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

1998
This Form is Open to Public Inspection

OMB No. 1545-0047

	Intern	al Reven	ue Service	Note: The organization may	chave to sing a convert th	in roturn					This Form is Open to Public Inspection
				endar year, OR tax year period	t heginning	s return				ements.	
	_		Please	C Name of organization	a negitiming		, , ,	998, and endin	7		, 19
	Ť	heck if: Change		Name of organization				•	D	Employer ide	ntification number
		address Initial	label or					•			•
		return	print or	THE FUND FOR ANIM					<u> </u>	13-621	8740
		Final return	type.	Number and street (or P.O. box if	mail is not delivered to st	reet add	ress)	Room/suite	E	Telaphone nu	umber
			See		•	•			'	•	
		Amende return	lu admira	200 WEST 57TH STE	REET			705		(212)2	46-2096
		(required	i Instruc-	City or town, state or country, and	ZIP + 4		,		F	Check >	if exemption application
		state reporting		NEW YORK, NY 1001	9	-	·				is pending
	G Ty	pe of o	rganization	-> X Exempt under section	501(c) (3) ∢ (ins	ert num	ber) OR	section 4	1947	7(a)(1) none:	
				exempt organizations and 4947(a)(1) n							
				return filed for affiliates?				her box in H is ch			er four-digit
						-		p exemption number		-	ar rous-digit
	(b)	lf "Ye	s." enter th	ne number of affiliates for which this	return is filed:	. [ounting method:	, (X Accrual
				urn filed by an organization covered by a group i	. —	(No		-		Casii : [2	Accidal .
				if the organization's gross receipt)	Other (specify)		1.211	''I II IDO
-				orm 990 Package in the mail, it sh							
	Part			may be used by organizations with o							of year.
	ган			Expenses, and Changes in Net			ee Spec	ific Instructions	on I	page 13.)	·
		1		ons, gifts, grants, and símilar amoui			•	•		N H	
				lic support		1a	- 6	<u>,537,938</u>	<u>.</u>	~	
		b		ıblic support ,		1 b					
		C	Governme	ent contributions (grants)		1 c				:	
		d	Total (add	lines 1a through 1c) (attach sche	dule of contributors)				7		* -
			(cash \$	6,537,938, nonca	sh \$)		10	d (6,537,938.
		2	Program s	ervice revenue including governme		m Part \					
		3					•		3		
ന		4	Interest or	n savings and temporary cash inves							580,885.
Š		5	Dividends						5		35,720.
0 4 1999		6 a			• • • • • • • • • • • • • • • • • • • •	6a			۲	- 1	39,720.
<u> </u>			Less: renta			6b			- [%	i.	
				income or (loss) (subtract line 6b fr		[02]				, rè	
AUG	ā			estment income (describe	om me oa)	• • • •	• • • •	• • • • • • • • •	60	-	
-	lia Bir					Т.		·)	1/	21	
	Revenue	o a		ount from sale of assets other	(A) Securities	 	<u>(B)</u>	Other			
U	_ ex		than inven	************	22119996.				- -	· · Ye	
Щ		l .		or other basis and sales expenses	21433822.	8b			_[* * .
SCANN				ss) (attach schedule)			· .		_0.		
3		4		r (loss) (combine line 8c, columns (A					80	1	<u>686,174.</u>
S 2		9	Special ev	ents and activities (attach schedule)				÷			
93		a	Gross reve	enue (not including \$	of				1		
REC	<u>=11.1</u>			ns reported on line 1a)		9a				1	
	- V	b_	Less : direc	t expenses other than fundraising e	xpenses	9 b					
197				e or/(loss) from special events (sub					90		
]	· 11	นิบสา	Gross Sale	estof inventory less returns and allow	ances	400			80.7	ě	
}	٠,	Б	Less: cost	of goods sold		10h		****		,	
915		l c	Gross-prof	litear (lade) from ealer of inventory	والمناسية الماسات والمتامم والمصافحة	4 line 40	h from lir	ne 10a)	100		
Direc	o B	ייבורקיי	Other reve	Center (Com Part VII, line 103)	(account concadio) (eaptiac		io itom in	ie ioa)	11		
L	Hou	12	Total raw	enue (add lines 1d, 2, 3, 4, 5, 6c,	7 0d 0a 40a and 44)	• • • •	• • • •		111		7 040 747
		13	Program o	avisco (from line 44 column (B))	7, 60, 90, 100, and 11) ·	<u> </u>	• • • •				7,840,717.
	es	14	Managara	ervices (from line 44, column (B))	· · · · · · · · · · · · · · · · · · ·	• • • •		• • • • • • • • •	13	t .	1,392,006.
	Expenses	4 =	wanageme	ent and general (from line 44, column	n (C)),	• • • •					480,526.
	Ç	15	rungraisin	g (from line 44, column (D))	• • • • • • • • • • • •				15	 	<u>572,923.</u>
	யி	16	Payments	to affiliates (attach schedule)					16		
				enses (add lines 16 and 44, colum							<u>5,445,455.</u>
٠	Net Assets	18	Excess or	(deficit) for the year (subtract line 1	7 from line 12)				18		2,395,262.
	455	19	Net assets	or fund balances at beginning of y	ear (from line 73, column	(A))			19		4.406,517.
	et /			nges in net assets or fund balances							-87,634.
	ž			or fund balances at end of year (co							5,714,145.
	Cor D	lonema	rask Dadu	ation Act Nation 4	441	4.5					

Form 990 (1998) 13-6218740 Part | Statement of All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations **Functional Expenses** and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See Specific Instructions on page 17.) Do not include amounts reported on line (B) Program (C) Management (A) Total (D) Fundraising 6b, 8b, 9b, 10b, or 16 of Part I. services and general 22 Grants and allocations (attach schedule) (cash 208, 123. noncash 22 208.123. 208,123 STMT 3 23 Specific assistance to individuals (attach schedule) 23 Benefits paid to or for members (attach schedule) 24 Compensation of officers, directors, etc. 25 NONE 26 Other salaries and wages 26 435,534 347.753 57,791 29.990 Pension plan contributions 27 Other employee benefits 28 28 29 107,432 29 100,131 4,928 2,373. 30 Professional fundraising fees 30 10,510 1,635 8,875. 31 31 48,000 48.000 32 208,998 135.131 73,867 Supplies 33 33 178,203 103,306 57,441 17,456. Telephone 34 62,015 50,172 10,215 1.628. 35 35 167, 167 88,212 6,652 72,303. Occupancy 36 36 197,358 137,469 51,252 8,637. 37 Equipment rental and maintenance 37 14,256 6,877 6,765 614. Printing and publications 38 38 39 39 141.983 112.527 3.502 25,954. 40 Conferences, conventions, and meetings 40 Interest 41 41 42 Depreciation, depletion, etc. (attach schedule) 42 166.443 148,535 17,908 43 Other expenses (itemize): a STMT 43a 3,499,433 2.952.135 142,205 405,093. 43b 43c 43d 43e Total functional expenses (add lines 22 through 43)
Organizations completing columns (B)-(D), carry
these totals to lines 13-15 5.445.455. 44 4,392,006. 480,526 572.923. Reporting of Joint Costs. - Did you report in column (B) (Program services) any joint costs from a combined No If "Yes," enter (i) the aggregate amount of these joint costs \$ 521,000. ; (ii) the amount allocated to Program services \$ 292,000.; (iii) the amount allocated to Management and general \$ NONE; and (iv) the amount allocated to Fundraising \$ 229,000. Part III Statement of Program Service Accomplishments (See Specific Instructions on page 20,) What is the organization's primary exempt purpose? ▶ SEE_FOOTNOTE Program Service Expenses All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number (Required for 501(c)(3) and of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) (4) orgs., and 4947(a)(1) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.) trusts; but optional for others.) SEE STATEMENT 8 (Grants and allocations \$ 3.307.368. HUMANE EDUCATION - EDUCATE THE PUBLIC ON ISSUES AND EVENTS AFFECTING ANIMAL RIGHTS AND WELFARE. (Grants and allocations \$ <u>839,584.</u> LEGISLATIVE - LOBBYING FOR HUMANE ANIMAL LITIGATION AND AGAINST LAWS WHICH SUBJECT ANIMALS TO MISTREATMENT (Grants and allocations \$ 245,054. (Grants and allocations \$

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

(Grants and allocations \$

Other program services (attach schedule)

8E1020 1.000

4,392,006,

Part IV Balance Sheets (See Specific Instructions on page 20.)

_					
N	iote:	Where required, attached schedules and amounts within the description	(A)	[[(B)
		column should be for end-of-year amounts only.	Beginning of year		End of year
	45	Cash - non-interest-bearing	<u>510.</u>	45	<u>555.</u>
	46	Savings and temporary cash investments	737,368.	46	1,538,966.
	47a	Accounts receivable			
		Less: allowance for doubtful accounts 47b		47c	
	48a	Pledges receivable 48a			
		Less: allowance for doubtful accounts 48b		48c	
	49	Grants receivable		49	
	50	Receivables from officers, directors, trustees, and key employees			
		(attach schedule)		50	
	51a	Other notes and loans receivable (attach			
	" "	schedule)			
ts		Less: allowance for doubtful accounts		51c	
Assets	52			510	
ď	53	Inventories for sale or use	35,848.		49,206.
	54	Investments - securities (attach schedule) SEE, STATEMENT, 10	11,820,916.		13,077,401.
	I	Investments - securities (attach schedule) SEE. S.I A.I EMEN.I ID Investments - land, buildings, and	11,040,310.	34	13,0//,401.
	Joa				
	_	· · · · · · · · · · · · · · · · · · ·			
	0	Less: accumulated depreciation (attach			
		schedule)		55c	
	56	Investments - other (attach schedule)		56	
	1	Land, buildings, and equipment basis			
	p	Less: accumulated depreciation (attach	4		
		schedule)	1,750,651.		
	58	Other assets (describe ► SEE STATEMENT 11)	216,708.	58	<u>213,980.</u>
	\ <u>_</u> _				
_	59	Total assets (add lines 45 through 58) (must equal line 74)			16,919,745.
	60	Accounts payable and accrued expenses	155,484.		205,600.
	61	Grants payable		61	
	62	Deferred revenue ,		62	
Liabilities	63	Loans from officers, directors trustees, and key employees (attach			
퉂		schedule)		63	
į	1	Tax-exempt bond liabilities (attach schedule)		64a	
_		Mortgages and other notes payable (attach schedule)		64b	
	65	Other liabilities (describe >)		65	·
	1				
_	66	Total liabilities (add lines 60 through 65)	155,484.	66	205,600.
	Orga	nizations that follow SFAS 117, check here ▶ X and complete lines			
		67 through 69 and lines 73 and 74.			
es	67	Unrestricted	<u>14,406,517.</u>	67	16,714,145.
٥	68	Temporarily restricted	·	68	
ia ia	69	Permanently restricted		69	
Ā	Orga	nizations that do not follow SFAS 117, check here ▶ and			
Ē		complete lines 70 through 74.			
10	70	Capital stock, trust principal, or current funds		70	
ţ	71	Paid-in or capital surplus, or land, building, and equipment fund		71	
Se	72	Retained earnings, endowment, accumulated income, or other funds		72	
Net Assets or Fund Balances	73	Total net assets or fund balances (add lines 67 through 69 OR lines			
š		70 through 72; column (A) must equal line 19 and column (B) must			
	ļ	equal line 21)	14,406,517.	73	16,714,145.
_	74	Total liabilities and net assets/fund balances (add lines 66 and 73)	14,562,001.	74	16,919,745.

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.

b Amounts included on line a but not on line 12, Form 990: (1) Net unrealized gains on investments . \$ (2) Donated services and use of facilities \$ (3) Recoveries of prior year grants . \$ (4) Other (specify): \$ Add amounts on lines (1) through (4) > b C Line a minus line b	Form 990 (1998)				<u> 13-62187</u>	
Return (See Specific Instructions, page 22.) a Total revenue, gains, and other support per audited financial statements.			, Part IV-			
a Total revenue, gains, and other support per audited financial statements. Amounts included on line a but not on line 12, Form 990: (1) Net unrealized gains on investments . (2) Donated services and use of facilities \$ (3) Recoveries of prior year grants \$ (4) Other (specify): \$ Add amounts on lines (1) through (4) (4) Other (specify): \$ Add amounts included on line a: (1) Investment expenses not included on line a: (1) Investment expenses not included on line (6b, Form 990 \$ Add amounts on lines (1) and (2) (2) Total revenue per line 12, Form 990 (1) Investment expenses not included on line (6b, Form 990 \$ Add amounts on lines (1) and (2) Total revenue per line 12, Form 990 (1) Investment expenses not included on line (6b, Form 990 \$ Add amounts on lines (1) and (2) Total revenue per line 12, Form 990 (1) Investment expenses not included on line (6b, Form 990 \$ Add amounts on lines (1) and (2) Total revenue per line 12, Form 990 (1) Investment expenses not included on line (6b, Form 990 \$ Add amounts on lines (1) and (2) Total revenue per line 12, Form 990 (1) Investment expenses per line 17, Form 990 (1) Investment expenses not line (2) Investment expenses not line (3) Inve				 Financial Stat 	ements with Exp	enses per
per audited financial statements A	Return (See Sp	ecific Instructions, page 22.		Return		
per audited financial statements	a Total revenue, gains, and other	er support	a Total	expenses and losses	per :	
b Amounts included on line a but not on line 12, Form 990: (1) Net unrealized gains on investments . \$ (2) Donated services and use of facilities \$ (3) Recoveries of prior year grants . \$ (4) Other (specify): \$ Add amounts on lines (1) through (4) > b C Line a minus line b			7. audite	d financial statemer	its ▶ a	5,533,089.
Iline 12, Form 990: (1) Net unrealized gains on investments . \$ (2) Donated services and use of facilities \$ (3) Recoveries of prior year grants \$ (4) Other (specify): \$ Add amounts on lines (1) through (4) b C Line a minus line b C Amounts included on line 12, Form 990 but not on line a: (1) Investment expenses not included on line 12. Form 990 \$ Add amounts on lines (1) and (2) b Total revenue per line 12, Form 990 (line c plus line d)	•		🔯 b Amou	nts included on line	a but not	
(1) Net unrealized gains on investments . \$ (2) Donated services and use of facilities \$ (3) Recoveries of prior year grants \$ (4) Other (specify): S Add amounts on lines (1) through (4) b d Amounts included on line 12, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ Add amounts on lines (1) and (2) b e Total revenue per line 12, Form 990 (line c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 22.) (4) Donated services and use of facilities \$ (2) Prior year adjustments reported on line 20, Form 990 \$ (3) Losses reported on line 20, Form 990 \$ 87, 634, (4) Other (specify): S Add amounts on lines (1) through (4) b 87, 63 Add amounts on lines (1) through (4) b 87, 63 Add amounts included on line 17, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ Add amounts on lines (1) and (2) b 6 Total expenses per line 17, Form 990 (line c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 22.) (B) Title and average hours per week devoted to position (If not paid, enter one)			on line	e 17, Form 990:		
on investments . \$ (2) Donated services and use of facilities \$ (3) Recoveries of prior year grants . \$ Add amounts on lines (1) through (4) b C Line a minus line b						
(2) Prior year adjustments reported on line 20, Form 990 . \$ (3) Losses reported on line 20, Form 990 . \$ Add amounts on lines (1) through (4) > b C. Line a minus line b C. Amounts included on line 12, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 . \$ (2) Other (specify): Add amounts on lines (1) and (2) E. Add amounts on lines (1) and (2) E. Total revenue per line 12, Form 990 (line c plus line d) C. Add amounts on lines (1) and (2) E. Total revenue per line 12, Form 990 (line c plus line d) E. Total cypenses Instructions on page 22.) (A) Name and address (B) Title and average hours per week devoted to position (If not paid, enter society and address (D) Compensation (D) Compensation (D) Compensation (D) Contributions to employee bandt plans & account and darlerred compensation (E) Expers account and darlered compensation allowance account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation allowance account and darlered compensation account and darlered compensation account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation allowance account and darlered compensation account and darlered compensation account and darlered compensation allowance account and darlered compensation allowance account and darlered compensation account and darlered compensation acco	• •		ê -, 21]	•		
and use of facilities \$ (3) Recoveries of prior year grants \$ (4) Other (specify): \$ Add amounts on lines (1) through (4) > b C Line a minus line b			、胡	. *************************************		
(3) Recoveries of prior year grants \$ (4) Other (specify): \$ Add amounts on lines (1) through (4) b C Line a minus line b	• •		A 3			
year grants \$ (3) Losses reported on line 20, Form 990 \$ 87,634. (4) Other (specify): \$ Add amounts on lines (1) through (4)			\$35 Mg	· ·	`	
(4) Other (specify): \$ Add amounts on lines (1) through (4) b	•		73.5 L			
Add amounts on lines (1) through (4) b C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, C Line a minus line b C T, 840, 717, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 . \$ (2) Other (specify): Add amounts on lines (1) and (2) b E Total revenue per line 12, Form 990 (line c plus line d) b E T, 840, 717. (line c plus line d) b E Total expenses per line 17, Form 990 (line c plus line d) b E Total expenses per line 17, Form 990 (line c plus line d) b E Total expenses per line 17, Form 990 (line c plus line d) c E Total expenses per line 17, Form 990 (line c plus line d) c E Total expenses per line 17, Form 990 (line c plus line d) c E Total expenses per line 17, Form 990 (line c plus line d) c E Total expenses per line 17, Form 990 (line c plus line d) c E Total expenses per line 17, Form 990 (line c plus line d) c E Total expenses per line 17, Form 990 (line c plus line d) c E Expense per line 17, Form 990 expenses per line 17, Form 99			22.00	•	97 634	
Add amounts on lines (1) through (4) b C Line a minus line b C 7,840,717, C Line a minus line b C 7,840,717, C Line a minus line b C 7,840,717, C Line a minus line b C 5,445,4 Amounts included on line 17, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 . \$ (2) Other (specify): S Add amounts on lines (1) and (2) b E Total revenue per line 12, Form 990 (Iline c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific linstructions on page 22.) (B) Title and average hours per week devoted to position (If not paid, enter devoted compensation allowance allowanc	(4) Other (specify).		38.60		07,034,	
Add amounts on lines (1) through (4) . b 87,6 C Line a minus line b . c 7,840,717. d Amounts included on line 12, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ Add amounts on lines (1) and (2) e Total revenue per line 12, Form 990 (line c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific linstructions on page 22.) Add amounts on lines (1) through (4) . b 87,6 C Line a minus line b c 5,445,4 Amounts included on line 17, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ (2) Other (specify): * Add amounts on lines (1) and (2) . b d * Total expenses per line 17, Form 990 (line c plus line d) b e 5,445,4 * Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific linstructions on page 22.) (A) Name and address (B) Title and average four per week devoted to position (I) Contributions to employee benefit plans & deferred compensation allicwance a	5		(4) Other (s	specify):		
c Line a minus line b	Add amounts on lines (1) thro	ugn (4) ▶ b				.28% - 1
d Amounts included on line 12, Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ (2) Other (specify): Add amounts on lines (1) and (2) Total revenue per line 12, Form 990 (line c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensation lines to allowance of the fours per week devoted to position line a: (1) Investment expenses not included on line a: (2) Other (specify): \$ Add amounts on lines (1) and (2) Add amounts on lines (1) and (2) Total expenses per line 17, Form 990 (line c plus line d) Total expenses per line 17, Form 9						87,634.
Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ (2) Other (specify):\$ Add amounts on lines (1) and (2) e Total revenue per line 12, Form 990 (line c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 22.) (A) Name and address Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ (2) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Add amounts on lines (1) and (2) . ▶ d Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ (2) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 but not on line a: (1) Investment expenses not included on line 6b, Form 990 \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (2) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (2) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (3) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (3) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (3) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (4) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (5) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (6) Form 990 or (7) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (8) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (9) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (9) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (9) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (9) Other (specify): \$ Add amounts on lines (1) and (2) . ▶ d Form 990 or (1) Other (specify): \$ Add amounts on lines (1) and (2) . ▶		2.30 St. 1970 (288) (CONTRACTOR STANCE)	 -		1 1 1 1 1 1 TO THE PARTY OF THE	5,445,455.
(1) Investment expenses not included on line 6b, Form 990 . \$ (2) Other (specify): Add amounts on lines (1) and (2) e Total revenue per line 12, Form 990 (line c plus line d) e Total expenses per line 17, F			\$ 60,00		135 C 135	
not included on line 6b, Form 990 \$ (2) Other (specify):\$ Add amounts on lines (1) and (2)			8.56. J		a: []	jan Hitel
6b, Form 990 \$ (2) Other (specify):\$ Add amounts on lines (1) and (2) e Total revenue per line 12, Form 990 (line c plus line d) e Total expenses per line 17, Form 990 (line c plus line d) e Total	(1) Investment expenses		K-930900 Y T			
(2) Other (specify):\$ Add amounts on lines (1) and (2) e Total revenue per line 12, Form 990 (line c plus line d) Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 22.) (A) Name and address (B) Title and average hours per week devoted to position (B) Title and average hours per week devoted to position (C) Compensation (If not paid, enter employee benefit plans & deferred compensation allowance entered entered compensation allowance entered	not included on line		\$\$\$\$\$P\$			
Add amounts on lines (1) and (2) e Total revenue per line 12, Form 990 (line c plus line d) e Total expenses per line 17, Form 990 (line c plus line d)	6b, Form 990 \$. 1869	· · · · · · · · · · · · · · · · · · ·		
e Total revenue per line 12, Form 990 (line c plus line d) e Total expenses per line 17, Form 990 (line c plus line d) e Total expenses per line 17, Form 990 (line c plus line d) List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 22.) (B) Title and average hours per week devoted to position (C) Compensation (If not paid, enter entered compensation allowance allowance devoted to position entered compensation allowance allowance entered compensation entered compensation allowance entered compensation entered entered compensation entered entered compensation entered entered compensation entered en	(2) Other (specify):		(2) Other (s	specify):`		
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(line c plus line d)	• •					
Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 22.) (B) Title and average hours per week devoted to position (C) Compensation (D) Contributions to employee benefit plans & account and contributions of deferred compensation allowance			l l			5.445.455.
SEE STATEMENT 13 NONE -00-			hours perweek	(if not paid, enter	employee benefit plans &	(E) Expense account and other allowances
	SEE STATEMENT	 . 13	÷	NONE	-0-	-0-
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					from your	. L
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 If "Yes," attach schedule - see Specific Instructions on page 22.	organization and all related orga	nizations, of which more than \$1	e compensation o ,000 was provide	d by the related organiz	ations?	Yes X No

	rm 990 (1998) 13-6218740		F	age \$
P	art Vi Other Information (See Specific Instructions on page 23.)		Yes	
76	Tea, attach a detailed description of each activity	76		Х
77	Were any changes made in the organizing or governing documents but not reported to the IRS?	77		Х
	If "Yes," attach a conformed copy of the changes,			
78	a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	.	Х
	b if "Yes," has it filed a tax return on Form 990-T for this year?	78b		Х
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80	a 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?	80a		Х
	b If "Yes," enter the name of the organization			
	and check whether it is exempt OR nonexempt.	Ĺ		ĺ
81	a Enter the amount of political expenditures, direct or indirect, as described in the			
	instructions for line 81 NONE			
	b Did the organization file Form 1120-POL for this year?	81b	, ,	~v
82	a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge	010	 	^
	or at substantially less than fair rental value?	920	V	
	b If "Yes," you may indicate the value of these items here. Do not include this amount	82a	-^	
	as revenue in Part I or as an expense in Part II. (See instructions for reporting in	120		
	Part III.)	1000		
83:	a Did the organization comply with the public inspection requirements for returns and exemption applications?	00-		
	b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83a	-	
84:	a Did the organization solicit any contributions or gifts that were not tax deductible?	83b	^	
	b If "Yes," did the organization include with every solicitation an express statement that such contributions	84a	p.	Х
	or gifts were not tax deductible?			soin.
85	501(c)(4), (5), or (6) organizations a Were substantially all dues nondeductible by members?	84b	N/	
	b Did the organization make only in house labbuing expenditures of \$2,000 at least	85a		Α_
	b Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85b	_ N /	Α_
	If "Yes" was answered to either 85a or 85b, do πot complete 85c through 85h below unless the organization received a walver for proxy tax owed for the prior year.	Co.ze		
	- Dura			
		60.00		
	d Section 162(e) lobbying and political expenditures			
	e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	1		
	f Taxable amount of lobbying and political expenditures (line 85d less 85e)			
	g Does the organization elect to pay the section 6033(e) tax on the amount in 85f?	85g	N/	<u> </u>
	h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount in 85f to its reasonable		1 -	
	estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	<u>N</u> /	<u>A</u>
86	501(c)(7) organizationsEnter: a Initiation fees and capital contributions included on			
	line 12			24
	b Gross receipts, included on line 12, for public use of club facilities			
87	, , , , , , , , , , , , , , , , , , ,		X	Sec.
	a Gross income from members or shareholders			A CRANT Kriani ina
ł	b Gross income from other sources. (Do not net amounts due or paid to other			
	sources against amounts due or received from them.)	22,5		(C. 195
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or			•
	partnership? If "Yes," complete Part IX	88		X_
89 a	a 501(c)(3) organizations.—Enter: Amount of tax imposed on the organization during the year under:	7.8		
	section 4911 ▶ NONE ; section 4912 ▶ NONE ; section 4955 ▶ NONE			
. !	b 501(c)(3) and 501(c)(4) organizationsDid the organization engage in any section 4958 excess benefit	l		
	transaction during the year? If "Yes," attach a statement explaining each transaction	89b		X
(c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under	•		
	sections 4912, 4955, and 4958	NO	NE	
(d Enter: Amount of tax in 89c, above, reimbursed by the organization	No	NE	
90 a	a List the states with which a copy of this return is filed >- SEE STATEMENT 14			
. i	b Number of employees employed in the pay period that includes March 12, 1998 (See instructions.)	90ь	56	
91				
	Located at ▶ 200 WEST 57TH STREET., N.Y., N.Y., ZIP+4 ▶ 10019			
92	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041Check here		▶	\Box
	and enter the amount of tax-evemnt interest received or accrued during the tax year	NI /	A .	

er gross amounts unless otherwise		lated business inc			n page 27.) / section 512, 513,	or 514	(E)
cated.	(A)	(B)			-	or 314	Related or
Program service revenue:	Business	Amount	E.	(C) xclusion	(D) Amount	Ì	exempt function
	code			code			income
a				-		<u>. </u>	
b		·					
c							-
d			••			'	
e				_ ''			
f Medicare/Medicaid payments	·						
g Fees and contracts from government agencies							
Membership dues and assessments					,		
Interest on savings and temporary cash investments •				14	580,8	85	
Dividends and interest from securities				14			
Net rental income or (loss) from real estate:	019.0 Jan 1			14	<u>35,7</u>	<u> 20. </u>	
a debt-financed property	masannyoc is	- X-3 _{3.5}		38.0			
a debt-financed property				,	•		
b not debt-financed property	· ·	···				_	
Net rental income or (loss) from personal property					•		
Other investment income		<u> </u>					
Gain or (loss) from sales of assets other than inventory				18	.686,1	<u>74</u>	
Net income or (loss) from special events .	. ,				•		
Gross profit or (loss) from sales of inventory	··						· · · · · · · · · · · · · · · · · · ·
Other revenue: a			-	· · · · · ·			
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SCHEDULE A (Form 990).

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

Department of the Treasury Internal Revenue Service Name of the organization

Employer identification number

Part Compensation of the Five Highes	t Paid Employ	ees Other Than	Officers, Direct	13-6218740 ors, and Trustees
(See instructions on page 1. List each (a) Name and address of each employee paid more than \$50,000	one. If there are (b) Title and average hours per week devoted to position	none, enter "Nor (c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense
NONE			deried compensation	dilowalices
		NONE	NONE	NON
		· · · · · · · · · · · · · · · · · · ·		
Compensation of the Five Highes (See instructions on page 1. List each (a) Name and address of each independent contractor paid me	one (whether in	dividuals or firms) (b) Type	<u>lf there are none,</u>	enter "None.") (c) Compensation
MEYER & GLITZENSTEIN 1601 CT. AVE NW 700 WASHINGTON	 I, DC 2000	LEGAL		148,254.
VEDDER, PRICE, KAUFMAN, KAMMHO		_		•
805 3RD AVE., NEW YORK, NY 100 Rhonda Albright, DVM	22-2203	LEGAL		51,340.
P.O. Box 234 Richmond, Texas 77406		VETERIAL		
		VETERINARIA	AN	53,674.
				
Total number of others receiving over \$50,000 for professional services			L	

Schedule A (Form 990) 1998

Part	ill Statements About Activities	•	Yes
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?	1	X
	If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities > \$ 245,054.		
	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.	,	
		7 57	
2 i	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any of its trustees, directors, officers, creators, key employees, or members of their families, or with any taxable		
4	organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal	, ` , ,	
	peneficiary:		
a S	Sale, exchange, or leasing of property?	2a	
b i	ending of money or other extension of credit?	2 b	
		40	-
C	Furnishing of goods, services, or facilities?	2c	
d f	Payment of compensation (or nayment or reimburgament of symptons of the sympto		
	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	2 d	
	Transfer of any part of its income or assets?	2e	
ı	f the answer to any question is "Yes," attach a detailed statement explaining the transactions.		
	Ooes the organization make grants for scholarships, fellowships, student loans, etc.?		
la [Or you have a section 403(b) annuity plan for your employees?	40	
b A	attach a statement to explain how the organization determines that individuals or organizations receiving grants	4a	
	r loans from it in furtherance of its should-be assured with the second of the should-be assured to the second of the should-be assured to the second of the	V. Aera	1297 5 7
Part he ord 5	panization is not a private foundation because it is: (Please check only ONE applicable box.) A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i). A school. Section 170(b)(1)(A)(ii). (Also complete Part V, page 4.)		
Part he ord 5 6 7 8 9	Reason for Non-Private Foundation Status (See instructions on pages 2 through 4.) Janization is not a private foundation because it is: (Please check only ONE applicable box.) A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i). A school. Section 170(b)(1)(A)(ii). (Also complete Part V, page 4.) A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii). A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v). A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, and state An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(complete the Support Schedule in Part IV-A.)	city,	· · v).
Part he org 5 6 7 8	Reason for Non-Private Foundation Status (See instructions on pages 2 through 4.) Janization is not a private foundation because it is: (Please check only ONE applicable box.) A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i). A school. Section 170(b)(1)(A)(ii). (Also complete Part V, page 4.) A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii). A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v). A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, and state An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(C)(A)(C)(C)(C)(C)(C)(C)(C)(C)(C)(C)(C)(C)(C)	city,	v).
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Schee	dule A (Form 990) 1998											13	- 6	2 1 8	874	0		Page 3
Par	IV-A Support Schedule (Complete only if yo	u chec	ked	a box or	1 line	10, 11,	or 12.) L	Jse c	ash m	nethod	of acc	ount	ing.			,		
	Note: You may use the worksheet in the in	structio.	ns fo	r conver	ting .	from the	accrual i	to the	cash	metho	d of a	ccou	nting.					
Cale	ndar year (or fiscal year beginning in) · · · · · •		a) 1	997		(b) 19	96		(c)	1995	$-\Box$		(d) 1	994			(e) To	tal
15	Gifts, grants, and contributions received. (Do							1			}					i –		
	not include unusual grants. See line 28.)	4,2	43	875	<u>.</u> 3	,842,	153	.J3 ,	646	, 46	2.3	3.8	70	.79	90.	156	6032	280.
16	Membership fees received · · · · · · · · · · · · · · · · · · ·				Т													
17	Gross receipts from admissions,																	
	merchandise sold or services performed, or																	
	furnishing of facilities in any activity that is	ļ			-						- [į	ĺ		
	not a business unrelated to the organization's																	
	-							-			,				ļ			
18	Gross income from interest, dividends,	├			+-			+-								<u> </u>		
10	,																	
	amounts received from payments on securities																	
	loans (section 512(a)(5)), rents, royalties, and														İ	Ì		
	unrelated business taxable income (less							1			1							
	section 511 taxes) from businesses acquired		^ ^	040		045						_		٠.				
	by the organization after June 30, 1975		96	<u>, 648</u>	┷—	645,	937.	Ή	<u> </u>	27	4.		44	<u>, 6:</u>	<u> 35.</u>	2,59	92.5	<u>) 54 .</u>
19	Net income from unrelated business	•																
	activities not included in line 18	ļ			+	<u></u>		↓_										
20	Tax revenues levied for the organization's				1			1			-					 		
	benefit and either paid to it or expended on																	
	its behalf	L						<u>↓</u>										
21	The value of services or facilities furnished to	1			1			1			1					\		
	the organization by a governmental unit				-													
	without charge. Do not include the value of							-			- {							
	services or facilities generally furnished to the																	
	public without charge																_	
22	Other income. Attach a schedule. Do not	Ī .			Т													
	include gain or (loss) from sale of capital assets							1							+	i		
23	Total of lines 15 through 22	5.0	40	.523	.4	.488.	090	. 4 .	251	.73	6.4	. 4	15	. 41	85.	18	1958	334.
24	Line 23 minus line 17 · · · · · · · · · · ·																	334.
25	Enter 1% of line 23			.405			881			. , 5 1			44				500	
26	· · · · · · · · · · · · · · · · · · ·					column (e									26a	3	63.9	917.
b	Attach a list (which is not open to public inspection											٠.						
	person (other than a governmental unit or publicly	suppor	ted (organiza	tion)	whose t	otal gifts	for 1	994 ti	rrough								
	1997 exceeded the amount shown in line 26a. Ente	er the s	um c	of all thes	se ex	cess amo	unts .			STM	IT1	5.		. 🆊	26b	8	66.3	305.
							•				• • •				(0.00°)			
c	Total support for section 509(a)(1) test: Enter line 24	4. colun	nn (e	e)											26c	18	1958	334.
d					 19			• •	• • •			• •		' -				
	22		<u></u>			86	86.30	0.5	_						26d	3 4	58 8	359
	Public support (line 26c minus line 26d total)	•	_															975.
f	Public support percentage (line 26e (numerator)																	09 %
27	Organizations described on line 12: a For amoun													_				, y /0
•	person," attach a list to show the name of, and total																	
	of such amounts for each year:	-				LICAE		(C)) U	nedna	mnea b	701 3011	. בוו	161 (1)	,C 6U1	111			
	(1997) (1996)												74	004)				
_																		·
b	For any amount included in line 17 that was received																	
	received for each year, that was more than the larg	•	•				-				•							
	organizations described in lines 5 through 11, as w			•		•	•						nt rec	:elVe	d			
	and the larger amount described in (1) or (2), enter					-					-							
	(1997) (1996)				. – –	(199	95)						(19	994))			
C	Add: Amounts from column (e) for lines: 15				16				-							1		
	17 20			:	21 _					• • •		• •	• •		<u>27c</u>			
d	Add: Line 27a total																	
e	Public support (line 27c total minus line 27d total)													-				
f	Total support for section 509(a)(2) test: Enter amo	unt on	line :	23, colun	nn (e	e)			· ▶ [271								
g			-															%
h																<u> </u>		%
28	Unusual Grants: For an organization described in li attach a list (which is not open to public inspection																	
_	grant, and a brief description of the nature of the g													u				

Part V

Private School Questionnaire (See instructions on page 4.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

NOT APPLICABLE

			Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws	,		•
30	other governing instrument, or in a resolution of its governing body? Does the organization include a statement of its racially nondiscriminatory policy toward students in all its	29		
	brochures, catalogues, and other written communications with the public dealing with student admissions,			1
	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	1		
	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:			
	 Records indicating the racial composition of the student body, faculty, and administrative staff? Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory 	32a	· .	
	basis?	32b	,	
	c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing			
,	with student admissions, programs, and scholarships? d Copies of all material used by the organization or on its behalf to solicit contributions?	32c	•	
	and by the organization of on its behalf to solicit contributions?	32d	200	* 1
	If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)			
		10.70 8000	200	
33	Does the organization discriminate by race in any way with respect to:			
_				
a	Students' rights or privileges?	33a		
b	Admissions policies?	33Ь		
<u>.</u>	Employment of faculty and additional and an arrangement of faculty and additional additional and additional add	335		·
G	Employment of faculty or administrative staff?	33c		
d	Scholarships or other financial assistance?	33d		
	Educational policies?	1		
. 4	Educational policies?	33e		
ď	Use of facilities?	33f		
~	Athletic programs?			
g	Adiletic programs:	33g		
h	Other extracurricular activities?	33h		
			vi::3	
	If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)			
				3
4a	Does the organization receive any financial aid or assistance from a governmental agency?	345	•	
		34a	-	
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.	34Ь	320	- 35
	, anong of 100 to child 04a of b, please explain using an attached statement.			
5	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	-	

During the year, did the organization attempt to influence national, state or local legislation, including any

Yes No Ar

atto	npt to influence public opinion on a legislative matter or referendum, through the use of:	162	140	Ainount
a .	Volunteers			
	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			,
е	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			
	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i	Total lobbying expenditures (add lines c through h)		82 85: 1	

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

Sch	edule A (Fo	rm 990) 1998		13-6218740	Page 6
Pa	rt VII			nd Relationships With Noncharitable	
 51	Did the re	Exempt Organizations		lowing with any other organization described in sec	
٠.				owing with any other organization described in sec on 527, relating to political organizations?	щоп
а	Transfers	from the reporting organi	zation to a noncharitable exempt organi		No
					Х
	(II) Oth	er assets		a(ii)	Х
þ	C ther trai	nsactions:	·		
	(i) Sale	es of assets to a noncharit	table exempt organization	b(i)	X
	(II) Puro	chases of assets from a n	oncharitable exempt organization	b(ii)	<u> </u>
	(iii) Ren	nai or racililes or equipme	nt	b(iii)	X
	(v) Loai	ns or loan quarantees		b(iv) b(v)	X
	(vi) Perf	formance of services or m	embership or fundraising solicitations	b(vi)	\ x
Ç	Sharing o	f facilities, equipment, ma	illing lists, other assets, or paid employee	es	X
d	If the answ	ver to any of the above is "Ye	s," complete the following schedule. Column	(b) should always show the fair market value of the	
			by the reporting organization. If the organization		
			ow in column (d) the value of the goods, other	assets, or services received:	
	(a)	(b)	(c)	(d)	•
	Line no.	Amount involved	Name of noncharitable exempt organization	Description of transfers, transactions, and sharing arrangement	ents
		<u> </u>			
					7
		'			
	,		1		
52a	describe	ganization directly or indire	ectly affiliated with, or related to, one or Code (other than section 501(c)(3)) or i		J.,
b	If "Yes. "	complete the following so	pequie.	n section 527?	∐ No
	······································	(a)	(b)	(c)	
	Nai	me of organization	Type of organization	Description of relationship	
<u>N / /</u>	4				
				<u> </u>	
				, , , , , , , , , , , , , , , , , , , ,	
_					
			-	-	

13-6218740

THE FUND FOR ANIMALS, INC. ATTACHMENT TO FORM 2758 $12/31/9_8$

NOTE: AS OF THE DATE OF FILING THE ATTACHED FORM 990, THE EXTENSION REQUEST ORIGINALLY FILED HAD NOT BEEN FORMALLY APPROVED. THE EXTENSION REQUEST ENCLOSED IS A COPY OF THE ORIGINAL AS FILED.

DIRECT PUBL IC

13-6218740

SUPPORT

DATE

TRUSTS AND FOUNDATIONS NAME AND ADDRESS

FORM 990, PART I - LIST OF CONTRIBUTORS

THE FUND FOR ANIMALS, INC.

(NOT OPEN TO PUBLIC INSPECTION)

77,000.

DIRECT MAIL FROM GENERAL PUBLIC

3,218,165.

BEQUESTS AND LEGACIES

3,242,773

TOTAL CONTRIBUTION AMOUNTS

6,537,938

======

FORM 990, PART I - OTHER DECREASES IN FUND BALANCES

DESCRIPTION

UNREALIZED LOSSES ON SECURITIES CARRIED

AT LOWER OF COST OR MARKET IN THE BOOKS
OF THE ACCOUNT.

TOTAL

AMOUNT

87,634.

INC.
ANIMALS,
FOR
FUND
THE

13-6218740

FORM 990, PART II - GRANTS AND ALLOCATIONS PAID DURING THE YEAR

	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		
	ONA		
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
GRANTS PAID			
		-	

10,000.

VARIOUS

CHAI

AMOUNT

WILD BURRO RESCUE	NONE		VARIOUS			.15,000.
BUFFALO NATIONS	NONE		VARIOUS			250,
			-			
COMPASSION OVER KILLING	NONE		VARIOUS			400.
		 		,		
VEGAN OUTREACH	NONE		VARIOUS			100.
LEBANON CO HUMANE SOC	NONE		VARIOUS		-	0.5

LEBANON CO HUMANE SOC	NONE	ux.		, AA	VARIOUS		.03
	-	:	. •				
THE ANIMALS' AGENDA	NONE			VA	VARIOUS		5,000
		-		, , · · ·	• •		٠.
TARA WILDLIFE SANCTUARY	NONE			VAI	VARIOUS		1,000.
	- .						

ANIMAL LIBERATION LEAGUE

VARIOUS

FORM 990, PART !! - GRANTS AND ALLOCATIONS PAID DURING THE YEAR

|--|

5,000.

VARIOUS

NONE

MASCOTAS JIBARAS

AMOUNT

		•		
SAVE THE DOVES	NONE		VARIOUS	130,000.
PAWS	NONE		VARIOUS	10,000.
СНАЯС	NONE		VARIOUS	400.
NO COMPROMISE	NONE		VARIOUS	20.
ALASKANS AGAINST SNARLING	NONE	4	VARIOUS	6.000
ANIMAL PROTECTION INST	NONE		VARIOUS	2.000.

ANIMAL PROTECTION INST	NONE	VARIOUS			2.000,
			-		
MISSOURIANS AGAINST CFGTG	NONE	VARIOUS		, ,	500.
				,	

5,000.

VARIOUS

NONE

THE ANIMAL AGENDA

13-6218740

FORM 990, PART II - GRANTS AND ALLOCATIONS PAID DURING THE YEAR

	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR				
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	<i>*</i>	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			!	!
ANIMAL RIGHTS AMERICA	NONE		VARIOUS	,	100.
COALITION TO ABOLISH FUR	NONE	•	VARIOUS		300.
ANIMAL RIGHTS FRONT	NONE		VARIOUS		. 800
CANPAIGN HUMANE	NONE		VARIOUS		1,000.
SAVE THE HORSES	NONE		VARIOUS		5,000.
AVAR	NONE		VARIOUS		100.
NATL ACTIVISTS NETWORK	NONE		VARIOUS		100
FARM SANCTUARY	NONE		VARIOUS		. 09
THE ECOLOGY CENTER	NONE		VARIOUS	,	500.

NC.
- ANIMALS,
FOR
FUND
THE

13-6218740

FORM 990, PART II - GRANTS AND ALLOCATIONS PAID DURING THE YEAR

	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
POPLAR SPRING ANIMAL SANC	NONE	VARIOUS	. 50.
			•
COMPASSION OVER KILLING	NONE	VARIOUS	63.
ANIMAL LIBERATION OF TX	NONE	VAR1OUS	200.
ANIMAL ADVOCATES OF NY	NONE	VARIOUS	250.
			:
SEA SHEPHARD	NONE	VARIOUS	5,000.
			,-
THE ANIMAL PLACE	NONE	VARIOUS	.6,000.

208, 123.

20

STATEMENT 6

EXPENSES	
OTHER	
ı	
_	ij
PART	
,066	
990	ij
FORM	

DESCRIPTION		TOTAL	PROGRAM SERVICES	MANAGEMENT AND GENERAL	FUNDRAISING
BLACK BEAUTY RANCH EXPENSES		600 539	008	,	
HOUSTON & SAN ANTONIO CLINIC		04.68	34.08		70.596
NEW YORK HAVE-A-HEART CLINIC	*	77	07,77		
RAMONA CALIFORNIA REHAB CTR	-	155,709.	5,70		
SOUTH CAROLINA SANCTUARY		ო	25 301		
OTHER - ANIMAL WELFARE		31,568.	31,568.		
DATA PROCESSING.	•	Ξ.		3,145.	•
PRINTED LITERATURE		6	ıÜ.	781	
OTHER MEDIA		4	159,847	402	56.18
INSURANCE		_	5,5	Ŋ	•
INVESTMENT ADISORY FEES	,	rů L		73,513.	
MISCELLANEOUS		•	5,348.	0,41	38.776.
CONSULTING FEES		77,663.	65,775.	6,890.	4,998.
TOTALS		3,499,433.	2,952,135	142,205.	405,093;
		-			

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS FORM 990, PART 111 -

DESCRIPTION

- OPERATION OF A RANCH IN TEXAS FOR ABUSED ANIMAL PROTECTION AND WELFARE FACILITIES AND OTHER ANIMAL ANIMALS, EMERGENCY RESCUE OF ANIMALS, OPERATION OF OTHER PROTECTION MATTERS. ANIMAL PROTECTION

TOTAL

4,392,006.

3,307,368.

EXPENSES

8SPSLN 1,000

FORM 990, PART IV - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
PREPAID INSURANCE PREPAID RENT PREPAID OTHER		24,419. 7,632. 3,797.	27,707. 18,389. 3,110.
	TOTALS	35,848	49,206.

FORM 990, PART IV - INVESTMENTS - SECURITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
	$\boldsymbol{z} = \boldsymbol{z}_{t} - \boldsymbol{z}_{t}$, ————————————————————————————————————	·
GOVERNMENT OBLIGATIONS	v	8,958,618.	10,360,815.
COMMON STOCK	<i>;</i>	1,545,050.	2,464,984.
CORPORATE BONDS		1,294,248.	228,602.
OTHER		23,000.	23,000.
	TOTALS	11,820,916.	13,077,401.
'	-	=======================================	============

FORM 990, PART IV - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
ACC. INT. PURC/BBR ACCOUNTS RECEIVABLE ACCRUED INTEREST REC GEN ACCRUED INTEREST REC - BBR SECURITY DEPOSITS OTHER ASSETS ACC. INT. PURC/GEN FD	10,484. 100. 101,025. 61,075. 30,185. 6,380. 7,459.	NONE 472. 115,494. 59,416. 32,218. 6,380. NONE
TOTALS	216,708.	213,980.

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	
MS. MARIAN PROBST 9 EAST 75TH STREET NEW YORK, NY 10021	PRESIDENT	NONE	-
MS. BARBARA BRACK 200 WEST 57TH STREET NEW YORK, NY 10019	DIRECTOR	NONE	•
MRS. DEL DONATI. 923 FIFTH AVENUE NEW YORK, NY	DIRECTOR	NONE	
MR. MICHAEL KILIAN 1003 HESTNER HILL COURT MCLEAN, VIRGINIA 32181	DIRECTOR	NONE	
MRS. JUDITH NEY 435 EAST 52ND STREET NEW YORK, NY 10017	VICE PRESIDENT	NONE	
MRS. ALLISON STERN 200 WEST 57TH STREET NEW YORK, NY 10019	DIRECTOR	NONE	
MRS. KATHRYN WALKER 333 WEST END AVENUE NEW YORK, NY	DIRECTOR	NONE	<i>t</i>
EDGAR SMITH	DIRECTOR	NONE	
MR. EDWARD J. WALSH, JR.	SECRETARY	NONE	

STATEMENT

THE FUND FOR ANIMALS, INC.

FORM 990, PART V - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS

TITLE AND TIME DEVOTED TO POSITION COMPENSATION

> VEDDER, PRICE, KAUFMAN, KAMMHOLZ 805 THIRD AVENUE NEW YORK, NEW YORK 1002-2203

GRAND TOTALS

NONE

STATEMENT

SCHEDULE A, PART III - EXPLANATION FOR LINE 4

AN ANALYSIS AND CALCULATION IS MADE FOR ALL REQUESTS FOR FUNDS TO OTHER ORGANIZATIONS. IF THE SOLICITING ORGANIZATION IS IN THE POSITION OF AIDING IN THE FUND'S GOALS, THEN THE MONEY WILL BE GRANTED.

THE FUND FOR ANIMALS, INC. LIST OF STATES 12/31/98

PART VI, LINE 90

CALIFORNIA CONNECTICUT **ILLINOIS KENTUCKY** MARYLAND MASSACHUSETTS **MICHIGAN MINNESOTA NEW HAMPSHIRE NEW JERSEY** NEW YORK ... NORTH CAROLINA -OHIO **PENNSYLVANIA** TENNESSEE WISCONSIN WASHINGTON

FEDERAL FOOTNOTES

THE ORGANIZATIONS PRIMARY EXEMPT PURPOSE IS THE ALLEVIATION OF FEAR, THE PREVENTION OF PAIN AND THE RELIEF OF SUFFERING OF ANIMALS EVERYWHERE AND TO FOSTER HUMANE CONDUCT TOWARD ANIMALS AND ENCOURAGE AND SUPPORT THE COOPERATION AMONG ALL PERSONS INTERESTED IN HUMANE ACTIVITIES.





MEMORANDUM OF AGREEMENT

BETWEEN

L.W. ROBBINS ASSOCIATES INC.

AND

THE FUND FOR ANIMALS, INC.

- 1. The Fund for Animals, Inc., 401 Studewood, Suite 350, Houston, Texas 77077, a non-profit Texas organization, (hereinafter referred to as The Fund), hereby agrees to retain the professional direct mail fund-raising counseling services of L.W. Robbins Associates Inc., 693 East Central Street, Franklin, Massachusetts 02038, a Massachusetts corporation, (hereinafter referred to as Robbins Associates).
- 2. The period of time covered by this Agreement shall be from August 1, 1998 through July 31, 1999. However, this Agreement may be terminated by either party at any time during the above time period by giving a thirty (30) days written notice of termination to the other party. The exercise by either party of the option to terminate shall in no way be construed as a release or waiver of any rights or obligations accrued to date. It is understood that in the event of termination no further professional fees will be due Robbins Associates from The Fund beyond the thirty (30) day period.
- 3. A direct mail fundraising and public education program will be designed and counseled through July 31, 1999 by Robbins Associates on behalf of The Fund for the purpose of obtaining for The Fund the maximum possible direct mail gift support from such donors.
- 4. As compensation for providing the above professional direct mail fundraising counseling services to The Fund, a creative fee in the amount of
 Seven Thousand Five Hundred Dollars (\$7,500), a design fee in the amount
 of Four Thousand Eight Hundred Dollars (\$4,800), a production fee in the
 amount of Three Thousand Dollars (\$3,000) and an administrative fee in
 the amount of Three Thousand Dollars (\$3,000) will be paid to Robbins
 Associates. All fees will be payable within thirty (30) days of the
 original mailing invoice.

- Miscellaneous expenses incurred by Robbins Associates during the conduct of its direct mail fundraising counseling services on behalf of the Client, such as normal travel, Xerox charges, telephone, delivery charges and miscellaneous postage, are to be the financial responsibility of Robbins Associates and are not to be billed for reimbursement to The Fund.
- 6. All copy and rough artwork produced by Robbins Associates on behalf of The Fund will be submitted to The Fund for approval before mailing. The Fund will maintain complete control over list segmentation, copy, graphics, package cost and volumes to be mailed.
- 7. Estimated postage for each approved mailing to be conducted by Robbins Associates on behalf of The Fund is to be paid by The Fund to Robbins Associates no less than ten (10) days in advance of the scheduled mailing date.
- 8. All approved and authorized invoices for professional services and mailing materials and services submitted by Robbins Associates to The Fund are to be paid within thirty (30) days from date of invoice.
- 9. All solicited funds and gifts will be mailed directly to The Fund's New York City address, or other addresses as determined by The Fund for Animals. L.W. Robbins Associates will not at any time have custody or control of any contributions.
- 10. Robbins Associates has made projections of monies to be raised, levels of responses to its promotional efforts, the estimated costs of these efforts, and will exercise reasonable efforts to help The Fund achieve projected goals within these projected costs. These estimates were provide to The Fund in a letter dated September 17, 1998. It is expressly understood, however, that any such projections by Robbins Associates are estimates and not guarantees that any program will achieve any projected minimum goals at the projected costs.
- 11. The Fund and/or its vendors agree to maintain accurate records of mailing results and agrees to provide Robbins Associates with certain periodic reports during the conduct of the program for evaluation. Robbins Associates will establish procedures to ensure that this is done on an efficient, economical basis.
- 12. The mailing list and other donor/organizational information of The Fund shared with Robbins Associates is confidential and will remain the property of The Fund. Robbins Associates shall not use the contents of The Fund's mailing list for any purpose without the prior authorization of The Fund. Subsequent to the termination of this agreement, Robbins Associates shall not maintain possession of the mailing list or any copies thereof, and the mailing list and all copies shall be returned to The Fund.



- 13. The Fund has worked to promote animals and end animal cruelty for over twenty-five years. The monies received by The Fund through its member information program will be used for the continuance of that work.
- 14. This Agreement may not be modified except as mutually agreed to in writing by both parties.

Accepted for L.W. ROBBINS ASSOCIATES INC. New York State Registration No. 25107

Dated: September 24, 1998

Robert E. Hoagland, CFRE Senior Vice President

Accepted for THE FUND FOR ANIMALS, INC. New York State Registration No. 12749

Dated: Sept . 29 1998

By: Dem Bankon

Title Greater of Development

Dated:

Sirle





MEMORANDUM OF AGREEMENT

BETWEEN

L.W. ROBBINS ASSOCIATES INC.

AND

THE FUND FOR ANIMALS, INC.

- 1. The Fund for Animals, Inc., 200 West 57th Street, New York, New York 10019, a non-profit New York organization, (hereinafter referred to as The Fund), hereby agrees to retain the professional direct mail fundraising counseling services of L.W. Robbins Associates Inc., 693 East Central Street, Franklin, Massachusetts 02038, a Massachusetts corporation, (hereinafter referred to as Robbins Associates).
- 2. The period of time covered by this Agreement shall be from May 15, 1997 through May 14, 1998. However, this Agreement may be terminated by either party at any time during the above time period by giving a thirty (30) days written notice of termination to the other party. The exercise by either party of the option to terminate shall in no way be construed as a release or waiver of any rights or obligations accrued to date. It is understood that in the event of termination no further professional fees will be due Robbins Associates from The Fund beyond the thirty (30) day period.
- 3. A direct mail fundraising and public education program will be designed and counseled through May 14, 1998 by Robbins Associates on behalf of The Fund for the purpose of obtaining for The Fund the maximum possible direct mail gift support from such donors.
- 4. As compensation for providing the above professional direct mail fundraising counseling services to The Fund, an annual professional fee at the annual rate of Ten Thousand Dollars (\$10,000) will be paid to Robbins Associates. This professional fee will be payable monthly in the amount of Eight Hundred and Thirty Three Dollars (\$833) by The Fund for the duration of this Agreement as outlined in Section 2.

- 5. Miscellaneous expenses incurred by Robbins Associates during the conduct, of its direct mail fundraising counseling services on behalf of the Client, such as normal travel, Xerox charges, telephone, delivery charges and miscellaneous postage, are to be the financial responsibility of Robbins Associates and are not to be billed for reimbursement to The Fund.
- 6. All copy and rough artwork produced by Robbins Associates on behalf of The Fund will be submitted to The Fund for approval before mailing. The Fund will maintain complete control over list segmentation, copy, graphics, package cost and volumes to be mailed.
- 7. Estimated postage for each approved mailing to be conducted by Robbins Associates on behalf of The Fund is to be paid by The Fund to Robbins Associates no less than ten (10) days in advance of the scheduled mailing date.
- 8. All approved and authorized invoices for professional services and mailing materials and services submitted by Robbins Associates to The Fund are to be paid within thirty (30) days from date of invoice.
- 9. All solicited funds and gifts will be mailed directly to The Fund's New York City address, or other addresses as determined by The Fund for Animals. L.W. Robbins Associates will not at any time have custody or control of any contributions.
- 10. Robbins Associates will make projections of monies to be raised, levels of responses to its promotional efforts, the cost of these efforts, and will exercise reasonable efforts to help The Fund achieve projected goals within these projected costs. It is expressly understood, however, that any such projections by Robbins Associates are estimates and not guarantees that any program will achieve any projected minimum goals at the projected costs.
- 11. The Fund and/or its vendors agree to maintain accurate records of mailing results and agrees to provide Robbins Associates with certain periodic reports during the conduct of the program for evaluation. Robbins Associates will establish procedures to ensure that this is done on an efficient, economical basis.
- 12. The mailing list and other donor/organizational information of The Fund shared with Robbins Associates is confidential and will remain the property of The Fund. Robbins Associates shall not use the contents of The Fund's mailing list for any purpose without the prior authorization of The Fund. Subsequent to the termination of this agreement, Robbins Associates shall not maintain possession of the mailing list or any copies thereof, and the mailing list and all copies shall be returned to The Fund.



- 13. The Fund has worked to promote animals and end animal cruelty for over twenty-five years. The monies received by The Fund through its direct' mail fundraising program will be used for the continuance of that work.
- 14. This Agreement may not be modified except as mutually agreed to in writing by both parties.

\sim				
Accepted for	L.W.	ROBBINS	ASSOCIATES	INC
New/York Stat				

Dated: May 14, 1997

Robert E. Hoagland, CFRE Senior Vice President

Accepted for THE FUND FOR ANIMALS, INC. New York State Registration No. 12749

Dated: May 27, 1997

By: (Merelun) Amony

Title Pres

Dated: 144 27.1997

By: Plake -

Title SURFITCE

STATE OF NEW YORK OFFICE OF THE ATTORNEY GENERAL RITIES BUREAU

eneral, Charities Bureau, The Capitol, Albany, NY 12224.

THE CAPITOL ALBANY, NY 12224 (518) 486-9797

- 1. This addendum may be used by professional fund raisers and fund raising counsels who contract with charitable organizations.
- 2. The provisions of this addendum will be accepted as complying with the Executive Law, section 174-a. Professional fund raisers and fund raising counsels are not required to use this specific form. However, they are required to insure that their contracts will comply with the NYS Executive Law, section 174-a.
- 3. Professional fund raisers should strike out references in the addendum to fund raising counsels, and fund raising counsels should strike out all references to professional fund raisers.
- 4. The addendum must be signed by both parties to the contract and be attached to the contract when it is submitted to the Charities Bureau for filing.

ADDENDUM TO CONTRACT WITH CHARITABLE ORGANIZATIONS

The Fund for Animals, Inc.

The parties to the attached contract are	THE FUNCTOF ATTIME	LIS, INC.	
and L. W. Robbins Associat	(charitable organization	y	
	(ដំប៉ូងដំងង់ង់ង់ង់ងំងង់ងំងំងំងំងំងំងំប្រាd rai	ising counsel)	
and the parties acknowledge that the a	ttached contract was signed by the charital	• , -	
	(원보기:조건물) (fund raising counsel) on	May 15,	1997
: and by the (particularity	Mention (raise raisers accuser) or		
The names because owner that the many	sions of this addendum shall be made part of	of the contract and shall be in	romorated therein as if fully
the parties hereby agree that the provi	ties further agree that the following terms a	nd conditions shall superced	e and control any provisions
let form in the contract itself. The par	ges interes with the same eggin edges of	na condutons suen scheicer	e mic cours at sith broatsions
in the contract that are contrary to or	inconsistent with the terms of this addend	dill.	
			· -
Therefore, the parties further agree as	s follows:		•
parties to this contract cannot waive parties. Therefore, the charitable organities the (professionating daises) 2) Period during which contract may fork State Charities Bureau, the charities contract was filed by the (professional fund respectively).	that the charitable organization does not he or modify this right by any pre-existing a ganization may cancel this contract without (fund raising counsel) in writing as providing the cancelled: If the transferred fundation is able organization may cancel this contract is not registered with the New York Sel this contract at any time after it is signed.	greement or by any subsequences, penalty or liability is ded below. giggs (fund raising counselect at any time up to and inclinity the New York State Chalate Charities Bureau at the functions.)	uent agreement between the fine charitable organization i) is registered with the New uding the fifteenth day after tritles Bureau. time this contract is signed,
fund raising counsel) written notice of loes not intend to be bound by the confund raising counsel). If mailed, it is	tract: The charitable organization may cand f cancellation. This notice can be in the for bract. The notice of cancellation may be had nust be sent to the following address: Associates Inc.	m of a letter indicating that	t the charitable organization
.curess: 693 East Cent	ral Street, Franklin, Massac!	nusetts 02038	
	·		•
he charitable organization must also	mail a duplicate copy of the notice of cance	llation to the State of New ?	ork, Office of the Attorney
" attentioned at 2001 mentally 171944 might			•

				_	_								
SCHEDULE OF INVESTMENTS													
		***************************************			*=========								
CENEDA! FIND		RY	PURCHASES	H		SALES	SALES/EXCHANGES			INVENTORY			
COMMON STOCKS	AT 1.1.98		SPLITS 1991	1881			1998			AT 12 31 98			
												10000	
				1	10.545	Broceste	200	Date Sold	Galnil oss	COST	NO SHS		INCOME
Date Acq Description	No. shs.	COL	MO-1/12	1805	MU.Mus	rice and	3		+				
PURCHASED STOCKS													
										090 36	000	250	and the second second
	2,000	36,960	1840	72 668	1 640	78 619	72 668	ka 16, 1998	5.951	O O	3	3	2 370
Т		Ī	1						0	,			
Jul 17, 1956 AMOUGH COMMUNICATIONS INC.		İ	659						0	81,878	1,318	95,473	
Jul 21, 1950			9						0	75,897	1,100	83,325	
1950 Alba Cap	7,000	378 562	-	Ŀ	7,000	371.442	378,562	Apr 20, 1998	(7, 120)	0			88
Lin 16 1005 Coldoon loc	14,000	76 965							0	76,988	14,000	90,500	
Ld 17 1998 Home Denoting			1,672	78,988					0			1	
Ł	į		613						a	120,252	_		155
1007 JVC Communications	4 000	91,500			1,000	55,563		25,125 Mar 9, 1998	30.438	66,375	3,000	100,875	
Ort 17 1007 Johnson & Johnson	2000	l	-		2,000	,	116,750	Jul 22, 1998	35,250	9			8
	3,800	169,567	4/6etsp1800		1,000	107,874	44 025	44,025 Mar 9, 1998	63.849			-	A. C.
					1,000		48,342	48 342 Mar 17, 1998	70,102				
					745		20,115	Jul 21 1998	58,901	-		Ì	-
			L		1,380	· 64 183	37,530	Oct 6, 1998	46 653	39,555			10
Ary 13 1998 Maylag Cornoration			3,053	163,869					0	163 859			3
			4,500	168,255					0	168,255	6,750	161 582	2,531
stock spill May 1998			2,250						ļ				
1997 Olaten Com	8,000	142,625								230 027	10.000	003.00	000
Oct 30, 1998			900		933	300 034	0,70	442 440 1462 22 4000	0 35.	000,031	┸	8	7721
			S, S	100.00	7007		200	MG 45, 1500	2	79 291	3419	68.168	547
7	3 00000	. 0000	2000		2,000	87 127	81 560	Jul 2, 1888	5.567		L	ŀ	
Apr 20, 1958 Storage Lecthrology Corp	1 C 1	00.67	2002						0	163,180		142,752	
7	3000	20.00	-						0	32,204			
- 1	3 5	097 066				,			0	228,469	000'9		-
Nov 9, 1885 Thermonex Corp.	300												
Dame Computer						792	0	Jun 1858	764	0	_		
Parametric Tech						7,288	0	Jun 1998	7,288	0			*********
												200	
TOTAL DIDOLIACED CTACKE		71.9 4.04		1 126 500		1 201 165	787 630		313.06.8	1.512.047	_	1.432.630	3

Charles Canal	MVENTOR		PURCHASES	SES		SALES	SALESÆXCHANGES			INVENTORY			
COMMON STOCKS (CONT)	AT 1.1.91		SPLITS 1998	1998			1998			AT 12.31.98	,	***	1
				<u> </u>								UARKET	
Description	No. shs	Cost	Mo.shs.	Cost	No.shs	Proceeds	Cost	Date Sold	Gain/Loss	COST	NO SHS	VALUE	NCOME
DAIR ALU													
070010													
DOMAIRE STUCKS													
Mar. 47 4007 Balleauth	26	1.409			26	699'1	1,409,1	409 Mar 20, 1998	260	-			
No. 16 1009 CD IT DEC 1008 ±13 SHS		-	13	1.028					0	1,028	26	1297	6
+-	200	11.448			200	23,690	11.449 h	Mar 19, 1998	12,241				
3	7	557			7	462	557	Apr 14, 1998	(32)				2
Mar. 7 1007 Americach	1 040 732	69,720	div/14.124	621	ಶ	24	0		24		0		
T.			£0/1040.732		2,085	100,430	70,350	Jul 16, 1998	30,080				
		-	_						-		_		-
May 7 1997 First Investors	3.436.543	35,297			3,436.543	36,146	35,297	35,297 Jan 31, 1998	8		0		
One to 1007 PoseStates Financial	75	A 108			75	7,256	6,108	pr 14, 1998	1,148	,	0		38
1907 Pupost De Namous	9	2942			S	3,864	2,942	2,942 Apr 14, 1998	942		0		16
COC 10, 1301 COMMIN DE PROPRIÉS	5	200							0				
20 C SIMILE S		+	2,000	40 000					0	000'09	3,000	60,000	0
DOC 1950	ACA 1	35.700			1.428	41.593	35,700 /	tor 16, 1958	5,893		0		228
Loc 30, 1397 Nulceaning			26	1,600	8	1,766	1,600	1,600 Apr 14, 1898	166		0		1
Con 20 1009 Money Stanland Willer			1,700	76.712					0	76,712	1,700	120,700	340
See 15 1008 Saturno Bros Investors Fund			10	207					٥				
Dividends reinvested			0.775	91						223	20		1
Par 11 1998 Seagram Collid			15	525					0	525			
Dec 21 1998 Banc One Coro			95	2,553					o	2,553	S	2,553	-
Dec 15 1998 First Union Corp			160	9,760			.		0	9,760	٦		
Dec 15, 1998 lintel Corp			18	2,040					0	2,04	100	7	
Oac 29 1998 Symbol Technologies Inc			83	1,508				-	0	1,508		1,002	
39.8 (Plizer			88	10,027	88	-	10,027	10,027 Dec 7, 1998	0		0	1	
Dec 11 1998 Pizer			15	1,676	15		1,676	1676 Dec 11, 1998	0		0		
Dec 31, 1998 Pumam Investments			241.779	2,000	242	5,157	2,000	5,000 Dec 31, 1998	157	-	0	The second second	:
Dec 31, 1998 American Funds			1,787,907	51,706					0	21,706	6 1,787,907	i	*
					-		-						
				010,00	-	27.2 780	364 504	:	299 65	200,005		250 585	9634
TOTAL DONAITED STOCKS		183,797		W. W. W.		2007							
												1000	000
6710 000 100 100 100 100 100 100 100 100							****						

		•																				,		, .				
		INCOME		53,754		8,765				65,684		56,558	7,459	12.794	45,763		4.718	, 4,463	,	21,332	137	14,857	1,787	15,000	31,796		350.867	· ;
	MARKET			1,148,125								996,911			1,160,841			1,097,943		1,160,159			604,878		616,666		6.785.543	
		NO SHS		1,100,000								950,000			1,100,000			1,100,000		1,100,000			000,009		000 009			
NVENTORY AT 12.31.98		COST		1,104,993		0		0		0		966,988	0	0	1,130,641		0	1,097,043		1,122,726	0	0	587,340	0	599,460		6.699.191	
		Gain/Loss ((6,750)	00	00	50,953	18,844	(150)	352	23,773	2,861	0	13,875	(3,406)	(1,625)	3,652	(1,406)	0 0	4,312	0	4.781	2,238	0	17,712	a	0	142.839 0	
		Date Sold (May 20, 1988			Jan 28 1958	Jan 27, 1998	Nay 20, 1998	Jun 8, 1998 Jun 24, 1998	Jul 21 1998 Nov 20, 1998	Apr 24, 1998	Dec 9, 1998	1,221,375 Feb 5 1998	607,219 Apr 15, 1998 404,812 Apr 24, 1898	May 20, 1998	Apr 8, 1958 Apr 14, 1998	May 20, 1968		Dec 9, 1938		888,031 May 26, 1988	Mar 1988						
SALES/EXCHANGES		Cost	207,750 W			1,134,625	598,031	205,088 h	50,836	203 813	124,815	51 695	1,221,375	1 1	203.875	420,816	298,406		75,293			589 824		597,972			205,587.9	
SALESE		Proceeds	201,000			1,185,578	616,875	204 936	51,188	205,844	127,676	52,703	1,235,250	605,625	202,250	424,468	Ш		79,605		902,812	592,062		615,684			9.926.417	
		No.shs	200,000			1,150,000	000 009	300,000	000 009	200,000	125,000	20 000	1,200,000	000,000	200,000	100,000	300,000		75,000		000'006	000'009		000'009			:	
5.0		Cost		130,176					497.484			515,000 129,238		1,012,031	315,141	397,875		922,398	752,930	183,449	898,031	589,824	587,340	507.972	589,460	,	19,613,454	
PURCHASES SPLTS 1997		No.shs.		125,000					900			125,000		1,000,000	300,000	425,000		925,000	750,000	175,000	000'006	000 009	000,000	000,009	000 000			
		Cost	415,500	88	548 626	289,004	98,904	447,855 563,992	813,375		489,260		1,221,375														5.779.324	
INVENTORY AT 1 1 94		No. shs.	400,000	000 000	550,000	300,000	100,000	450,000	900,000		000'005		1,200,000															
		Description	USTN 5.75% due 8.15.2003		Sep 21, 1992 USTN 6.375% due 8.15.2002		11STN 6.25% due 2.15, 2003		USTN 6.25% due 2.15, 2003		USTN 6 25% due 6 30 2002		USTN 6.25% due 8.31.2002	Jan 28, 1998 USTN 6.00% due 8.15.2000	USTN 5.875% due 2.15.2004	USTN 5.50% due 2.15.2008		USTN 4.50% due 9.30.2000	USTN 5.625% due 2.15.2006		May 22, 1998 USTN 5,625% due 5,15,2008	Jan 27, 1958 Fed Home Ln 5.37% 1.16.2003	Fed Nat1 Mtg 5.25% due 1.15.2003	Fed Nat1 Mg 5.625% 3.15.2001	Fed Nat1 Mtg 5.75% 7.15.2003.		TOTAL GOVERNMENT OBLIGATIONS	
GENERAL FUND	GOVERNMENT	Date Acq	Oct 20, 1993	Jul 17, 1995 Nov 20, 1998 Dec 23, 1988	Sep 21, 1992 L	Jun 23, 1994	Eeh 3 1993	Feb 10, 1993 May 7, 1993	Jun 3 1993	May 27, 1998		Feb 5, 1998		Jan 28, 1998	Feb 5, 1998	Feb 25, 1998		Nov 20, 1998 Dec 23, 1998	Jul 13, 1998	Nov 9 1998 Dec 28 1898	May 22, 1998	Jan 27, 1988	Apr 15, 1998	Apr 24, 1998	- t 1		TOTAL GOVE	

		***************************************			NCOME				_					35.149		
								23,000			-	-		8 492 024 363 149		
					NO SHS VALUE											
	INVENTORY	AT 12.31.98			COST			23.000						8.350.293		
-					Gain/Loss									527.56		
					Date Sold Gain/Loss			-								
	SALESEXCHANGES	1997			Cost	Ţ							:	11,461,352 10,933,789		
	SALES				Denterante	TIPE CONT							_	11.461.352		
				·	Marke	A0.50										
	ES	206				200	 							12 004 933	-	
	PURCHASES	SPLITS 1997			- 1	NO.EUS.										
	,					Cost		22 000	To the second					27.5 440	100	
	VOOT NOW	47.1.4				No. shs.				_						
		GENERAL FUND	ED INVESTMENTS			Description		and the same of th	Scluper LTP			VALUATION ALLOWANCE			THENTS / GENERAL HUMD	
		GENERAL FU	OTHER DONA			Date Acc			Dec 31, 1996, Schuper LTP						TOTAL INVES	

																			_									_				,		_						_		
				Income										19,152			-				010	13.078			-		13 474				1 137				3	1		į	8,665	1	j	-
				Value										600 156																											-	
			T	VALUE										575,000																		·										
-[-]# }	AT 12.31.98			Cost	0			0						594 160					0			0					0				0		9	0		0		0	9			
			П	Gain/Loss	1,668	0000	28	232	265	-	0	0	0	0		1		1,007		Ц		3961	2 970		88	╛	1 750	24.00	0	٥	2 000	200	1,328				78	L			+	
100000000000000000000000000000000000000				Date Sold	Jan 9, 1998 Feb 26, 1998	0000	Feb 26 1998	Jui 10, 1988	1,4 10, 1008							Jan 9, 1998	Mar 5, 1998	25 071 Apr 20 1958	kn 25 1996		Jun 25, 1998	Jul 27, 1898	Apr. 14 1998	Apr 20 1998	May 20, 1988	Jun 25, 1998	1988	00001 77 00				Jan 20, 1930	Apr 13, 1996	Mar 20, 1998	Apr 13, 1998	25,363 Apr 22, 1988	Apr 22, 1998	Jun 5, 1998	Jun 5, 1998			
	SALESIEXCHANGES 1997			Cost	24,855 173,989		50,437	45,364	55 35B							Ц			1			3 154,242		30,862		1	51 138					487,490	1			Ш			15,647		-	
	SALES			Proceeds	175,657			15,626		20/02		-						26.69			0 79,008			31,556			1					490,586	L	129 238				ŀ	15.476			_
			Face	Value	175,000		888	45,000	. 25	OM CC	_					150,00	80,08	85,000	200	3	75 000	150,00	138.00	30 000	45.00	125,00	00 05	JUL (DE				475,000	125 00	125 00	00'05	25,000	20.05	85.00	15,000			
	1997			Cost						000	259 008	050 204	42 070	200	2																_	274,855							15,647			
	SPLITS 1997		Face	Value						200	25,000	200	200,000	300	anner								-									265,000	-				-		15 000			
	RY			Cost	198.844		151,312			150,703						412,938					231,363		000	400,000						50,289				27.832	L	Ц	138 450	200				
	דוח		Face		200,000		150,000			150,000						000'007				,	225,000			4/5,000					35,000	50,000	125,000		404	125 000	75,000		435,000	PAN COC.				
		OBLIGATIONS		Description	Nov 19, 1993 USTN 5.75% due B.15.2003		USTN 5.75% due 8.15.2003			USTN 5.75% due 8.15.2003						CA 23 1995 HISTN 6 50% CAM 5 15 2005					1997 LISTN 6 50% due 5 15.20x15			Mar 13, 1997 USTN 6.50% due 10.15.2006					STN 6 25% 4 to 8 31 2002				Provide the Control of the Control o	Nov 12, 1997 US IN D. 123% OUG G. 13-2007			TOO 36 0 (930.5 3 leaves) 400.5 %	USIN 6.123% GUO 6.13. CUN				
	BLACK BEAUTY RANCH	GOVERNMENT OBLIGATIONS		Date Acq	Nov 19, 1993 U		Jan 20, 1993 U			Jan 20, 1994 U	Jul 1 1898	Sep 4, 1998	Oct 7, 1998	Nov 20, 1998	Dec 23, 1998	Ce 23 1005	200				1997			Mar 13, 1997					Cap 20 1007	_	Oct 28, 1997	Jan 9, 1998		Nov 12, 1987	1837	COC 2, 1834	1000	Dec 15, 1857	1000	Jen 1, 1950		

					-									
-						*********								
		-		PURCHASES	SES		SALESE	SALESIEXCHANGES			INVENTORY			
BLACK BEAUTY KANCH	T KANCH	II X		SPLITS 1997	1997		7	1997			AT 12 31 98			
GOVERNMENT	GOVERNMENT OBLIGATIONS,(cont)													
												FACE	Markel	
				1808			ı		Desta Sold	Selon nes	Cost	Γ.		ocome
Date Acq	Description	Value		Value	Ses	Value	Proceeds	COST	Marie Close			H	İ	
	, 300		1	475,000	797 787	125,000	126 523	127.578	Or 14, 1998	(1,055)				
Jan 21, 1998	USTN 5.875% due 2.15.2004		1	200		75 000	75.762	76.547	76,547 Apr 22, 1998	(785)				
			†			175,000	176,258	178,609	May 12, 1998	(2.351)	102,063			
Т	4 00 00 to 100 00 00 00 to 100 00 00 to 100 00 00 00 to 100 00 00 to 100 00 00 00 00 00 00 00 00 00 00 00 00			20 000	52 172					0				
-г	USTN 5.875% due 2.15.2004	-	†	25000	75.14		-			o				
Sep 18, 1938			Ì	100	108 173					0				
Oct 6, 1988			1	200	78 785					0	503,269	575,000	606,803	17,765
Dec 28, 1998		+		35,00	3	-						_		
•		-		300,000	108 710	200,000	199 542	198.710	Feb 11, 1998	832		0		
Feb 15, 1998 R	Feb 15, 1998 IUSTN 5.50% due 2.15.2008		1	20000	300	000	178 810	181 238	Arr 9 1998	(2.419)		0		
	USTN 5.50% due 2.15.2008			Tou,um	007101	300	200	273.00	00 547 Apr. 45 1908	(56)				
Mar 13, 1968	USTN 5.50% due 2.15.2008			165,000	707'401	200,000	1007 70	200.00	24 705 400 70 1008	1005		12		2.326
-						2	5	5						
					000	000 000	0.00	200 675	1008 OC 1008	7 647		0		
1,4 27 1998	USTN 6.25% due 2.15.2003			300,000	3/00/2	AM AM		300,000	2000					7 31R
П		-		100,000	104,766	100,000	8	104,/80	104,700 NOV 20, 1850	28		3		
								200	9000	9 760		0		1 6AR
Aug 5, 1898	USTN 6.25% due 2.28.2002			300,000	25/452	300,000	311,203	200	0000 0 1000	3			-	
								,						
·		-						0.030	9000 0 000 30	54				 -
Aug 21, 1998	Aug 21, 1998 USTN 6.25% due 6.30.2002			275,000		000°C2	77.00	040'67	2000					***
Sep 4, 1998				125,000	130,137									
Nov 9, 1998	,			150,000	1					-	577.064	550 000	577 159	9.770
Nov 20, 1998				and c	8							<u>i_</u>	ŀ	
	11,,111/1,111					-								
	2000 30 0 1 1 1000 3 1000			300,000	317 625	25,000	26,535	26,469	Dec 9, 1998	99				
p.	CONTROL TO BOOK ACTOR NICH			100 000	L		L			0		-		-
				150,000	Ĺ					٥				, , , , , , , , , , , , , , , , , , , ,
200				50.000						ō	609,555	575,000	506 44/	6,803
Dec 28 1880														
1009	LICTN 4 50% Am 9 30 2000			250,000	548,453					ō		- 1	1	1
2000				25,000	24,949					٩	273402	DX) C/C Z	57.7 57.5	2,300
1980														
						900		404 643	L. 10 1008	1 547		0		
Jun 17, 1998	USTBD 6.00% due 2.15.2026			190,000		20.06	1	200	10.000	250				764
Jul 13, 1988	USTBD 6.00% due 2.15.2026			175,000	150,277	175,000	181,836	180,217	Aug 4 1888	aca.	1			
				_		-				1	1	-		-

					+									
											MANENTOOV			
DI ACK DEALTY DANCH	TV DAMCH	INVENTO	ORY.	PURCHASES	LSES		SALES	SALESEACHANGES			MULHICH			T
מישים שריים				SPLITS 1997	1997			1997			A 12.31.98			1
GOVERNMEN	GOVERNMENT OBLIGATIONS (cont')													
										+	-		,	
		Face		Face		Face	Т					T	Market	
Date Acq	Description	Value	Cost	Value	Cost	Value	Proceeds	Cost	Date Sold	Calm'Loss	Cost	VALUE		
														-
		-			+					-				
Т	ACT CONTRACTOR OF THE PARTY OF												4	
Jul 10, 1997	due 7.16.2007	150,000	149,789			150,000	156,901	149,789	Jan 30, 1998	7,112	0		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	848
										1				
Jul 15, 1997	Fed Home in Mtg 6.7%					000 037	200 024	154 053	1003	7.07	9			850
	Due 1.5.2007	150,033	151,053	+	1	non cel		L	200					
· 1	1=V0.2													
Aug 1, 1997	Fed Nat'l Mort Assoc 5.80%		000			150 000	149.250	143 703	143 703 Aug 12 1988	5.547	0			5,360
- 1	due 2.22.2006	150,000	143,703			3	L	201						
1004	Cudari Cam Ce Blee Cons 6 37%									Ц				
18 P	Au 10 30 3007	150.000	151.885			150,000	160,416	151,895	Sep 18, 1998	8.421	0			7,003
			L						-					-
Nov 5, 1997	Fed Nail Mort Assoc 6.21%								4000	1 160	-			5.582
	due 11.7.2007	150,000	148,678			150,000	130.00		145 676 (AUG 2, 1950	200				
		-								<u> </u>				
Feb 2, 1998	Fed Nati Mort Assoc 5.75%			300	_	000 000	169 000	150 454	Aug 5 1998	(554)	0			4,626
	due 2.15.2008			180,000	AC VACI	100,000	L		2					
	#30 0 mm 1 mm 1 mm 1 mm 1 mm 1 mm 1 mm 1													
Mar 4, 1990	ALL 3 2 2018			220,000	220,000	220,000	219,656	220,000	Mar 12, 1998	345	0			98
										1				
Jun 25, 1998	Ĭ.				1									
	due 7.15.2003			900	_						300 436	300,000	308 343	7,025
Aug 12, 1998	Н	-		140,000	140,550							Ш		
	1836 3 TO 18 TO 18 TO 18											Ц		
Aug 5 1838	Fed Nat1 Mon Assoc 3.53%			300 000	204 927					0	294,927	300,000	302,439	5,468
	GUG 1,13,2003				L									
4004 04 04	Gad North Most Assort 6 625%													
AUX 14, 1890				300,000	300,690	300,000	307,842		300 690 Oct 6, 1998	7,152		0		2,331
	200 200 200 200 200 200 200 200 200 200				L		Ш							
TOTAL COV	TOTAL GOVERNMENT OR IGATIONS		3,042,242		6,499,909		E,096,913	6,012,415		24,498	3,549,865	-	3,2,5,5,5	147

•									<u>,</u>		, -		· · · · ·	1		-1	- (-
	Income	3,686	7,543	137	2,027	3,192	329	4,074	261	1944	114	4,123	1,458	2,813	154	2,348	1,467
	Market Value						and the state of t										
	FACE											,			0	0	0
NVENTORY AT 12.31.98	Cost	0	0	0	0	0	0	0	0	0	0	0	0	Ō	0		
	Gain/Loss (8,192	9,261	5,330	5,005	4,032	999	1,629	1,541	1,231	1,371	1,782	8	(249)	(82)	(1,335)	(1,413)
	Date Sold G	Jun 2, 1998	Oct 27, 1998	Jan 5, 1998	Mar 18, 1998	Мау 29, 1998	13, 1898	Jul 30, 1998	1969 L	May 21, 1998	Jan 5, 1998	Aug 10, 1998	Apr 2, 1988	Мау 21, 1988	Feb 3, 1998	May 19, 1998	Jun 1, 1998
SAL ESEXCHANGES 1997		121,196 Jun	124,926 Oct	120,497 Jan	125,370 Me	120,723 Ma	125,000 Ja	124,931 Ju	127,100	74,967 Mz	89 852 La	100,000	93,686 Ag	124,812 14	59,902 F	114,052 M	86,325 Ju
SALESEXCHANGE 1997	Proceeds Cost	129,388	134.187	125,827	130,375	124,755	129,666	126,560	128.641	76,198	101,223	101,782	769 68	124,563	59,820	112,717	84,912
		125,000	125,000	125,000	125,000	125,000	125,000	125,000	125,000	75,000	100,000	100,000	000'98	125,000	000 09	. 115,000	85,163
	Cost Value												93,686	124,812	59,902	114,052	96,325
PURCHASES SPLITS 1997													000,38	125,000	000 09	115,000	000'06
	Face																
, ky	Coart	121,196	124,926	120,497	125,370	120,723	125,000	124,931	127,100	74,967	89,862	100,000					
INVENTO AT 1.1.84	Face Velue	125,000	125,000	125,000	125,000	125,000	125,000	125,000	125,000	75,000	100,000	100,000					
	cription	Bear Stearns Cos 7.00% due 3.01.2007	Frontier Corp Nt 7.25% due 5.15.2004	Ford Motor Co. 6.25% due 12.8.2005	Hardood Life Inc 7.10% due 6.15.2007	Jun 20, 1997 West Tex Utils Co 6.125% due 2.1.2004	Heriz Corp 7% due 7.1.2004	Commercial Cr Co NI 8.50% due 8.1.2004	Narl Rural Ulus coop 6.70% due 6,15.2002	Calforna Infrastructure 6.38% due 9.25.2008	GMAC 6.375% due 12.1,2001	Dec 10, 1997 Union Tank Car Co 6.68% due 1.15,2008	IBM Corp 6.50% due 1.15.2028	National Rural Ubis 6.0% due 1.15.2004	Jan 15, 1998 Ameritech Cap Fdg & 15% dun 1.15.2008	GMAC 6.125% due 1.22.2008	Feb 18, 1998 Belisouth Telecommunication 6.3% due 12.15.2015
BLACK BEAUTY RANCH	Oute Acq	May 6, 1997 Bear	May 28, 1997 Front	Jul 3, 1997 Ford	Jun 16, 1997 Hardu	Jun 20, 1997 West	Jun 23, 1997 Herz	3ul 30, 1997 Com	Nov 7, 1997 Nari	Dec 4, 1997 Calif	Dec 8, 1997 GMA	Dec 10, 1997 Unio	Jan 7, 1996 IBM	Jan 7, 1998 Naiv	Jan 15, 1998 Ank	Jan 22, 1898 GM	Feb 18, 1998 Bell

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					Date Sold			Mar 6, 1998		Aug 5, 1998	May 20, 1998		124,839 Apr 16, 1998		0000	12, 1890		100R			Sep 17 1998		Sep 24 1998		May 26, 1898		May 27, 1898		EP 22 1898	300	May 12, 1996	900	A. U. 1800			Sep 3, 1988
	EXCHANGES	7.						84,957 M		159,592 A	124,578 W	1	124,839 A			CRIST		210.288			125,123		114,968		51,919		03000		139,838		C0C 851	240 632				218,489
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	10010	555	CORPORATE OBLIGATIONS (CONT)		1	TARK LINES		Boston Scientific 6.6257 due 3.15.2005		due 3.15.2013	Mar 19, 1998 Lincoln Natl Corp 6.50% due 3.15.2008		Bankboston NA 6.375% due 3.25.2008	- Brebuck Acce	ф. 3.20.2003		Ford Moles Cr Co 6%	due 1.14.2003		ahte Cos Inc. De	che 4.1.2028	van Bros Inc. Ni	due 4.15.2008	0	due 4.15.98	Union Corn Sub	due 4,15,200B	Com 5.94%	due 4.15.2028	Solomon Smith Barney 6.25%	5.15.2003	General Mrs Corp 6.375%	due 5.1 2008	National Fuel Gas Co. 6.303%	due 5.27.2008	May 21, 1998 National Rural Utits Coop 6.125% Oue 5.15.2005
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		ACA B	CORPORA			Date Acq		Mar 5, 1998		Mar 15, 1898	Mar 19, 15		Mar 20, 1998	Apr. 7 1008		Apr 13, 1998	Apr. 8 1008		Jun 19, 1988	0, 2, 20	2	Apr 15, 1998			Apr 15, 1998	Any 16 1998		Apr. 22 1998		May 11, 1898		May 19, 1988		May 20, 1898		May 21,

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May 28 1998 Suntrust Banks Inc. 6.25%	*							1		1000				2.243
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TOTAL CORPORATE OBLIGATIONS			1,244,562		3,150,026		4,208,854	4,233,388		65,486	220,000	2	700'077	AT 61
		†												
VALUATION ALLOWANCE	1	1												
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			A 104 RAA		10,773,023		10.658.64	10.500.048		050	4 090 819			77
BLACK BEAUTY KANKE	1 KANGO									_	_			-
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CONTENTS

		Page
Report of Independent Certified Public A	ccountants	3
		•,
Financial Statements		•
Statement of Financial Position		4
Statement of Activities and Changes	s in Net Assets	 5
Statement of Functional Expenses		6
Statement of Cash Flows	+ - *	. 7
Notes to Financial Statements	4	8 - 10

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors
The Fund for Animals, Inc.

We have audited the accompanying statement of financial position of The Fund for Animals, Inc. as of December 31, 1998, and the related statements of activities and changes in net assets, functional expenses and cash flows for the year then ended. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Fund for Animals, Inc. at December 31, 1998, and the changes in its net assets and its cash flows for the year then ended in conformity with generally accepted accounting principles.

Heart Thornton LLP

New York, New York April 8, 1999

STATEMENT OF FINANCIAL POSITION

December 31, 1998

ASSETS

Cash and cash equivalents		\$ 1,539,521
Investments Operating Board-designated - Black Beauty Ranch account	\$8,492,024 4,585,377	13,077,401
Prepaid expenses and other		224,588
Fixed assets Library of animal books Furniture and fixtures	10,000 327,174 433,681	
Equipment Building and improvements Land	1,138,615 920,172	
	2,829,642	
Less accumulated depreciation	790,005	2,039,637
Security deposits and other		38,598
	::	\$ <u>16,919,745</u>
LIABILITIES AND NET ASSETS		
Accounts payable and accrued expenses		\$ 205,600
Net assets		
Unrestricted Operating Board-designated	· · · · · · · · · · · · · · · · · · ·	11,974,210 _4,739,935
Total ner assets		16,714,145
		\$ <u>16,919,745</u>

The accompanying notes are an integral part of this statement.

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

Year ended December 31, 1998

Support				•
Contributions		: *	\$3,295,165	
Bequests	•		<u>3,242,773</u>	\$ 6,537,938
2-4				
Revenue	•			
Investment income			616,605	* .
Net realized gain on sale of investment	:s	·	686,174	
Net unrealized depreciation of investm	ients	•	<u>(87,634</u>)	1,215,145
	•			
Total support and revenue				7,753,083
Expenses				•
Program services			a	
Humane education	• '		839,584	
Animal rescue and protection	,		3,307,368	•
Legislative activities			<u>245,054</u>	
_		•		4 202 006
Total program services		•		4,392,006
6		•	1 · · · · · · · · · · · · · · · · · · ·	
Supporting services	•	-	480,526	
Management and general Fund raising			572,923	•
Fund raising			· ·	
Total supporting services		·		1,053,449
Total expenses	£			5,445,4 <u>55</u>
l Otal expenses				
Change in net assets	•			2,307,628
Citatige III field models			•	
Net assets at January 1, 1998		•		
Unrestricted	•			
Operating				9,928,843
Board-designated				4,477,674
201108		,	. ', .'	
				14,406,517
Net assets at December 31, 1998				•
Unrestricted	•			
Operating				11,974,210
Board-designated •		t		4,739,935
				\$ <u>16,714,145</u>

The Fund for Animals, Inc.

STATEMENT OF FUNCTIONAL EXPENSES

Year ended December 31, 1998

Legislative activities

Animal Legisla rescue and Legisla activity

Humane

Total

Total

Supporting services Fund

∞ '	,,	3,145	234,535 235,316 345,913 56,188 56,590 216,437 25,954 29,456 141,983 20,8123 208,123	37,058 73,513	68,067 78,955	55,932 7,379		3,957	1,035,541		•··
*	·* .	\$ 3,145	781 402 3,502	37,058 73,513	20,416 6,652	128,/5/ 47,665 , 725	62,71957,441	3,587	462,618	17,908	\$480,526
\$ 600,539 1,334,088 407,776 155,709 25,301 31,568	2,554,981		110,597 159,847 112,527	55,587	6,983	200,906 134,634	6,8// 447,884 103,306	50,172 2,835	4,243,471	148,535	\$4,392,006
			\$ 925 21,431 3,460	oon'nct	234	3,094 3,094	34,932 6,160	4,162	245,054		\$245,054
\$ 600,539 1,321,357 407,776 155,709 25,301 31,568	2,542,250		46,249	55,587	3,728	185,208 87,804	1,841 101,045 17,008	14,023	3,158,833	148,535	\$3,307,368
\$ 12,731	12,731		63,423 138,416 72,291		3,021	4,698 43,736	4,450 311,907 80,138	31,987	839,584		\$839,584
Animal welfare, rescue operations and cruelty investigations black Beauty Ranch operating expenses Spay/neuter clinic and van, Houston, San Antonio and Dallas, Texas Havea-Heart Clinic, New York Wild Life Rehabilitation Center, Ramona, California Rabbit Sanctuary, South Carolina Other	,	Data processing	Educational expense Printed literature Other media Field expenses and travel	Gifts and services to allied organizations Insurance	Investment advisory tees Miscellaneous Portage	Professional fees Rent	Rental of office equipment Salaries and related payroll taxes Salaries and affice growling	Stationery and onice supplies Telephone Utilities	Total expenses before depreciation	Depreciation	Total expenses

The accompanying notes are an integral part of this statement.

STATEMENT OF CASH FLOWS

Year ended December 31, 1998

Change in net assets Adjustments to reconcile change in net assets to net cash provided by operating activities Depreciation Net realized gain on investment transactions Net unrealized appreciation of investments Decrease in prepaid expenses and other Increase in security deposits and other Oberease in accounts payable and accrued expenses Decrease in accounts payable and accrued expenses Net cash provided by operating activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year Cash and cash equivalents, end of year \$ 1,539,521	Cash flows from operating activities	
to net cash provided by operating activities Depreciation Net realized gain on investment transactions Net unrealized appreciation of investments 87,634 Decrease in prepaid expenses and other (8,597) Increase in security deposits and other (2,033) Decrease in accounts payable and accrued expenses Net cash provided by operating activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878	Change in net assets	\$ 2,307,628
to net cash provided by operating activities Depreciation Net realized gain on investment transactions Net unrealized appreciation of investments 87,634 Decrease in prepaid expenses and other (8,597) Increase in security deposits and other (2,033) Decrease in accounts payable and accrued expenses Net cash provided by operating activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878	Adjustments to reconcile change in net assets	
Net realized gain on investment transactions Net unrealized appreciation of investments Decrease in prepaid expenses and other Increase in security deposits and other Occease in accounts payable and accrued expenses Decrease in accounts payable and accrued expenses Net cash provided by operating activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878	to net cash provided by operating activities	
Net unrealized appreciation of investments Decrease in prepaid expenses and other Increase in security deposits and other (2,033) Decrease in accounts payable and accrued expenses Net cash provided by operating activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878		
Decrease in prepaid expenses and other Increase in security deposits and other Occupance of the control of the	Net realized gain on investment transactions	
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Decrease in accounts payable and accrued expenses Net cash provided by operating activities 1,915,035 Cash flows from investing activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets 22,119,996 Purchases of fixed assets (455,432) Net cash used in investing activities (1,113,392) Net decrease in cash and cash equivalents 801,643 Cash and cash equivalents, beginning of year 737,878	Decrease in prepaid expenses and other	
Net cash provided by operating activities Cash flows from investing activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878	Increase in security deposits and other	
Cash flows from investing activities Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year Cash and cash equivalents, beginning of year	Decrease in accounts payable and accrued expenses	50,134
Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year (22,777,956) 22,119,996 (455,432) (1,113,392) 801,643	Net cash provided by operating activities	1,915,035
Purchase of and reinvestments in securities (principally in United States government obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year (22,777,956) 22,119,996 (455,432) (1,113,392) 801,643	Cash flows from investing activities	
obligations) Proceeds from sales of investments and reinvestments in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year (22,777,956) (22,119,996 (455,432) (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (1,113,392) (23,119,996 (455,432) (1,113,392) (23,119,996 (455,432) (1,113,392) (1,113,392) (1,113,392) (1,113,392) (1,113,392)		
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in securities (principally in United States government obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 22,119,996 (455,432) (1,113,392) 801,643		(22,777,956)
obligations) Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 22,119,996 (455,432) (1,113,392) 801,643		•
Purchases of fixed assets Net cash used in investing activities Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878		
Net cash used in investing activities (1,113,392) Net decrease in cash and cash equivalents 801,643 Cash and cash equivalents, beginning of year 737,878		
Net decrease in cash and cash equivalents Cash and cash equivalents, beginning of year 737,878	Purchases of fixed assets	<u>(455,432</u>)
Cash and cash equivalents, beginning of year 737,878	Net cash used in investing activities	(1,113,392)
	Net decrease in cash and cash equivalents	801,643
Cash and cash equivalents, end of year \$\frac{1,539,521}{}	Cash and cash equivalents, beginning of year	737,878
	Cash and cash equivalents, end of year	\$ <u>1,539,521</u>

The accompanying notes are an integral part of this statement.

NOTES TO FINANCIAL STATEMENTS

December 31, 1998

NOTE A - SUMMARY OF ACCOUNTING POLICIES

The Fund for Animals, Inc. (the "Fund") is a New York not-for-profit corporation, qualifying under Section 501(c)(3) of the Internal Revenue Code. The Fund's purpose is the alleviation of fear and the prevention of pain and the relief of suffering of animals everywhere and to foster humane conduct toward animals and encourage and support the cooperation among all persons interested in humane activities.

A summary of the Fund's significant accounting policies consistently applied in the preparation of the accompanying financial statements follows:

1. Investments

Investments are stated at market value. Marketable securities acquired by gift are initially recorded at publicly traded values at the date of donation and, if not publicly traded, then at values determined by the management of the Fund, which, in their opinion, represents fair value at the date of donation.

2. Fixed Assets

Fixed assets acquired by purchase are stated at cost. Fixed assets acquired by gift, consisting principally of land valued at approximately \$48,000, are recorded at values determined by independent appraisal, or at values determined by the management of the Fund, which, in their opinion, represent fair market value at the dates of donation.

Depreciation is provided for in amounts sufficient to relate the cost or value of depreciable assets to expenses over their estimated service lives on a straight-line basis.

3. Allocation of Costs and Expenses

Costs and expenses that are incurred for or attributable to a program or supporting service are allocated directly to that category. Costs and expenses that apply to more than one functional purpose are allocated based on the amount of time employees spend on various program

NOTES TO FINANCIAL STATEMENTS (continued)

December 31, 1998

NOTE A (continued)

services as determined from their daily time and expense records. Costs of printed material are allocated on the basis of the uses made of the material, content, distribution and the intended audience.

4. Donated Services

The financial statements of the Fund do not reflect any financial valuation for the donation of personal services to the Fund. Along with hundreds of volunteers, Marian Probst, the Fund's new President, and, until his passing in 1998, the former President and Founder, Cleveland Amory, serve without salary. The value of contributed time is not reflected in the accompanying financial statements because it is not susceptible to objective measurement.

5. Contributions and Bequests

All contributions and bequests are considered to be available for unrestricted use unless specifically restricted by the donor.

6. Use of Estimates in Financial Statements

In preparing financial statements in conformity with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

7. Cash and Cash Equivalents

The Fund considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

NOTES TO FINANCIAL STATEMENTS (continued)

December 31, 1998

NOTE B - INVESTMENTS

The investments of the Fund as of December 31, 1998, were as follows:

		Operating	Board <u>Designated</u>
Government obligations Common stock		\$6,785,543 1,683,481	\$3,575,272 781,503 228,602
Corporate bonds Other	- -	23,000	
		\$ <u>8,492,024</u>	\$ <u>4,585,377</u>

NOTE C - JOINT COSTS

In 1998, the Fund incurred costs for multi-purpose activities of approximately \$521,000. These costs were for newsletters, bulletins and mailings that included fund raising related articles. Of these costs, approximately \$229,000 was allocated to fund raising and \$292,000 was allocated to program services.

NOTE D - COMMITMENTS

The Fund leases office facilities under operating leases. The approximate minimum annual payments for these leases are as follows:

1999 2000 2001 2002 2003	· .		\$	199,000 203,000 207,000 193,000 170,000
Thereafter		•	_	231,000
		 ,;	\$:	1,203,000

Form 275	8 i	Applic	ation for Exten	sion of fim	ie to File	İ
(Rev. June 199		Certain Excise	, Income, Infor	mation, and	d Other Returns	OMB Na, 1545-0148
Department of th Internal Revenue		File	a separate application	for each return.		
Please type or	Name					Employer identification number
pr ethe	THE	FUND FOR ANIMAL	S. INC.			13-6218740
one copy by		et, and room or suite no. (or P.O. t		d to street address)		
the due date for filing your		·	<u>. </u>	•		• • •
return. See Instructions on		WEST 57TH STREE post office, state, and ZiP code. Fo		ructions	· · · · · · · · · · · · · · · · · · ·	•
back.	1	YORK, NY 10019	a la algir addi ede, ede me.			
Note: Corpo		tax return filers must use F	orm 7004 to reques	t an extension o	of time to file. Partners	hips, REMICs, and
		m 8736 to request an ext	the state of the s	Form 1065, 10		
<u> </u>		·	<u>/15/1999</u>	722222		le (check only one):
 1	706-GS(D) `	Form 990-T (sec. 4		Form 1120	-ND(sec. 4951 taxes)	Form 8612 Form 8613
	706-GS(T) 99 0 or 990-	Form 990-T (trust of EZ Form 1041 (estate)	, – –	Form 4720		Form 8725
	990-BL	Form 1041-A	(ase insurgerous)	Form 5227		Form 8804
	990-PF	Form 1042		Form 6069		Form 8831
		oes not have an office or plac	e of business in the Uni	ted States, check	this box	▶ □
		98_, or other tax year begin		· 	and ending	
		less than 12 months, check rea	, ——	Initial return	Final return	Change in accounting period
3 Has an	extension of	time to file been previously gra	anted for this tax year?	 Me ig ne	EDED TO ELLE	Yes X No
4 State ir ΛΑΙΓ	n detail why y	ou need the extensionAD	<u> </u>	ME 13 NE	enen in Lire	A COMPLEJE
_77/7/	s-voccii	<u> </u>				
5a If this f	orm is for Fo	m 706-GS(D), 706-GS(T), 990	-BL, 990-PF, 990-T, 104	11 (estate), 1042,	1120-ND, 4720,	NONE
		725, 8804, or 8831, enter the		-		\$
		rm 990-PF, 990-T, 1041 (esta	· · · · · · · · · · · · · · · · · · ·		credits and	
		ints made. Include any prior y ot line 5b from line 5a. Includ			with STD	
		See instructions		•		NONE NONE
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and belief, it is	true, correct, a	nd complete; and that I am authorize	ad to prepare this form.			
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Signatyre			Title ► GRANT T			Date ► 4/29/99
		E COPY. The IRS will show	w below whether or	not your appli	cation is approved and	d will return thé copy.
	•	Be Completed by the IRS ed your application. Pleas	e attach this form to	vous seturn		
		pproved your application. Fleas			v grace period from	the later of the date
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☐ We H	AVE NOT a	pproved your application.	After considering the	reasons state	d in item 4, we cann	ot grant your request for
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