.	18,097,319.	15,230,818.	13,612,446.	66,242,512.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	25,934.	22,945.	24,936.	80,881.	154,696.
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 SEE . STMT. 15	427.	412.		18,376.	19,215.
23 Total of lines 15 through 22	20,156,602.	18,999,039.	16,225,148.	14,778,701.	70,159,490.
24 Line 23 minus line 17	854,673.	901,720.	994,330.	1,166,255.	3,916,978.
25 Enter 1% of line 23	201,566.	189,990.	162,251.	147,787.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					78,340.
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 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					
c Total support for section 509(a)(1) test: Enter line 24, column (e)					3,916,978.
d Add: Amounts from column (e) for lines: 18 154,696. 19					
22 19,215. 26b					173,911.
e Public support (line 26c minus line 26d total)					3,743,067.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					95.56 %
27 Organizations described on line 12: N/A					
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: (2003) _____ (2002) _____ (2001) _____ (2000) _____					
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 11, 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: (2003) _____ (2002) _____ (2001) _____ (2000) _____					
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 2000 through 2003, 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 instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

Yes No

29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?

29

30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?

30

31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?

If 'Yes,' please describe; if 'No,' please explain. (If you need more space, attach a separate statement.)

31

32 Does the organization maintain the following:

a Records indicating the racial composition of the student body, faculty, and administrative staff?

32a

b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?

32b

c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?

32c

d Copies of all material used by the organization or on its behalf to solicit contributions?

32d

If you answered 'No' to any of the above, please explain. (If you need more space, attach a separate statement.)

33 Does the organization discriminate by race in any way with respect to:

a Students' rights or privileges?

33a

b Admissions policies?

33b

c Employment of faculty or administrative staff?

33c

d Scholarships or other financial assistance?

33d

e Educational policies?

33e

f Use of facilities?

33f

g Athletic programs?

33g

h Other extracurricular activities?

33h

If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement.)

34a Does the organization receive any financial aid or assistance from a governmental agency?

34a

b Has the organization's right to such aid ever been revoked or suspended?

34b

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.

35

Part VI-A Lobbying Expenditures by Electing Public Charities (See instructions.)
(To be completed ONLY by an eligible organization that filed Form 5768)

N/A

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**

(The term 'expenditures' means amounts paid or incurred.)

		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	
41	Lobbying nontaxable amount. Enter the amount from the following table —		
	If the amount on line 40 is —		
	The lobbying nontaxable amount is —		
	Not over \$500,000	20% of the amount on line 40	
	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	
	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	
	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	
	Over \$17,000,000	\$1,000,000	
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.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				(e) Total
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	
45	Lobbying nontaxable amount				
46	Lobbying ceiling amount (150% of line 45(e))				
47	Total lobbying expenditures				
48	Grassroots non-taxable 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 instructions.)

N/A

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:

- 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.)

Yes	No	Amount

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

BAA

Schedule A (Form 990 or 990-EZ) 2004

2004

FEDERAL STATEMENTS

PAGE 1

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

62-0599413

STATEMENT 1
FORM 990, PART I, LINE 8
NET GAIN (LOSS) FROM NONINVENTORY SALES

PUBLICLY TRADED SECURITIES

GROSS SALES PRICE: 20,000.
COST OR OTHER BASIS: 15,554.

TOTAL GAIN (LOSS) PUBLICLY TRADED SECURITIES \$ 4,446.

OTHER ASSETS

DESCRIPTION: DISPOSAL OF FIXED ASSETS
DATE ACQUIRED: VARIOUS
HOW ACQUIRED: PURCHASE
DATE SOLD: VARIOUS
TO WHOM SOLD:
GROSS SALES PRICE: 10,581.
COST OR OTHER BASIS: 291,746.
DEPRECIATION: 238,825.

GAIN (LOSS) -42,340.

TOTAL GAIN (LOSS) OTHER ASSETS \$ -42,340.

TOTAL NET GAIN (LOSS) FROM NONINVENTORY SALES \$ -37,894.

STATEMENT 2
FORM 990, PART I, LINE 20
OTHER CHANGES IN NET ASSETS OR FUND BALANCES

UNREALIZED GAIN ON INVESTMENTS..... \$ 13,782.
TOTAL \$ 13,782.

STATEMENT 3
FORM 990, PART II, LINE 43
OTHER EXPENSES

	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUNDRAISING
ADVERTISING	589,504.	570,531.	18,973.	
AWARDS	1,203.	1,103.	100.	
BAD DEBT EXPENSE	15,977.	6,371.	9,606.	
BANK SERVICE CHARGES	30,361.	12,024.	18,337.	
CREDIT CARD FEES	124,266.	124,266.		
DUES	124,712.	3,087.	121,625.	
EMPLOYEE RELATIONS	46,749.	1,519.	45,230.	
INSURANCE-GENERAL	151,475.	2,519.	148,956.	
LICENSES & PERMITS	2,738.	2,302.	436.	
MISCELLANEOUS	1,977.	1,904.	73.	
NONCAPITALIZED PURCHASES	93,625.	77,372.	16,253.	
PROFESSIONAL FEES	104,312.	79,759.	24,553.	

2004

FEDERAL STATEMENTS

PAGE 2

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

62-0599413

STATEMENT 3 (CONTINUED)
FORM 990, PART II, LINE 43
OTHER EXPENSES

	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUNDRAISING
SUBSCRIPTIONS	5,481.	3,021.	2,460.	
TOTAL	\$ 1,292,380.	\$ 885,778.	\$ 406,602.	\$ 0.

STATEMENT 4
FORM 990, PART III
ORGANIZATION'S PRIMARY EXEMPT PURPOSE

REHABILITATION SERVICES FOR DISABLED AND DISADVANTAGED PEOPLE

STATEMENT 5
FORM 990, PART III, LINE A
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

DESCRIPTION	GRANTS AND ALLOCATIONS	PROGRAM SERVICE EXPENSES
TO PROVIDE REHABILITATION SERVICES, TRAINING AND EMPLOYMENT OPPORTUNITIES FOR HANDICAPPED, DISABLED AND DISADVANTAGED INDIVIDUALS AS AN INTEGRAL STEP TO EMPLOYMENT IN THE EXISTING LABOR MARKET.		19,604,476.
	\$ 0.	\$ 19604476.

STATEMENT 6
FORM 990, PART IV, LINE 54
INVESTMENTS - SECURITIES

OTHER PUBLICLY TRADED SECURITIES	VALUATION METHOD	AMOUNT
T. ROWE PRICE FUNDS	MARKET VALUE	\$ 306,049.
457 PLAN T. ROWE PRICE	MARKET VALUE	124,675.
	TOTAL	\$ 430,724.
TOTAL INVESTMENTS - SECURITIES		\$ 430,724.

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

62-0599413

STATEMENT 7
FORM 990, PART IV, LINE 57
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE
AUTOMOBILES / TRANSPORTATION EQUIPMENT	\$ 1,352,555.	\$ 884,238.	\$ 468,317.
MACHINERY AND EQUIPMENT	4,461,744.	2,733,642.	1,728,102.
BUILDINGS	7,218,260.	984,476.	6,233,784.
IMPROVEMENTS	3,477,526.	2,400,566.	1,076,960.
LAND	1,277,993.		1,277,993.
TOTAL	<u>\$ 17,788,078.</u>	<u>\$ 7,002,922.</u>	<u>\$ 10,785,156.</u>

STATEMENT 8
FORM 990, PART IV, LINE 58
OTHER ASSETS

DEPOSITS	\$ 33,825.
LOAN COSTS	12,250.
TOTAL	<u>\$ 46,075.</u>

STATEMENT 9
FORM 990, PART IV, LINE 64B
MORTGAGES AND OTHER NOTES PAYABLE

MORTGAGES PAYABLE	BALANCE DUE
SUNTRUST BANK	\$ 1,923,935.
BANK OF AMERICA	2,110,917.
TOTAL	<u>\$ 4,034,852.</u>

STATEMENT 10
FORM 990, PART IV, LINE 65
OTHER LIABILITIES

DEFERRED COMPENSATION PLAN	\$ 124,675.
TOTAL	<u>\$ 124,675.</u>

STATEMENT 11
FORM 990, PART IV-A, LINE B(4)
OTHER AMOUNTS

LOSS ON DISPOSAL OF FIXED ASSETS	\$ 42,340.
TOTAL	<u>\$ 42,340.</u>

2004

FEDERAL STATEMENTS

PAGE 4

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

62-0599413

STATEMENT 12
FORM 990, PART IV-B, LINE B(4)
OTHER AMOUNTS

LOSS ON DISPOSAL OF FIXED ASSETS..... \$ 42,340.
TOTAL \$ 42,340.

STATEMENT 13
FORM 990, PART V
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
DAVID LIFSEY NASHVILLE, TN	PRESIDENT 40	\$ 178,500.	\$ 399.	\$ 0.
JAMES L. KNIGHT NASHVILLE, TN	CHAIRMAN 1	0.	0.	0.
GARY CORDELL NASHVILLE, TN	VICE CHAIRMAN 1	0.	0.	0.
JOHN W. STONE, III NASHVILLE, TN 37203	VICE CHAIRMAN 1	0.	0.	0.
KATHLEEN M. WHALEN NASHVILLE, TN	SECRETARY 1	0.	0.	0.
ROBERT HAWKINS NASHVILLE, TN	DIRECTOR 1	0.	0.	0.
R. CRAIG LAINE NASHVILLE, TN	VICE CHAIRMAN 1	0.	0.	0.
KATE STAFFORD NASHVILLE, TN 37203	DIRECTOR 1	0.	0.	0.
JOHN TISHLER NASHVILLE, TN 37219	LEGAL COUNSEL 1	0.	0.	0.
SHELIA GIBSON FRANKLIN, TN	TREASURER 1	0.	0.	0.

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

62-0599413

STATEMENT 13 (CONTINUED)
 FORM 990, PART V
 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
TAMMY GLASS CLARKSVILLE, TN	VP FINANCE 40	\$ 101,436.	\$ 4,216.	\$ 0.
BETTY JOHNSON NASHVILLE, TN	VP EMPLOYMENT 40	95,339.	3,942.	0.
J.G. DE LACEY MT. JULIET, TN	TRUSTEE 1	0.	0.	0.
FARZIN FERDOWSI BRENTWOOD, TN	DIRECTOR 1	0.	0.	0.
TIMOTHY VAUGHN NASHVILLE, TN	DIRECTOR 1	0.	0.	0.
EARL BEASLEY NASHVILLE, TN	TRUSTEE 1	0.	0.	0.
WILLIAM CAMMACK NASHVILLE, TN	TRUSTEE 1	0.	0.	0.
J.B. BAKER NASHVILLE, TN	DIRECTOR 1	0.	0.	0.
RITA BENNETT OLD HICKORY, TN	DIRECTOR 1	0.	0.	0.
DEBORAH Y. FAULKNER NASHVILLE, TN	DIRECTOR 1	0.	0.	0.
ARMANDO RAMIREZ NASHVILLE, TN	DIRECTOR 1	0.	0.	0.
DAVID VAN HOOSER HENDERSONVILLE, TN	DIRECTOR 1	0.	0.	0.

GOODWILL INDUSTRIES OF MIDDLE TN, INC.

62-0599413

STATEMENT 13 (CONTINUED)

FORM 990, PART V

LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JOHN VAN MOL NASHVILLE, TN	DIRECTOR 1	\$ 0.	\$ 0.	\$ 0.
L. HARDAWAY, JR. NASHVILLE, TN	DIRECTOR 1	0.	0.	0.
TOTAL		\$ 375,275.	\$ 8,557.	\$ 0.

STATEMENT 14

FORM 990, PART VIII

RELATIONSHIP OF ACTIVITIES TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE #	EXPLANATION OF ACTIVITIES
93D	CONDUCT OF THE RETAIL PROGRAM PROVIDES TRAINING STATIONS USED TO PROVIDE WORK ADJUSTMENT, WORK EXPERIENCE, SKILL ACQUISITION, AND SHELTERED EMPLOYMENT FOR THE PERSONS WITH A VOCATIONAL DISABILITY OR DISADVANTAGE THROUGH THE PROCESSING AND SELLING OF DONATED MERCHANDISE.
93A, B	CONDUCT OF THE CONTRACTS PROGRAM PROVIDES TRAINING STATIONS USED TO PROVIDE WORK ADJUSTMENT, WORK EXPERIENCE, SKILL ACQUISITION, AND SHELTERED EMPLOYMENT FOR THE PERSONS WITH A VOCATIONAL DISABILITY OR DISADVANTAGE THROUGH THE PROVISIONS OF GOODS OR SERVICES ON A CONTRACTUAL BASIS TO PRIVATE BUSINESSES AND GOVERNMENT AGENCIES.
93C	MANAGEMENT FEES FROM GOODWILL GOVERNMENT SERVICES, INC. (GGS) USED TO PROVIDE LIMITED ADMINISTRATIVE AND MANAGEMENT SERVICES TO GGS.

STATEMENT 15

SCHEDULE A, PART IV-A, LINE 22

OTHER INCOME

DESCRIPTION	(A) 2003	(B) 2002	(C) 2001	(D) 2000	(E) TOTAL
MISCELLANEOUS INCOME	\$ 427.	\$ 412.	\$ 0.	\$ 18,376.	\$ 19,215.
TOTAL	\$ 427.	\$ 412.	\$ 0.	\$ 18,376.	\$ 19,215.