

## Return of Organization Exempt From Income Tax

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

2007

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service(77)

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 2007, and ending

B Check if applicable:

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

Please use  
IRS label  
or print  
or type.  
See  
specific  
instructions.C  
BOOK 'EM  
412 METROPLEX DRIVE  
NASHVILLE, TN 37211

D Employer Identification Number

58-2000621

E Telephone number

(615) 790-0896

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

G Web site: WWW.BOOKEM-KIDS.ORG

J Organization type (check only one)

☒ 501(c) 3 (insert no.) ☐ 4947(a)(1) or ☐ 527K 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.

I Group Exemption Number. ▶

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

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ... 203,053.

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

REVENUE

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	184,650.	
c	Indirect public support (not included on line 1a)	1c	2,012.	
d	Government contributions (grants) (not included on line 1a)	1d		
e	Total (add lines 1a through 1d) (cash \$ 86,909. noncash \$ 99,753.)	1e		186,662.
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		
3	Membership dues and assessments	3		
4	Interest on savings and temporary cash investments	4		2,187.
5	Dividends and interest from securities	5		
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	8a	
b	Less: cost or other basis and sales expenses	8b		
c	Gain or (loss) (attach schedule)	8c		
d	Net gain or (loss). Combine line 8c, columns (A) and (B)	8d		
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>			
a	Gross revenue (not including \$ of contributions reported on line 1b)	9a	13,859.	
b	Less: direct expenses other than fundraising expenses	9b	11,106.	
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c		2,753.
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		345.
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12		191,947.

EXPENSES

13	Program services (from line 44, column (B))	13		177,199.
14	Management and general (from line 44, column (C))	14		41,524.
15	Fundraising (from line 44, column (D))	15		16,268.
16	Payments to affiliates (attach schedule)	16		
17	Total expenses. Add lines 16 and 44, column (A)	17		234,991.

ASSETS

18	Excess or (deficit) for the year. Subtract line 17 from line 12	18		-43,044.
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		181,029.
20	Other changes in net assets or fund balances (attach explanation)	20		
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21		137,985.

**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 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
<b>22a</b> Grants paid from donor advised funds (attach sch) (cash \$ _____ non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a				
<b>22b</b> Other grants and allocations (att sch) SEE STM 2 (cash \$ _____ non-cash \$ <u>116,623.</u> ) If this amount includes foreign grants, check here <input type="checkbox"/>	22b	116,623.	116,623.		
<b>23</b> Specific assistance to individuals (attach schedule)	23				
<b>24</b> Benefits paid to or for members (attach schedule)	24				
<b>25a</b> Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a	35,000.	17,781.	12,545.	4,674.
<b>b</b> Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b	0.	0.	0.	0.
<b>c</b> 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	0.	0.	0.	0.
<b>26</b> Salaries and wages of employees not included on lines 25a, b, and c	26	44,414.	22,564.	15,919.	5,931.
<b>27</b> Pension plan contributions not included on lines 25a, b, and c	27				
<b>28</b> Employee benefits not included on lines 25a - 27	28				
<b>29</b> Payroll taxes	29	6,075.		6,075.	
<b>30</b> Professional fundraising fees	30				
<b>31</b> Accounting fees	31	2,510.	1,305.	753.	452.
<b>32</b> Legal fees	32				
<b>33</b> Supplies	33	4,553.	1,329.	838.	2,386.
<b>34</b> Telephone	34	944.	495.	278.	171.
<b>35</b> Postage and shipping	35	2,038.	596.	442.	1,000.
<b>36</b> Occupancy	36	6,375.	5,789.	366.	220.
<b>37</b> Equipment rental and maintenance	37				
<b>38</b> Printing and publications	38	845.	676.		169.
<b>39</b> Travel	39	3,831.	2,766.	828.	237.
<b>40</b> Conferences, conventions, and meetings	40				
<b>41</b> Interest	41				
<b>42</b> Depreciation, depletion, etc (attach schedule)	42	260.		260.	
<b>43</b> Other expenses not covered above (itemize):					
<b>a</b> ADMINISTRATIVE FEES	43a	1,850.	1,096.	580.	174.
<b>b</b> INSURANCE	43b	1,510.	1,371.	87.	52.
<b>c</b> MARKETING	43c	2,008.	1,190.	629.	189.
<b>d</b> MISCELLANEOUS	43d	3,254.	1,928.	1,020.	306.
<b>e</b> PROFESSIONAL FEES	43e	2,901.	1,690.	904.	307.
<b>f</b>	43f				
<b>g</b>	43g				
<b>44</b> Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B) - (D), carry these totals to lines 13 - 15)	44	234,991.	177,199.	41,524.	16,268.

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? ▶ SEE STATEMENT 3

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.)

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

a SEE STATEMENT 4

(Grants and allocations \$ 116,623. ) If this amount includes foreign grants, check here ... ☐

177,199.

b

(Grants and allocations \$ ) If this amount includes foreign grants, check here ... ☐

c

(Grants and allocations \$ ) If this amount includes foreign grants, check here ... ☐

d

(Grants and allocations \$ ) If this amount includes foreign grants, check here ... ☐

e Other program services.....

(Grants and allocations \$ ) If this amount includes foreign grants, check here ... ☐

f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) ..... ▶

177,199.

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Form 990 (2007)

**Balance Sheets (See the 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
<b>ASSETS</b>	45 Cash — non-interest-bearing .....	22,447.	45	-9,066.
	46 Savings and temporary cash investments .....	95,148.	46	83,037.
	47 a Accounts receivable .....	47 a		
	b Less: allowance for doubtful accounts .....	47 b	47 c	
	48 a Pledges receivable .....	48 a		
	b Less: allowance for doubtful accounts .....	48 b	48 c	
	49 Grants receivable .....		49	
	50 a Receivables from current and former officers, directors, trustees, and key employees (attach schedule) .....		50 a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule) .....		50 b	
	51 a Other notes and loans receivable (attach schedule) .....	51 a		
	b Less: allowance for doubtful accounts .....	51 b	51 c	
	52 Inventories for sale or use .....	62,900.	52	62,723.
	53 Prepaid expenses and deferred charges .....		53	671.
	54 a Investments — publicly-traded securities .....	<input type="checkbox"/> Cost <input type="checkbox"/> FMV	54 a	
	b Investments — other securities (attach sch) .....	<input type="checkbox"/> Cost <input type="checkbox"/> FMV	54 b	
55 a Investments — land, buildings, & equipment: basis .....	55 a			
b Less: accumulated depreciation (attach schedule) .....	55 b	55 c		
56 Investments — other (attach schedule) .....		56		
57 a Land, buildings, and equipment: basis .....	57 a	4,201.		
b Less: accumulated depreciation (attach schedule) .....	57 b	3,422.	57 c	779.
58 Other assets, including program-related investments (describe ► <u>SEE STATEMENT 6</u> ) .....		206.	58	145.
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58 .....		181,739.	59	138,289.
<b>LIABILITIES</b>	60 Accounts payable and accrued expenses .....	710.	60	304.
	61 Grants payable .....		61	
	62 Deferred revenue .....		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule) .....		63	
	64 a Tax-exempt bond liabilities (attach schedule) .....		64 a	
	b Mortgages and other notes payable (attach schedule) .....		64 b	
	65 Other liabilities (describe ► .....		65	
	66 <b>Total liabilities.</b> Add lines 60 through 65 .....		710.	66
<b>NET ASSETS OR FUND BALANCES</b>	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted .....	181,029.	67	137,985.
	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 <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21) .....	181,029.	73	137,985.
	74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 .....	181,739.	74	138,289.

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Form 990 (2007)

a	Total revenue, gains, and other support per audited financial statements.....	a	214,565.
b	Amounts included on line a but not on Part I, line 12:		
	1 Net unrealized gains on investments.....	b1	
	2 Donated services and use of facilities.....	b2	22,618.
	3 Recoveries of prior year grants.....	b3	
	4 Other (specify): .....	b4	
	----- Add lines b1 through b4.....	b	22,618.
c	Subtract line b from line a.....	c	191,947.
d	Amounts included on Part I, line 12, but not on line a:		
	1 Investment expenses not included on Part I, line 6b.....	d1	
	2 Other (specify): .....	d2	
	----- Add lines d1 and d2.....	d	
e	Total revenue (Part I, line 12). Add lines c and d.....	e	191,947

a	Total expenses and losses per audited financial statements.....	a	257,609.
b	Amounts included on line a but not on Part I, line 17:		
1	Donated services and use of facilities.....	b1	22,618.
2	Prior year adjustments reported on Part I, line 20.....	b2	
3	Losses reported on Part I, line 20.....	b3	
4	Other (specify): .....		
	-----	b4	
	Add lines b1 through b4.....	b	22,618.
c	Subtract line b from line a.....	c	234,991.
d	Amounts included on Part I, line 17, but not on line a:		
1	Investment expenses not included on Part I, line 6b.....	d1	
2	Other (specify): .....		
	-----	d2	
	Add lines d1 and d2.....	d	
e	Total expenses (Part I, line 17). Add lines c and d.....	e	234,991.

[illegible]



## Other Information (continued)

		Yes	No
82 a	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	
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.)	82 b	22,618.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	N/A	
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	N/A	
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	85 c	N/A
d	Section 162(e) lobbying and political expenditures	85 d	N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85 e	N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85 f	N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85 g	N/A
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?	85 h	N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12.	86 a	N/A
b	Gross receipts, included on line 12, for public use of club facilities.	86 b	N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87 a	N/A
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87 b	N/A
88 a	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	88 a	X
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	88 b	X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <u>0.</u> ; section 4912 <u>0.</u> ; section 4955 <u>0.</u>	89 a	X
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	89 b	X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958	89 c	X
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization	89 d	X
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89 e	X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89 f	X
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?	89 g	X
90 a	List the states with which a copy of this return is filed <u>TN</u>		
b	Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)	90 b	3
91 a	The books are in care of <u>MELISSA SPRADLIN</u> Telephone number <u>(615) 300-8306</u> Located at <u>306 FLETCHER COURT FRANKLIN TN</u> ZIP + 4 <u>37067</u>		
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 <u></u>	91 b	X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			

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Form 990 (2007)

**Part VII Other Information (continued)**

Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? ..... 91 c ☐ Yes ☒ No

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 ..... N/A ☐

and enter the amount of tax-exempt interest received or accrued during the tax year: ..... 92 N/A

**Part VIII 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					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts			14	2,187.	
96 Dividends & 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 pers prop.					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events			1	2,753.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b MISCELLANEOUS			1	345.	
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				5,285.	
105 Total (add line 104, columns (B), (D), and (E))					5,285.

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

**Part IX 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).
N/A	

**Part X 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
N/A	%			
	%			
	%			
	%			

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

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.

Yes	No
	X

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

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.

Yes	No
	X

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

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?

Yes	No
	X

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: MELISSA SPRADLIN, EXECUTIVE DIRECTOR Date: \_\_\_\_\_

Type or print name and title.

**Paid Preparer's Use Only**

Preparer's signature: [Signature] Date: 7-28-07 Check if self-employed: ☒ Preparer's SSN or PTIN (See General Instruction X): N/A

Firm's name (or yours if self-employed), address, and ZIP + 4: FRASIER, DEAN & HOWARD, PLLC  
3310 WEST END AVENUE, STE. 550  
NASHVILLE, TN 37203 EIN: N/A Phone no.: (615) 383-6592

BAA

Form 990 (2007)

**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 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

**2007**

Name of the organization

BOOK 'EM

Employer identification number

58-2000621

**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
NONE				

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

0

**Part II - A 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
NONE		

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

0

**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 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

0

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

Schedule A (Form 990 or 990-EZ) 2007

**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. . . . ▶ \$ N/A  
(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 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.) . . . . .

3a X

b Did the organization have a section 403(b) annuity plan for its employees? . . . . .

3b X

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 . . . . .

3c X

d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? . . . . .

3d X

- 4a Did the organization maintain any donor advised funds? If 'Yes,' complete lines 4b through 4g. If 'No,' complete lines 4f and 4g . . . . .

4a X

b Did the organization make any taxable distributions under section 4966? . . . . .

4b N/A

c Did the organization make a distribution to a donor, donor advisor, or related person? . . . . .

4c N/A

d Enter the total number of donor advised funds owned at the end of the tax year . . . . . ▶ N/A

e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year . . . . . ▶ N/A

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 . . . . . ▶ 0

g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year . . . . . ▶ 0

**Part IV Reason for Non-Private Foundation Status** (See 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.)
- 11 a ☒ 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.)
- 11 b ☐ 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 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 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	
<b>Total</b> .....					0.

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

BAA

Schedule A (Form 990 or 990-EZ) 2007

**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.)...	367,269.	185,127.	239,828.	187,434.	979,658.
16 Membership fees received .....					0.
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. ....		17,083.	15,417.	18,035.	50,535.
18 Gross income from interest, dividends, amts rec'd from payments on securities loans (sec. 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less sec. 511 taxes) from businesses acquired by the organization after June 30, 1975 ..	1,555.	1,217.	509.	283.	3,564.
19 Net income from unrelated business activities not included in line 18. ....					0.
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf .....					0.
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 .....					0.
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets SEE. STMT. 8 ..		1,815.	1,401.	996.	4,212.
23 Total of lines 15 through 22 ....	368,824.	205,242.	257,155.	206,748.	1,037,969.
24 Line 23 minus line 17. ....	368,824.	188,159.	241,738.	188,713.	987,434.
25 Enter 1% of line 23. ....	3,688.	2,052.	2,572.	2,067.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 .....					26a 19,749.
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 75,229.
c Total support for section 509(a)(1) test: Enter line 24, column (e). ....					26c 987,434.
d Add: Amounts from column (e) for lines: 18 3,564. 19 22 4,212. 26b 75,229. ....					26d 83,005.
e Public support (line 26c minus line 26d total). ....					26e 904,429.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) .....					26f 91.59 %
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: (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.					

**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? .....	31		
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? .....	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		

**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 –			
	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.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in) ▶	(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 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:

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.





**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

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

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Automatic 3-Month Extension of Time.** Only submit original (no copies needed).Section 501(c) corporations required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	BOOK 'EM	58-2000621
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	412 METROPLEX DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NASHVILLE, TN 37211	

Check type of return to be filed (file a separate application for each return):

- |  |  |                                    |
|--|--|------------------------------------|
| <input checked="" type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation)                    | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL         | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ         | <input type="checkbox"/> Form 990-T (trust other than above)         | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF         | <input type="checkbox"/> Form 1041-A                                 | <input type="checkbox"/> Form 8870 |

- The books are in the care of. ▶ LEE FAIRBEND

Telephone No. ▶ (615) 790-0896

FAX No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until 8/15, 2008, to file the exempt organization return for the organization named above.  
The extension is for the organization's return for:

- ▶ ☒ calendar year 2007 or
- ▶ ☐ tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

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

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

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

Form 8868 (Rev 4-2007)

STATEMENT 1  
FORM 990, PART I, LINE 9  
NET INCOME (LOSS) FROM SPECIAL EVENTS

<u>SPECIAL EVENTS</u>	<u>GROSS RECEIPTS</u>	<u>LESS CONTRI- BUTIONS</u>	<u>GROSS REVENUE</u>	<u>LESS DIRECT EXPENSES</u>	<u>NET INCOME (LOSS)</u>
BABES FOR BOOKS	13,859.	0.	13,859.	11,106.	2,753.
TOTAL	<u>\$ 13,859.</u>	<u>\$ 0.</u>	<u>\$ 13,859.</u>	<u>\$ 11,106.</u>	<u>\$ 2,753.</u>

STATEMENT 2  
FORM 990, PART II, LINE 22B  
OTHER GRANTS AND ALLOCATIONS

NONCASH GRANTS AND ALLOCATIONS

DONEE'S NAME: SEE ATTACHED SCHEDULE  
DESCRIPTION OF PROPERTY: BOOKS  
DATE OF GIFT: VARIOUS  
BOOK VALUE: 116,623.  
METHOD USED TO DETERMINE BV: VALUE PER DONOR  
FAIR MARKET VALUE: \$ 116,623.

TOTAL GRANTS AND ALLOCATIONS \$ 116,623.

STATEMENT 3  
FORM 990, PART III  
ORGANIZATION'S PRIMARY EXEMPT PURPOSE

TO PROVIDE BOOKS TO CHILDREN FROM LOW-INCOME FAMILIES AND TO PROVIDE VOLUNTEERS TO SCHOOLS IN AN EFFORT TO ENCOURAGE CHILDREN TO READ.

STATEMENT 4  
FORM 990, PART III, LINE A  
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

<u>DESCRIPTION</u>	<u>GRANTS AND ALLOCATIONS</u>	<u>PROGRAM SERVICE EXPENSES</u>
READY FOR READING - PLACES READING VOLUNTEERS IN SCHOOLS, HEAD START AND COMMUNITY CENTER PRE-SCHOOL PROGRAMS. IN 2007, 21 VOLUNTEERS READ WEEKLY OR BI-WEEKLY TO PRE-SCHOOLERS IN 9 SITES, BRINGING BOOKS ONCE OR TWICE A YEAR	299.	12,617.
INCLUDES FOREIGN GRANTS: NO		
BOOK DISTRIBUTION - BOOK COLLECTION AND DISTRIBUTION PROGRAMS ARE INCLUDED IN THIS PROGRAM CALLED "LIBRARY WITHOUT WALLS". BOOKS ARE COLLECTED AND DISTRIBUTED TO CHILDREN IN SCHOOLS AND SERVED BY SOCIAL SERVICE ORGANIZATIONS. IN 2007, BOOKS WERE DISTRIBUTED TO		

BOOK 'EM

58-2000621

STATEMENT 4 (CONTINUED)  
FORM 990, PART III, LINE A  
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

DESCRIPTION	GRANTS AND ALLOCATIONS	PROGRAM SERVICE EXPENSES
APPROXIMATELY 100 ORGANIZATIONS. INCLUDES FOREIGN GRANTS: NO	86,469.	108,917.
OTHER PROGRAMS - VARIOUS EVENTS THAT HIGHLIGHT THE IMPORTANCE AND FUN OF READING. INCLUDES READ-ME-WEEK THAT PUTS VOLUNTEERS IN PUBLIC SCHOOLS DURING ONE SPECIAL WEEK OUT OF THE YEAR. IN 2007, AN ESTIMATED 1,000 HOURS OF VOLUNTEER TIME WAS DONATED DURING THIS WEEK TO REACH ELEMENTARY AND MIDDLE SCHOOL STUDENTS THROUGHOUT MIDDLE TENNESSEE. INCLUDES FOREIGN GRANTS: NO	38.	8,269.
BIBLIOTECA SIN PAREDES - NEW INITIATIVE TARGETING HISPANIC CHILDREN. BILINGUAL VOLUNTEERS READ BILINGUAL ENGLISH/SPANISH BOOKS TO CHILDREN IN LIBRARIES, TUTORING PROGRAMS, CLASSROOMS AND OTHER SETTINGS WITH A HIGH PERCENTAGE OF HISPANIC CHILDREN. BOOKS ARE ALSO GIVEN TO CHILDREN AT THESE SITES AS WELL AS AT SPECIAL EVENTS. IN 2007, 12 VOLUNTEERS READ TO CHILDREN AND GAVE OUT A TOTAL OF 1,100 BOOKS. INCLUDES FOREIGN GRANTS: NO	8,052.	15,823.
READING IS FUNDAMENTAL - PROVIDES 75 VOLUNTEERS WHO VISIT AND READ FIVE TIMES PER YEAR TO SECOND THROUGH FOURTH GRADERS IN EIGHT TITLE I METRO SCHOOLS, BRINGING BOOKS FOR EACH CHILD EACH TIME INCLUDES FOREIGN GRANTS: NO	21,765.	31,573.
	<u>\$ 116,623.</u>	<u>\$ 177,199.</u>

STATEMENT 5  
FORM 990, PART IV, LINE 57  
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE
FURNITURE AND FIXTURES	\$ 1,701.	\$ 1,701.	\$ 0.
MACHINERY AND EQUIPMENT	2,500.	1,721.	779.
TOTAL	<u>\$ 4,201.</u>	<u>\$ 3,422.</u>	<u>\$ 779.</u>

STATEMENT 6  
FORM 990, PART IV, LINE 58  
OTHER ASSETS

MISC. CERTIFICATES.....	\$ 145.
TOTAL	<u>\$ 145.</u>

STATEMENT 7  
FORM 990, PART V-A  
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
ETTA BELL NASHVILLE, TN	DIRECTOR 1.00	\$ 0.	\$ 0.	\$ 0.
LIZ ALLEN FEY NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
SHANNON GOFF NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
RUBEN DE PENNA NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
PATRICK COLE NASHVILLE, TN	TREASURER 2.00	0.	0.	0.
KATHRYN HAYS SASSER NASHVILLE, TN	PRESIDENT 2.00	0.	0.	0.
LEE FAIRBEND NASHVILLE, TN	EXECUTIVE DIREC 45.00	35,000.	0.	0.
KRISTI GILLIS LAVERGNE, TN	DIRECTOR 1.00	0.	0.	0.
SEAN KIRK NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
ELYSE ALDER NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
CINDEE GOLD NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
MAITANE TIDWELL NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.

STATEMENT 7 (CONTINUED)  
 FORM 990, PART V-A  
 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
MELISSA JARED NASHVILLE, TN	DIRECTOR 1.00	\$ 0.	\$ 0.	\$ 0.
JUDI HARTBARGER NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
CASSANDRA GRIGGS-BROOKS NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
SHANE MERRILL-FACIO NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
TONYA HORTON NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
PAT PATRICK NASHVILLE, TN	VICE PRESIDENT 2.00	0.	0.	0.
PHYLLIS PHILLIPS NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
NOELL REMBERT NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
LAURA PURSWELL NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
ALICE CHAPMAN NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
MARY STEVENS NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
DENINE TORR GOODLETTSVILLE, TN	PAST PRESIDENT 2.00	0.	0.	0.

## STATEMENT 7 (CONTINUED)

FORM 990, PART V-A

## LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
MARY STONE NASHVILLE, TN	SECRETARY 2.00	\$ 0.	\$ 0.	\$ 0.
MARYGLENN WARNOCK NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
SHARYN WOOD NASHVILLE, TN	DIRECTOR 1.00	0.	0.	0.
	TOTAL	\$ 35,000.	\$ 0.	\$ 0.

## STATEMENT 8

SCHEDULE A, PART IV-A, LINE 22

## OTHER INCOME

<u>DESCRIPTION</u>	<u>(A) 2006</u>	<u>(B) 2005</u>	<u>(C) 2004</u>	<u>(D) 2003</u>	<u>(E) TOTAL</u>
OTHER RECEIPTS	\$ 0.	\$ 1,815.	\$ 1,401.	\$ 996.	\$ 4,212.
TOTAL	\$ 0.	\$ 1,815.	\$ 1,401.	\$ 996.	\$ 4,212.

BOOK 'EM  
 EIN 58-2000621  
 2007 FORM 990  
 PART II, LINE 22

Organization Name	Address	City	State	Zip	Date	# of Books	Total Value
18th Ave Family Enrichment Center	1811 Osage Street	Nashville	TN	37208	11/06/2007	812	3,138
61st Ave Last Minute Toy Store	6018 New York Ave	Nashville	TN	37209	12/13/2007	1,921	7,424
Alex Green Elementary	3921 Lloyd Rd	Whites Creek	TN	37189	01/17/2007	360	1,391
Amqui Elementary	319 Anderson Lane	Madison	TN	37115	11/27/2007	401	1,550
Antioch Middle School	5050 Blue Hole Rd	Antioch	TN	37013	10/19/2007	100	386
Baptist Hospital Foundation	2000 Church Street	Nashville	TN	37236	08/17/2007	300	1,159
Bellwood Parenting Center	1165 Middle Tennessee Blvd	Murfreesboro	TN	37130	08/23/2007	33	128
Bethlehem Centers of Nashville	1417 Charlotte Ave	Nashville	TN	37203	12/11/2007	240	927
Bordeaux NW Family Resource Center	1910 S Hamilton Road	Nashville	TN	37218	01/22/2007	68	263
Bordeaux NW Family Resource Center	1910 S Hamilton Road	Nashville	TN	37218	12/04/2007	341	1,318
Boys & Girls Club of Middle TN	67 Thompson Lane	Nashville	TN	37211	12/11/2007	453	1,751
Bradley Academy	511 Mercury Blvd	Murfreesboro	TN	37130	02/14/2007	111	429
Brookmeade Elementary	1015 Davidson Dr	Nashville	TN	37205	12/04/2007	1	4
BSP Book'em Focus Group Giveaway	412 Metroplex Dr	Nashville	TN	37211	01/26/2007	59	228
Carroll-Oakland Elementary	4664 Hunters Point Pike	Lebanon	TN	37087	07/19/2007	80	309
Carroll-Oakland Elementary	4664 Hunters Point Pike	Lebanon	TN	37087	07/24/2007	124	479
Carroll-Oakland Elementary	4664 Hunters Point Pike	Lebanon	TN	37087	10/01/2007	100	386
Carter Lawrence Elementary	1118 12th Ave South	Nashville	TN	37203	02/22/2007	404	1,561
Carter Lawrence Elementary	1118 12th Ave South	Nashville	TN	37203	05/18/2007	162	626
Catholic Charities of TN	30 White Bridge Rd	Nashville	TN	37205	04/10/2007	201	777
Cheekwood Botanical Gardens	1200 Forrest Park Dr	Nashville	TN	37205	10/27/2007	125	483
Clarksville Headstart	350 Pageant Lane, Suite 3007	Clarksville	TN	37040	01/29/2007	216	835
Clarksville Headstart	350 Pageant Lane, Suite 3007	Clarksville	TN	37040	07/18/2007	216	835
College Hills Church of Christ	1401 Leeville Pike	Lebanon	TN	37087	01/31/2007	50	193
College Hills Church Tutoring Program	1401 Leeville Pike	Lebanon	TN	37087	10/23/2007	120	464
Community Resource Center	412 Metroplex Dr	Nashville	TN	37211	01/11/2007	2,328	8,997
Cumberland Pre K	1 Cumberland Square	Lebanon	TN	37087	10/23/2007	144	556
Cumberland Pre-K	1 Cumberland Square	Lebanon	TN	37087	01/31/2007	65	251
Department of Human Services	400 Deaderick Street, 15th Floor	Nashville	TN	37243	12/10/2007	264	1,020
Edgehill Center, Inc	935 Edgehill Ave	Nashville	TN	37203	12/04/2007	538	2,079
Edmondson Pike Library	5501 Edmondson Pike	Nashville	TN	37211	01/31/2007	25	97
Estoy Aprendiendo	1132 Blairfield Dr	Antioch	TN	37013	03/12/2007	56	216
Fall Hamilton Elementary School	510 Wedgewood Ave	Nashville	TN	37203	03/01/2007	340	1,314
Fannie Battle Day Home for Children	911 Shelby Ave	Nashville	TN	37206	02/05/2007	100	386
Fannie Battle Day Home for Children	911 Shelby Ave	Nashville	TN	37206	07/30/2007	200	773
Fannie Battle Day Home for Children	911 Shelby Ave	Nashville	TN	37206	10/24/2007	50	193
First Steps	3004 Tuggle Ave	Nashville	TN	37211	07/18/2007	200	773
First Steps	4414 Granny White Pike	Nashville	TN	37204	07/24/2007	120	464
Giles County Marine Corps League	945 Liberty Road	Prospect	TN	38477	11/29/2007	650	2,512
Girl Scout Council of Cumberland Valley	4522 Granny White Pike	Nashville	TN	37204	05/07/2007	100	386
Gladeville Elementary	8840 Stewarts Ferry Pike	Gladeville	TN	37071	08/08/2007	80	309
Glenciff Elementary	120 Antioch Pike	Nashville	TN	37211	11/14/2007	3	12
Glenn Elementary	322 Cleveland St	Nashville	TN	37207	02/25/2007	252	974
Goodwill Industries	1015 Herman Street	Nashville	TN	37208	01/11/2007	345	1,333
Goodwill Industries	1015 Herman Street	Nashville	TN	37208	07/10/2007	300	1,159
Grace Eaton Child Care Center	1708 Pearl Street	Nashville	TN	37203	09/18/2007	85	328
Graceworks	104 Southeast Parkway, Ste 100	Franklin	TN	37064	11/27/2007	538	2,079
Healthy Start Program	311 23rd Ave North	Nashville	TN	37203	01/18/2007	137	529
Homework Hotline	4805 Park Ave	Nashville	TN	37209	04/27/2007	3	12
Homework Hotline	4805 Park Ave	Nashville	TN	37209	08/27/2007	109	421
Homework Hotline	4805 Park Ave	Nashville	TN	37209	09/18/2007	12	46
Howard Elementary	805 Long Hollow Pike	Gallatin	TN	37066	02/07/2007	439	1,697
HUGS Program	3718 Nolensville Rd	Nashville	TN	37211	07/24/2007	220	850
Humphreys St United Methodist Church	424 Humphreys Street	Nashville	TN	37203	02/12/2007	168	649
Humphreys St United Methodist Church	424 Humphreys Street	Nashville	TN	37203	02/12/2007	168	649
Humphreys St United Methodist Church	424 Humphreys Street	Nashville	TN	37203	12/04/2007	213	823
Juvenile Justice Center	100 Woodland Street	Nashville	TN	37206	02/07/2007	64	247
Juvenile Justice Center	100 Woodland Street	Nashville	TN	37206	05/23/2007	86	332
Juvenile Justice Center	100 Woodland Street	Nashville	TN	37206	10/01/2007	62	240
La Voz	3716 N Natchez Ct	Nashville	TN	37211	11/15/2007	1,111	4,293
LP Pencil Box	1300 56th Ave North	Nashville	TN	37209	09/14/2007	60	232
Madison Church of Christ	106 Gallatin Pike	Madison	TN	37115	12/06/2007	508	1,963
Mayor's 1st Day Festival	One Metro Courthouse / Scmmet	Nashville	TN	37201	08/13/2007	2,700	10,434
McNeilly Junior League Infant/Toddler Center	611 Stockell Street	Nashville	TN	37207	12/11/2007	60	232
McNeilly Nashville Child Center	4119 Gallatin Road	Nashville	TN	37216	12/04/2007	739	2,856
Metro Nashville Public Schools - Dept of Communication	2601 Bransford Ave	Nashville	TN	37204	04/07/2007	62	240
Metro Public Health - TB Elimination Room	311 23rd Ave N	Nashville	TN	37203	03/20/2007	62	240
Metro Public Health - TB Elimination Room	311 23rd Ave N	Nashville	TN	37203	12/11/2007	75	290
Metro Public Health Dept	311 23rd Ave N, Ste 119	Nashville	TN	37203	10/17/2007	100	386
Metro Social Services	25 Middleton Street	Nashville	TN	37206	03/19/2007	210	812
Metro Social Services	25 Middleton Street	Nashville	TN	37206	06/19/2007	70	271
Metro Social Services	25 Middleton Street	Nashville	TN	37206	11/27/2007	282	1,090
MIHOW	VUMC Station 17 - Center for Hea	Nashville	TN	37212	07/11/2007	20	77

BOOK 'EM  
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<b>Organization Name</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>	<b>Date</b>	<b># of Books</b>	<b>Total Value</b>
NAAEYC	2021 21st Ave S	Nashville	TN	37212	10/01/2007	114	441
Nashville Ballet	3630 Redmon Dr	Nashville	TN	37209	12/13/2007	720	2,782
Nashville Public Library - Downtown	615 Church St	Nashville	TN	37203	01/31/2007	13	50
Nashville Public Library - Downtown	615 Church St	Nashville	TN	37203	05/24/2007	20	77
Nashville Public Library - Downtown	615 Church St	Nashville	TN	37203	06/26/2007	30	116
Nashville Public TV	161 Rains Ave	Nashville	TN	37203	10/25/2007	350	1,353
New Chapel U.M.C. Toy Store	5016 Highway 49 W	Springfield	TN	37172	12/04/2007	309	1,194
Northwest Family YMCA	3200 Kings Ln	Nashville	TN	37218	08/20/2007	10	39
Oasis Center	1221 16th Ave South	Nashville	TN	37212	12/14/2007	20	77
Outlook Nashville	3004 Tuggle Ave	Nashville	TN	37211	04/02/2007	106	410
Park Ave Elementary	3703 Park Ave	Nashville	TN	37209	08/01/2007	100	386
Park Ave Elementary	3703 Park Ave	Nashville	TN	37209	08/08/2007	30	116
Reconciliation Ministries	702 51st Ave North	Nashville	TN	37209	12/11/2007	22	85
Regional Intervention Program	3411 Belmont	Nashville	TN	37215	02/12/2007	155	599
Regional Intervention Program	3411 Belmont	Nashville	TN	37215	06/14/2007	200	773
Ross Elementary	601 McErrin	Nashville	TN	37206	04/25/2007	60	232
Ross Elementary	601 McErrin	Nashville	TN	37206	07/25/2007	100	386
Rutland Elementary	1995 S Rutland Road	Mt Juliet	TN	37122	08/08/2007	100	386
Rutland Elementary Pre K	1995 S Rutland Road	Mt Juliet	TN	37122	11/07/2007	20	77
Sagrado Corazon de Jesus Church	2019 Keston Drive	Lavergne	TN	37086	08/29/2007	51	197
Salvation Army - Angel Tree	631 Dickerson Pike	Nashville	TN	37208	12/04/2007	1,536	5,936
Sam Houston Elementary	207 Oakdale Drive	Lebanon	TN	37087	07/11/2007	75	290
Sam Houston Pre K	207 Oakdale Drive	Lebanon	TN	37087	01/31/2007	60	232
Senior Citizens Inc - FLIP	174 Rains Ave	Nashville	TN	37203	03/30/2007	874	3,378
Smithson Craighead Academy	3307 Brick Church Pike	Nashville	TN	37207	12/13/2007	206	796
St. Lukes Community House	5601 New York Ave	Nashville	TN	37209	08/01/2007	70	271
St. Lukes Community House	5601 New York Ave	Nashville	TN	37209	11/29/2007	878	3,393
St. Mary Villa Child Development Center	30 White Bridge Rd	Nashville	TN	37205	11/29/2007	300	1,159
St. Paul's Church	5035 Hillsboro Pike	Nashville	TN	37215	11/15/2007	392	1,515
Stoner Creek Elementary	1035 N Mt Juliet Rd	Mt Juliet	TN	37122	08/08/2007	100	386
Tennessee Performing Arts Center	505 Deaderick St	Nashville	TN	37243	02/10/2007	40	155
Tennessee Performing Arts Center	505 Deaderick St	Nashville	TN	37243	12/08/2007	200	773
The King's Daughters Day Home	590 N Dupont Ave	Madison	TN	37115	04/13/2007	24	93
The Salvation Army Adult Rehabilitation Center	107 Taylor Street	Nashville	TN	37208	12/11/2007	198	765
TIPS	115 Stewarts Ferry Pike	Nashville	TN	37214	07/30/2007	100	386
Toys for Tots of Humphreys County	PO Box 106	Waverly	TN	37185	12/04/2007	82	317
United Way	250 Venture Circle	Nashville	TN	37228	10/16/2007	20	77
Unity Baptist Church	222 Cainsville Rd	Lebanon	TN	37087	08/15/2007	50	193
Volunteer Giveaway - Book'em	412 Metroplex Dr	Nashville	TN	37211	04/13/2007	64	247
W. A. Wright Elementary School	5017 Market Place	Mt Juliet	TN	37122	08/15/2007	100	386
Westmeade Elementary School	6641 Clearbrook Dr	Nashville	TN	37205	01/23/2007	255	985
Westminster Kindergarten	3900 West End Ave	Nashville	TN	37205	10/04/2007	200	773
Woodbine Community Center	222 Oriel Ave	Nashville	TN	32210	01/29/2007	30	116
Woodbine Community Center	222 Oriel Ave	Nashville	TN	32210	02/21/2007	63	243
YMCA Harding Place	413 Metroplex Drive	Nashville	TN	37211	11/27/2007	60	232
Youth Encouragement Services	515 McIver Street	Nashville	TN	37211	02/05/2007	150	584
							116,622