

**Return of Organization Exempt from Income Tax**

OMB No. 1545-0047

**2004**Department of the Treasury  
Internal Revenue Service**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code  
(except black lung benefit trust or private foundation)****Open to Public  
Inspection**

▶ 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.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**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:** ▶ WWW.BOOKEM-KIDS.ORG**J Organization type**(check only one) . . . . . ☒ 501(c) 3 (insert no.) ☐ 4947(a)(1) or ☐ 527

**K** 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 ▶ 253,709.**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See Instructions)

<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, and similar amounts received:			
	<b>a</b> Direct public support . . . . .	<b>1 a</b>	236,382.	
	<b>b</b> Indirect public support . . . . .	<b>1 b</b>		
	<b>c</b> Government contributions (grants) . . . . .	<b>1 c</b>		
	<b>d</b> Total (add lines 1a through 1c) (cash \$ 144,137. noncash \$ 92,245.) . . . . .	<b>1 d</b>	236,382.	
	<b>2</b> Program service revenue including government fees and contracts (from Part VII, line 93) . . . . .	<b>2</b>		
	<b>3</b> Membership dues and assessments . . . . .	<b>3</b>		
	<b>4</b> Interest on savings and temporary cash investments . . . . .	<b>4</b>	509.	
	<b>5</b> Dividends and interest from securities . . . . .	<b>5</b>		
	<b>6a</b> Gross rents . . . . .	<b>6 a</b>		
	<b>b</b> Less: rental expenses . . . . .	<b>6 b</b>		
	<b>c</b> Net rental income or (loss) (subtract line 6b from line 6a) . . . . .	<b>6 c</b>		
<b>7</b> Other investment income (describe . . . . . ) . . . . .	<b>7</b>			
<b>REVENUE</b>	<b>8a</b> Gross amount from sales of assets other than inventory . . . . .	(A) Securities		(B) Other
	<b>b</b> Less: cost or other basis and sales expenses . . . . .	<b>8 a</b>		
	<b>c</b> Gain or (loss) (attach schedule). . . . .	<b>8 b</b>	960.	
	<b>d</b> Net gain or (loss) (combine line 8c, columns (A) and (B)) . . . . .	<b>8 c</b>	-960.	
	<b>8d</b>		-960.	
	<b>9</b> Special events and activities (attach schedule). If any amount is from gaming, check here. . . . . <input type="checkbox"/>			
	<b>a</b> Gross revenue (not including \$ 4,686. of contributions reported on line 1a) . . . . .	<b>9 a</b>	15,417.	
	<b>b</b> Less: direct expenses other than fundraising expenses . . . . .	<b>9 b</b>	4,764.	
	<b>c</b> Net income or (loss) from special events (subtract line 9b from line 9a) . . . . .	<b>9 c</b>	10,653.	
	<b>10a</b> Gross sales of inventory, less returns and allowances . . . . .	<b>10 a</b>		
<b>b</b> Less: cost of goods sold . . . . .	<b>10 b</b>			
<b>c</b> Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a) . . . . .	<b>10 c</b>			
<b>11</b> Other revenue (from Part VII, line 103) . . . . .	<b>11</b>	1,401.		
<b>12</b> Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11) . . . . .	<b>12</b>	247,985.		
<b>EXPENSES</b>	<b>13</b> Program services (from line 44, column (B)) . . . . .	<b>13</b>	212,835.	
	<b>14</b> Management and general (from line 44, column (C)) . . . . .	<b>14</b>	31,485.	
	<b>15</b> Fundraising (from line 44, column (D)) . . . . .	<b>15</b>	5,657.	
	<b>16</b> Payments to affiliates (attach schedule) . . . . .	<b>16</b>		
	<b>17</b> Total expenses (add lines 16 and 44, column (A)) . . . . .	<b>17</b>	249,977.	
<b>NET ASSETS</b>	<b>18</b> Excess or (deficit) for the year (subtract line 17 from line 12) . . . . .	<b>18</b>	-1,992.	
	<b>19</b> Net assets or fund balances at beginning of year (from line 73, column (A)) . . . . .	<b>19</b>	134,661.	
	<b>20</b> Other changes in net assets or fund balances (attach explanation) . . . . .	<b>20</b>		
	<b>21</b> Net assets or fund balances at end of year (combine lines 18, 19, and 20) . . . . .	<b>21</b>	132,669.	

**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) SEE STM 3 (cash \$ non-cash \$ 181,252.)	22 181,252.	181,252.		
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 23,702.	9,481.	12,562.	1,659.
26	Other salaries and wages	26 9,839.	3,935.	5,215.	689.
27	Pension plan contributions	27			
28	Other employee benefits	28			
29	Payroll taxes	29 2,591.	1,037.	1,373.	181.
30	Professional fundraising fees	30			
31	Accounting fees	31 2,400.		2,400.	
32	Legal fees	32			
33	Supplies	33 2,021.	160.	1,861.	
34	Telephone	34 1,465.	1,297.	100.	68.
35	Postage and shipping	35 2,311.	264.	687.	1,360.
36	Occupancy	36 7,665.	7,665.		
37	Equipment rental and maintenance	37			
38	Printing and publications	38 1,737.	1,004.	85.	648.
39	Travel	39 1,340.	453.	850.	37.
40	Conferences, conventions, and meetings	40			
41	Interest	41			
42	Depreciation, depletion, etc (attach schedule)	42 148.	148.		
43	Other expenses not covered above (itemize):				
a	CONTRACT LABOR	43a 7,083.	2,500.	3,666.	917.
b	MISC. EXPENSES	43b 6,423.	3,639.	2,686.	98.
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.	44 249,977.	212,835.	31,485.	5,657.

**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**

What 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 \$ 181,252.)		212,835.
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)		212,835.

**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
<b>A S S E T S</b>	<b>45</b> Cash — non-interest-bearing .....	10,478.	<b>45</b>	31,493.
	<b>46</b> Savings and temporary cash investments .....	66,036.	<b>46</b>	67,764.
	<b>47 a</b> Accounts receivable .....	<b>47 a</b>		
	<b>b</b> Less: allowance for doubtful accounts .....	<b>47 b</b>	<b>47 c</b>	
	<b>48 a</b> Pledges receivable .....	<b>48 a</b>		
	<b>b</b> Less: allowance for doubtful accounts .....	<b>48 b</b>	3,446.	<b>48 c</b>
	<b>49</b> Grants receivable .....		<b>49</b>	
	<b>50</b> Receivables from officers, directors, trustees, and key employees (attach schedule) .....		<b>50</b>	
	<b>51 a</b> Other notes & loans receivable (attach sch.) .....	<b>51 a</b>		
	<b>b</b> Less: allowance for doubtful accounts .....	<b>51 b</b>	<b>51 c</b>	
	<b>52</b> Inventories for sale or use .....	53,205.	<b>52</b>	38,475.
	<b>53</b> Prepaid expenses and deferred charges .....		<b>53</b>	
	<b>54</b> Investments — securities (attach schedule) .....	<input type="checkbox"/> Cost <input type="checkbox"/> FMV	<b>54</b>	
	<b>55 a</b> Investments — land, buildings, & equipment: basis .....	<b>55 a</b>		
	<b>b</b> Less: accumulated depreciation (attach schedule) .....	<b>55 b</b>	<b>55 c</b>	
<b>56</b> Investments — other (attach schedule) .....		<b>56</b>		
<b>57 a</b> Land, buildings, and equipment: basis .....	<b>57 a</b>	2,903.		
<b>b</b> Less: accumulated depreciation (attach schedule) .....	<b>57 b</b>	2,903.	<b>57 c</b>	
<b>58</b> Other assets (describe <input type="checkbox"/> SEE STATEMENT 7 .....		389.	<b>58</b>	767.
<b>59 Total assets</b> (add lines 45 through 58) (must equal line 74) .....		134,661.	<b>59</b>	138,499.
<b>L I A B I L I T I E S</b>	<b>60</b> Accounts payable and accrued expenses .....		<b>60</b>	5,830.
	<b>61</b> Grants payable .....		<b>61</b>	
	<b>62</b> Deferred revenue .....		<b>62</b>	
	<b>63</b> Loans from officers, directors, trustees, and key employees (attach schedule) .....		<b>63</b>	
	<b>64 a</b> Tax-exempt bond liabilities (attach schedule) .....		<b>64 a</b>	
	<b>b</b> Mortgages and other notes payable (attach schedule) .....		<b>64 b</b>	
	<b>65</b> Other liabilities (describe <input type="checkbox"/> .....		<b>65</b>	
<b>66 Total liabilities</b> (add lines 60 through 65) .....		0.	<b>66</b>	5,830.
<b>N E T A S S E T S O R F U N D B A L A N C E S</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.</b>			
	<b>67</b> Unrestricted .....	131,215.	<b>67</b>	132,669.
	<b>68</b> Temporarily restricted .....	3,446.	<b>68</b>	
	<b>69</b> Permanently restricted .....		<b>69</b>	
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.</b>			
	<b>70</b> Capital stock, trust principal, or current funds .....		<b>70</b>	
	<b>71</b> Paid-in or capital surplus, or land, building, and equipment fund .....		<b>71</b>	
	<b>72</b> Retained earnings, endowment, accumulated income, or other funds .....		<b>72</b>	
	<b>73 Total net assets or fund balances</b> (add lines 67 through 69 or lines 70 through 72; column (A) <b>must</b> equal line 19; column (B) <b>must</b> equal line 21) .....	134,661.	<b>73</b>	132,669.
	<b>74 Total liabilities and net assets/fund balances</b> (add lines 66 and 73) .....	134,661.	<b>74</b>	138,499.

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.)

<b>a</b>	Total revenue, gains, and other support per audited financial statements. . . . .	<b>a</b>	255,387.
<b>b</b>	Amounts included on line <b>a</b> but not on line 12, Form 990:		
(1)	Net unrealized gains on investments. . . . \$		
(2)	Donated services and use of facilities. . . . \$		2,996.
(3)	Recoveries of prior year grants. . . . . \$		
(4)	Other (specify):		
	SEE STM 8 \$		4,406.
	Add amounts on lines (1) through (4). . . . .	<b>b</b>	7,402.
<b>c</b>	Line <b>a</b> minus line <b>b</b> . . . . .	<b>c</b>	247,985.
<b>d</b>	Amounts included on line 12, Form 990 but not on line <b>a</b> :		
(1)	Investment expenses not included on line 6b, Form 990. . . . . \$		
(2)	Other (specify):		
	----- \$		
	Add amounts on lines (1) and (2). . . . .	<b>d</b>	
<b>e</b>	Total revenue per line 12, Form 990 (line <b>c</b> plus line <b>d</b> ). . . . .	<b>e</b>	247,985.

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

<b>a</b>	Total expenses and losses per audited financial statements. . . . .	<b>a</b>	253,933.
<b>b</b>	Amounts included on line <b>a</b> but not on line 17, Form 990:		
(1)	Donated services and use of facilities. . . . . \$		2,996.
(2)	Prior year adjustments reported on line 20, Form 990. . . . \$		
(3)	Losses reported on line 20, Form 990. . . . \$		
(4)	Other (specify):		
	SEE STMT 9 \$		960.
	Add amounts on lines (1) through (4). . . . .	<b>b</b>	3,956.
<b>c</b>	Line <b>a</b> minus line <b>b</b> . . . . .	<b>c</b>	249,977.
<b>d</b>	Amounts included on line 17, Form 990 but not on line <b>a</b> :		
(1)	Investment expenses not included on line 6b, Form 990. . . . . \$		
(2)	Other (specify):		
	----- \$		
	Add amounts on lines (1) and (2). . . . .	<b>d</b>	
<b>e</b>	Total expenses per line 17, Form 990 (line <b>c</b> plus line <b>d</b> ). . . . .	<b>e</b>	249,977.

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation	(E) Expense account and other allowances
SEE STATEMENT 10				
		23,702.	0.	0.

- 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
<b>76</b> Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity.	<b>76</b>	X
<b>77</b> 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.	<b>77</b>	X
<b>78a</b> Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	<b>78a</b>	X
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?	<b>78b</b>	N/A
<b>79</b> Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement.	<b>79</b>	X
<b>80a</b> 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?	<b>80a</b>	X
<b>b</b> If 'Yes,' enter the name of the organization <u>N/A</u> and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.		
<b>81a</b> Enter direct and indirect political expenditures. See line 81 instructions.	<b>81a</b>	0.
<b>b</b> Did the organization file <b>Form 1120-POL</b> for this year?	<b>81b</b>	X
<b>82a</b> Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	<b>82a</b>	X
<b>b</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.)	<b>82b</b>	2,996.
<b>83a</b> Did the organization comply with the public inspection requirements for returns and exemption applications?	<b>83a</b>	X
<b>b</b> Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	<b>83b</b>	X
<b>84a</b> Did the organization solicit any contributions or gifts that were not tax deductible?	<b>84a</b>	X
<b>b</b> If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	<b>84b</b>	N/A
<b>85 501(c)(4), (5), or (6) organizations. a</b> Were substantially all dues nondeductible by members?	<b>85a</b>	N/A
<b>b</b> Did the organization make only in-house lobbying expenditures of \$2,000 or less? If 'Yes' was answered to either 85a or 85b, <b>do not</b> complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	<b>85b</b>	N/A
<b>c</b> Dues, assessments, and similar amounts from members.	<b>85c</b>	N/A
<b>d</b> Section 162(e) lobbying and political expenditures.	<b>85d</b>	N/A
<b>e</b> Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices.	<b>85e</b>	N/A
<b>f</b> Taxable amount of lobbying and political expenditures (line 85d less 85e).	<b>85f</b>	N/A
<b>g</b> Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	<b>85g</b>	N/A
<b>h</b> 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?	<b>85h</b>	N/A
<b>86 501(c)(7) organizations. Enter: a</b> Initiation fees and capital contributions included on line 12.	<b>86a</b>	N/A
<b>b</b> Gross receipts, included on line 12, for public use of club facilities	<b>86b</b>	N/A
<b>87 501(c)(12) organizations. Enter: a</b> Gross income from members or shareholders	<b>87a</b>	N/A
<b>b</b> Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	<b>87b</b>	N/A
<b>88</b> At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Part IX.	<b>88</b>	X
<b>89a 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></b>		
<b>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.</b>	<b>89b</b>	X
<b>c</b> Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958.		0.
<b>d</b> Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
<b>90a</b> List the states with which a copy of this return is filed <u>NONE</u>		
<b>b</b> Number of employees employed in the pay period that includes March 12, 2004 (See instructions.)	<b>90b</b>	2
<b>91</b> The books are in care of <u>CEANNE YATES</u> Telephone number <u>615-790-0896</u> Located at <u>412 METROPLEX DRIVE NASHVILLE TN</u> ZIP + 4 <u>37211</u>		
<b>92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041</b> — Check here. <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the tax year. <u>92</u>		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	
<b>93</b> Program service revenue:					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> Medicare/Medicaid payments.....					
<b>g</b> Fees & contracts from government agencies...					
<b>94</b> Membership dues and assessments...					
<b>95</b> Interest on savings & temporary cash invmnts...			14	509.	
<b>96</b> Dividends & interest from securities...					
<b>97</b> Net rental income or (loss) from real estate:					
<b>a</b> debt-financed property.....					
<b>b</b> not debt-financed property.....					
<b>98</b> Net rental income or (loss) from pers prop....					
<b>99</b> Other investment income.....					
<b>100</b> Gain or (loss) from sales of assets other than inventory.....			18	-960.	
<b>101</b> Net income or (loss) from special events.....			1	10,653.	
<b>102</b> Gross profit or (loss) from sales of inventory....					
<b>103</b> Other revenue: <b>a</b> _____					
<b>b</b> MISCELLANEOUS					1,401.
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>104</b> Subtotal (add columns (B), (D), and (E))....				10,202.	1,401.
<b>105</b> <b>Total</b> (add line 104, columns (B), (D), and (E)).....					11,603.

**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 (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
103B	MISCELLANEOUS INCOME USED TO SUPPORT THE EXEMPT PURPOSE OF THE ORGANIZATION.

**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).

<b>Please Sign Here</b>	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 <b>LEE FAIRBEND</b> Type or print name and title.		Date	
<b>Paid Preparer's Use Only</b>	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See General Instruction W) N/A
	Firm's name (or yours if self-employed), address, and ZIP + 4	EIN		Phone no.
	FRASIER, DEAN & HOWARD, PLLC 3310 WEST END AVENUE, STE. 550 NASHVILLE, TN 37203		N/A	(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

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**

**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	

**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. . . . ▶ \$ 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 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 Part V.)
- 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ▶ \_\_\_\_\_
- 10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 ☐ An organization that normally receives: (1) more than 33-1/3% 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
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.) .....	187,434.	270,998.	313,367.	344,882.	1,116,681.
<b>16</b> Membership fees received .....					
<b>17</b> 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 .....	18,035.	10,124.	104.	920.	29,183.
<b>18</b> 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 .....	283.	656.	2,264.	2,905.	6,108.
<b>19</b> Net income from unrelated business activities not included in line 18 .....					
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf .....					
<b>21</b> 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 .....					
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets <b>SEE, STMT. 11</b> .....	996.	882.			1,878.
<b>23</b> Total of lines 15 through 22 .....	206,748.	282,660.	315,735.	348,707.	1,153,850.
<b>24</b> Line 23 minus line 17 .....	188,713.	272,536.	315,631.	347,787.	1,124,667.
<b>25</b> Enter 1% of line 23 .....	2,067.	2,827.	3,157.	3,487.	
<b>26 Organizations described on lines 10 or 11:</b> <b>a</b> Enter 2% of amount in column (e), line 24 .....					<b>26a</b> 22,493.
<b>b</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. <b>Do not file this list with your return.</b> Enter the total of all these excess amounts .....					<b>26b</b> 145,561.
<b>c</b> Total support for section 509(a)(1) test: Enter line 24, column (e) .....					<b>26c</b> 1,124,667.
<b>d</b> Add: Amounts from column (e) for lines: <b>18</b> 6,108. <b>19</b> .....					
<b>22</b> 1,878. <b>26b</b> 145,561. .....					<b>26d</b> 153,547.
<b>e</b> Public support (line 26c minus line 26d total) .....					<b>26e</b> 971,120.
<b>f</b> Public support percentage (line 26e (numerator) divided by line 26c (denominator)) .....					<b>26f</b> 86.35 %
<b>27 Organizations described on line 12:</b> N/A					
<b>a</b> 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.' <b>Do not file this list with your return.</b> Enter the sum of such amounts for each year: (2003) _____ (2002) _____ (2001) _____ (2000) _____					
<b>b</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 <b>larger of (1)</b> the amount on line 25 for the year or <b>(2)</b> \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) <b>Do not file this list with your return.</b> After computing the difference between the amount received and the larger amount described in <b>(1)</b> or <b>(2)</b> , enter the sum of these differences (the excess amounts) for each year: (2003) _____ (2002) _____ (2001) _____ (2000) _____					
<b>c</b> Add: Amounts from column (e) for lines: <b>15</b> _____ <b>16</b> _____ <b>17</b> _____ <b>20</b> _____ <b>21</b> _____					<b>27c</b> _____
<b>d</b> Add: Line 27a total _____ and line 27b total _____					<b>27d</b> _____
<b>e</b> Public support (line 27c total minus line 27d total) .....					<b>27e</b> _____
<b>f</b> Total support for section 509(a)(2) test: Enter amount from line 23, column (e) .....					<b>27f</b> _____
<b>g</b> Public support percentage (line 27e (numerator) divided by line 27f (denominator)) .....					<b>27g</b> _____ %
<b>h</b> Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) .....					<b>27h</b> _____ %

**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
<b>29</b> 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? .....	<b>29</b>		
<b>30</b> 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? .....	<b>30</b>		
<b>31</b> 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? .....	<b>31</b>		
If 'Yes,' please describe; if 'No,' please explain. (If you need more space, attach a separate statement.)			
-----			
-----			
<b>32</b> Does the organization maintain the following:			
<b>a</b> Records indicating the racial composition of the student body, faculty, and administrative staff? .....	<b>32a</b>		
<b>b</b> Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? .....	<b>32b</b>		
<b>c</b> Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? .....	<b>32c</b>		
<b>d</b> Copies of all material used by the organization or on its behalf to solicit contributions? .....	<b>32d</b>		
If you answered 'No' to any of the above, please explain. (If you need more space, attach a separate statement.)			
-----			
-----			
<b>33</b> Does the organization discriminate by race in any way with respect to:			
<b>a</b> Students' rights or privileges? .....	<b>33a</b>		
<b>b</b> Admissions policies? .....	<b>33b</b>		
<b>c</b> Employment of faculty or administrative staff? .....	<b>33c</b>		
<b>d</b> Scholarships or other financial assistance? .....	<b>33d</b>		
<b>e</b> Educational policies? .....	<b>33e</b>		
<b>f</b> Use of facilities? .....	<b>33f</b>		
<b>g</b> Athletic programs? .....	<b>33g</b>		
<b>h</b> Other extracurricular activities? .....	<b>33h</b>		
If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement.)			
-----			
-----			
<b>34a</b> Does the organization receive any financial aid or assistance from a governmental agency? .....	<b>34a</b>		
<b>b</b> Has the organization's right to such aid ever been revoked or suspended? .....	<b>34b</b>		
If you answered 'Yes' to either 34a or b, please explain using an attached statement.			
-----			
<b>35</b> 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. ....	<b>35</b>		

**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.

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

	<b>Lobbying Expenditures During 4 -Year Averaging Period</b>				
<b>Calendar year (or fiscal year beginning in) ▶</b>	<b>(a) 2004</b>	<b>(b) 2003</b>	<b>(c) 2002</b>	<b>(d) 2001</b>	<b>(e) Total</b>
<b>45</b> Lobbying nontaxable amount .....					
<b>46</b> Lobbying ceiling amount (150% of line 45(e)) .....					
<b>47</b> Total lobbying expenditures .....					
<b>48</b> Grassroots non-taxable amount .....					
<b>49</b> Grassroots ceiling amount (150% of line 48(e)) .....					
<b>50</b> 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
<b>a</b> Volunteers .....			
<b>b</b> Paid staff or management (Include compensation in expenses reported on lines <b>c</b> through <b>h</b> .) .....			
<b>c</b> Media advertisements .....			
<b>d</b> Mailings to members, legislators, or the public .....			
<b>e</b> Publications, or published or broadcast statements .....			
<b>f</b> Grants to other organizations for lobbying purposes .....			
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body .....			
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means .....			
<b>i</b> Total lobbying expenditures (add lines <b>c</b> through <b>h</b> .) .....			
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

(See instructions)

**Schedule B**  
**(Form 990, 990-EZ,**  
**or 990-PF)**

Department of the Treasury  
Internal Revenue Service

PUBLIC DISCLOSURE COPY  
**Schedule of Contributors**

Supplementary Information for  
**line 1 of Form 990, 990-EZ and 990-PF (see instructions)**

OMB No. 1545-0047

**2004**

Name of organization

BOOK 'EM

Employer identification number

58-2000621

**Organization type** (check one):

**Filers of:**

Form 990 or 990-EZ

**Section:**

- ☒ 501(c)( 3 ) (enter number) organization  
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
☐ 527 political organization

Form 990-PF

- ☐ 501(c)(3) exempt private foundation  
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation  
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule – see instructions.)

**General Rule –**

- ☐ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules –**

- ☒ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year.) ..... ► \$ \_\_\_\_\_

**Caution:** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2004)

Name of organization

Employer identification number

BOOK 'EM

58-2000621

**Part I Contributors** (See Specific Instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		\$ 8,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ 8,765.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4		\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5		\$ 81,371.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6		\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

BOOK 'EM

58-2000621

**Part I Contributors** (See Specific Instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7		\$ 5,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8		\$ 6,605.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

BOOK 'EM

Employer identification number

58-2000621

**Part II** Noncash Property (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,600 BOOKS	\$ 8,000.	12/17/04
2	1,753 BOOKS	\$ 8,765.	VARIOUS
7	1,000 BOOKS	\$ 5,000.	12/13/04
8	1,321 BOOKS	\$ 6,605.	2/19/04
		\$	
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)



Name of organization

Employer identification number

BOOK 'EM

58-2000621

**Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year** (Complete cols (a) through (e) and the following line entry.)For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once — see instructions.) ..... \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BAA

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

OTHER ASSETS

DESCRIPTION: AUTOMOBILE  
 DATE ACQUIRED: 6/01/2001  
 HOW ACQUIRED: PURCHASE  
 DATE SOLD: 6/01/2004

TO WHOM SOLD:  
 GROSS SALES PRICE: 0.  
 COST OR OTHER BASIS: 2,400.  
 DEPRECIATION: 1,440.

GAIN (LOSS) -960.

TOTAL GAIN (LOSS) OTHER ASSETS \$ -960.

TOTAL NET GAIN (LOSS) FROM NONINVENTORY SALES \$ -960.

**STATEMENT 2**  
**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>
IN BLOOM	20,103.	4,686.	15,417.	4,764.	10,653.
TOTAL	\$ <u>20,103.</u>	\$ <u>4,686.</u>	\$ <u>15,417.</u>	\$ <u>4,764.</u>	\$ <u>10,653.</u>

**STATEMENT 3**  
**FORM 990, PART II, LINE 22**  
**GRANTS AND ALLOCATIONS**

NONCASH GRANTS AND ALLOCATIONS

DONEE'S NAME: SEE ATTACHED SCHEDULE  
 DESCRIPTION OF PROPERTY: BOOKS  
 DATE OF GIFT: VARIOUS  
 BOOK VALUE: 181,252.  
 METHOD USED TO DETERMINE BV: VALUE PER DONOR  
 FAIR MARKET VALUE: \$ 181,252.

TOTAL GRANTS AND ALLOCATIONS \$ 181,252.

**STATEMENT 4  
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 5  
FORM 990, PART III, LINE A  
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS**

DESCRIPTION	GRANTS AND ALLOCATIONS	PROGRAM SERVICE EXPENSES
READY FOR READING - READING RANGERS PROGRAM PLACES READING VOLUNTEERS IN PUBLIC SCHOOLS AND COMMUNITY CENTERS. APPROXIMATELY 38 VOLUNTEERS LOG THOUSANDS OF CHILD HOURS DURING THE SCHOOL YEAR.		7,550.
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 2004 BOOKS WERE DISTRIBUTED TO 64 ORGANIZATIONS.	181,252.	198,487.
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 2004 AN ESTIMATED 1,000 HOURS OF VOLUNTEER TIME WAS DONATED DURING THIS WEEK TO REACH ELEMENTARY AND MIDDLE SCHOOL STUDENTS THROUGHOUT MIDDLE TENNESSEE.		6,798.
	<u>\$ 181,252.</u>	<u>\$ 212,835.</u>

**STATEMENT 6  
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	1,202.	1,202.	0.
TOTAL	<u>\$ 2,903.</u>	<u>\$ 2,903.</u>	<u>\$ 0.</u>

**STATEMENT 7**  
**FORM 990, PART IV, LINE 58**  
**OTHER ASSETS**

MISC. CERTIFICATES..... \$ 767.  
TOTAL \$ 767.

**STATEMENT 8**  
**FORM 990, PART IV-A, LINE B(4)**  
**OTHER AMOUNTS**

LOSS ON DISPOSAL OF ASSETS..... \$ 960.  
NET ASSETS RELEASED FROM RESTRICTIONS..... 3,446.  
TOTAL \$ 4,406.

**STATEMENT 9**  
**FORM 990, PART IV-B, LINE B(4)**  
**OTHER AMOUNTS**

LOSS ON DISPOSAL OF ASSETS..... \$ 960.  
TOTAL \$ 960.

**STATEMENT 10**  
**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
JIM ALCOTT FRANKLIN, TN 37067	DIRECTOR 2	\$ 0.	\$ 0.	\$ 0.
LIZ ALLEN FEY NASHVILLE, TN 37212	VICE PRESIDENT 2	0.	0.	0.
MICHELLE COYNE BRENTWOOD, TN 37024-1529	ASST. TREASURER 2	0.	0.	0.
JAY HANCOCK NASHVILLE, TN 37219	DIRECTOR 2	0.	0.	0.
PATRICK COLE NASHVILLE, TN 37219	TREASURER 2	0.	0.	0.

**STATEMENT 10 (CONTINUED)**  
**FORM 990, PART V**  
**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>
KATHRYN HAYS SASSER NASHVILLE, TN 37219	DIRECTOR 2	\$ 0.	\$ 0.	\$ 0.
LEE FAIRBEND NASHVILLE, TN 37211	EXECUTIVE DIREC 50	23,702.	0.	0.
LAWRENCE BLANK-COOK NASHVILLE, TN 37205	PRESIDENT 2	0.	0.	0.
PHYLLIS FRANK NASHVILLE, TN 37215	DIRECTOR 2	0.	0.	0.
ELYSE ALDER NASHVILLE, TN 37219	DIRECTOR 2	0.	0.	0.
FRANK GRACE NASHVILLE, TN 37219	DIRECTOR 2	0.	0.	0.
ROXANNA DEVLIN NASHVILLE, TN 37205	DIRECTOR 2	0.	0.	0.
VICKEETA COLEMAN NASHVILLE, TN 37203	YOUNG LEADER 2	0.	0.	0.
JANA PENNA CROSBY NASHVILLE, TN 37212	DIRECTOR 2	0.	0.	0.
CASSANDRA GRIGGS-BROOKS NASHVILLE, TN 37209	DIRECTOR 2	0.	0.	0.
PAULA JOYNER NASHVILLE, TN 37212	SECRETARY 2	0.	0.	0.
BETH JOHNSON NASHVILLE, TN 37204	DIRECTOR 2	0.	0.	0.

**STATEMENT 10 (CONTINUED)**  
**FORM 990, PART V**  
**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>
TODD KELLEY NASHVILLE, TN 37215	DIRECTOR 2	\$ 0.	\$ 0.	\$ 0.
SABRINA KRONK FRANKLIN, TN 37069	DIRECTOR 2	0.	0.	0.
ELIZABETH LAMAR NASHVILLE, TN 37205	DIRECTOR 2	0.	0.	0.
BARBARA KEITH PAYNE NASHVILLE, TN 37215	PAST PRESIDENT 2	0.	0.	0.
ANN NEELY NASHVILLE, TN 37203	DIRECTOR 2	0.	0.	0.
DANNY NELMS BRENTWOOD, TN 37027	DIRECTOR 2	0.	0.	0.
CORYE NELSON NASHVILLE, TN 37205	DIRECTOR 2	0.	0.	0.
DENINE TORR GOODLETTSVILLE, TN 37072	DIRECTOR 2	0.	0.	0.
PAT PATTERSON-MAKEMBE NASHVILLE, TN 37218	DIRECTOR 2	0.	0.	0.
ERIN WOLFSON NASHVILLE, TN 37235	BOARD INTERN 2	0.	0.	0.
MANDY YOUNG NASHVILLE, TN 37219	DIRECTOR 2	0.	0.	0.
CATHY LEWANDOWSKI NASHVILLE, TN 37215	DIRECTOR 2	0.	0.	0.

**STATEMENT 10 (CONTINUED)**  
**FORM 990, PART V**  
**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>
RITA MCDONALD NASHVILLE, TN 37201	DIRECTOR 2	\$ 0.	\$ 0.	\$ 0.
MATT MOYNIHAN NASHVILLE, TN 37219	DIRECTOR 2	0.	0.	0.
GAIL VINETT NASHVILLE, TN 37086	DIRECTOR 2	0.	0.	0.
	TOTAL	<u>\$ 23,702.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 11**  
**SCHEDULE A, PART IV-A, LINE 22**  
**OTHER INCOME**

<u>DESCRIPTION</u>	<u>(A) 2003</u>	<u>(B) 2002</u>	<u>(C) 2001</u>	<u>(D) 2000</u>	<u>(E) TOTAL</u>
OTHER RECEIPTS	\$ 996.	\$ 882.	\$ 0.	\$ 0.	\$ 1,878.
TOTAL	<u>\$ 996.</u>	<u>\$ 882.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 1,878.</u>