

Form **990**

**Return of Organization Exempt From Income Tax**

**2007**

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

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

**A** For the 2007 calendar year, or tax year beginning **JUL 1, 2007** and ending **JUN 30, 2008**

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C</b> Name of organization <b>HILLSIDE CHILDREN'S CENTER</b>		<b>D</b> Employer identification number <b>16-0743039</b>
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite <b>1183 MONROE AVENUE</b>		<b>E</b> Telephone number <b>585-256-7500</b>
		City or town, state or country, and ZIP + 4 <b>ROCHESTER, NY 14620</b>		<b>F</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <input type="checkbox"/>

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

Hand I are not applicable to section 527 organizations.

**H(a)** Is this a group return for affiliates?  Yes  No

**H(b)** If "Yes," enter number of affiliates **N/A**

**H(c)** Are all affiliates included? **N/A**  Yes  No (If "No," attach a list.)

**H(d)** Is this a separate return filed by an organization covered by a group ruling?  Yes  No

**G** Website: **WWW.HILLSIDE.COM**

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

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

**I** Group Exemption Number **N/A**

**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 **92,532,725.**

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

**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances**

<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, and similar amounts received:			
	<b>a</b> Contributions to donor advised funds	<b>1a</b>		
	<b>b</b> Direct public support (not included on line 1a)	<b>1b</b>	<b>87,925.</b>	
	<b>c</b> Indirect public support (not included on line 1a)	<b>1c</b>	<b>203,661.</b>	
	<b>d</b> Government contributions (grants) (not included on line 1a)	<b>1d</b>	<b>86,317,912.</b>	
	<b>e</b> Total (add lines 1a through 1d) (cash \$ <b>86,609,498.</b> noncash \$ )	<b>1e</b>		<b>86,609,498.</b>
	<b>2</b> Program service revenue including government fees and contracts (from Part VII, line 93)	<b>2</b>		
	<b>3</b> Membership dues and assessments	<b>3</b>		
	<b>4</b> Interest on savings and temporary cash investments	<b>4</b>		<b>264,962.</b>
	<b>5</b> Dividends and interest from securities	<b>5</b>		
	<b>6 a</b> Gross rents <b>SEE STATEMENT 1</b>	<b>6a</b>	<b>384,332.</b>	
	<b>b</b> Less: rental expenses <b>SEE STATEMENT 2</b>	<b>6b</b>	<b>729,070.</b>	
<b>c</b> Net rental income or (loss). Subtract line 6b from line 6a	<b>6c</b>		<b>-344,738.</b>	
<b>7</b> Other investment income (describe )	<b>7</b>			
<b>8 a</b> Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
	<b>8a</b>			
	<b>b</b> Less: cost or other basis and sales expenses	<b>8b</b>		
	<b>c</b> Gain or (loss) (attach schedule)	<b>8c</b>		
<b>d</b> Net gain or (loss). Combine line 8c, columns (A) and (B)	<b>8d</b>			
<b>9</b> Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
<b>a</b> Gross revenue (not including \$ of contributions reported on line 1b)	<b>9a</b>			
<b>b</b> Less: direct expenses other than fundraising expenses	<b>9b</b>			
<b>c</b> Net income or (loss) from special events. Subtract line 9b from line 9a	<b>9c</b>			
<b>10 a</b> Gross sales of inventory, less returns and allowances	<b>10a</b>			
	<b>b</b> Less: cost of goods sold	<b>10b</b>		
	<b>c</b> Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	<b>10c</b>		
<b>11</b> Other revenue (from Part VII, line 103)	<b>11</b>		<b>5,273,933.</b>	
<b>12</b> Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	<b>12</b>		<b>91,803,655.</b>	
<b>Expenses</b>	<b>13</b> Program services (from line 44, column (B))	<b>13</b>	<b>86,994,898.</b>	
	<b>14</b> Management and general (from line 44, column (C))	<b>14</b>	<b>8,226,125.</b>	
	<b>15</b> Fundraising (from line 44, column (D))	<b>15</b>		
	<b>16</b> Payments to affiliates (attach schedule)	<b>16</b>		
	<b>17</b> Total expenses. Add lines 16 and 44, column (A)	<b>17</b>		<b>95,221,023.</b>
<b>Net Assets</b>	<b>18</b> Excess or (deficit) for the year. Subtract line 17 from line 12	<b>18</b>	<b>-3,417,368.</b>	
	<b>19</b> Net assets or fund balances at beginning of year (from line 73, column (A))	<b>19</b>	<b>23,483,351.</b>	
	<b>20</b> Other changes in net assets or fund balances (attach explanation) <b>SEE STATEMENT 3</b>	<b>20</b>	<b>-1,789,107.</b>	
	<b>21</b> Net assets or fund balances at end of year. Combine lines 18, 19, and 20	<b>21</b>		<b>18,276,876.</b>

**Part II Statement of Functional Expenses**

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

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
<b>22a</b> Grants paid from donor advised funds (attach schedule) (cash \$ <u>0</u> . noncash \$ <u>0</u> .) If this amount includes foreign grants, check here <input type="checkbox"/>				
<b>22b</b> Other grants and allocations (attach schedule) (cash \$ <u>0</u> . noncash \$ <u>0</u> .) If this amount includes foreign grants, check here <input type="checkbox"/>				
<b>23</b> Specific assistance to individuals (attach schedule)				
<b>24</b> Benefits paid to or for members (attach schedule)				
<b>25a</b> Compensation of current officers, directors, key employees, etc. listed in Part V-A	0.	0.	0.	0.
<b>25b</b> Compensation of former officers, directors, key employees, etc. listed in Part V-B	0.	0.	0.	0.
<b>25c</b> Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>26</b> Salaries and wages of employees not included on lines 25a, b, and c	48,979,947.	48,979,947.		
<b>27</b> Pension plan contributions not included on lines 25a, b, and c	1,166,019.	1,166,019.		
<b>28</b> Employee benefits not included on lines 25a - 27	7,668,240.	7,668,240.		
<b>29</b> Payroll taxes	3,704,478.	3,704,478.		
<b>30</b> Professional fundraising fees				
<b>31</b> Accounting fees				
<b>32</b> Legal fees				
<b>33</b> Supplies	903,069.	903,069.		
<b>34</b> Telephone	974,169.	974,169.		
<b>35</b> Postage and shipping	39,640.	39,640.		
<b>36</b> Occupancy	7,606,514.	7,606,514.		
<b>37</b> Equipment rental and maintenance				
<b>38</b> Printing and publications	10,701.	10,701.		
<b>39</b> Travel	1,012,934.	1,012,934.		
<b>40</b> Conferences, conventions, and meetings	327,515.	327,515.		
<b>41</b> Interest	2,840,689.	2,840,689.		
<b>42</b> Depreciation, depletion, etc. (attach schedule)	3,033,879.	3,033,879.		
<b>43</b> Other expenses not covered above (itemize):				
<b>a</b> PROFESSIONAL FEES	1,357,751.	1,357,751.		
<b>b</b> DIRECT CHILD CARE	7,369,353.	7,369,353.		
<b>c</b> MANAGEMENT FEE	8,226,125.		8,226,125.	
<b>d</b>				
<b>e</b>				
<b>f</b>				
<b>g</b>				
<b>44</b> Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	95,221,023.	86,994,898.	8,226,125.	0.

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

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

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

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

What is the organization's primary exempt purpose? ► <b>SEE STATEMENT 5</b>	<b>Program Service Expenses</b> (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
<b>a EDUCATIONAL SERVICES INCLUDE FOUR CAMPUS SCHOOLS AND DAY TREATMENT SERVICES PROVIDING REGULAR EDUCATIONAL EXPERIENCES FOR CHILDREN WITH A VARIETY OF SPECIAL NEEDS.</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>b SEE STATEMENT 4</b>	13,199,134.
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>c</b>	73,795,764.
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>d</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>e</b> Other program services (attach schedule)	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>f Total of Program Service Expenses</b> (should equal line 44, column (B), Program services) ►	<b>86,994,898.</b>

**Part IV Balance Sheets** (See the instructions.)

**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year	(B) End of year	
<b>Assets</b>	45 Cash - non-interest-bearing .....	1,600,247.	45 1,552,218.	
	46 Savings and temporary cash investments .....		46	
	47 a Accounts receivable .....	47a 21,441,590.	17,639,649.	47c 21,168,001.
	b Less: allowance for doubtful accounts .....	47b 273,589.		
	48 a Pledges receivable .....	48a		48c
	b Less: allowance for doubtful accounts .....	48b		
	49 Grants receivable .....			49
	50 a Receivables from current and former officers, directors, trustees, and key employees .....			50a
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) .....			50b
	51 a Other notes and loans receivable .....	51a		51c
	b Less: allowance for doubtful accounts .....	51b		
	52 Inventories for sale or use .....			52
	53 Prepaid expenses and deferred charges .....	1,037,534.	53	1,128,406.
	54 a Investments - publicly-traded securities <b>STMT 6</b> <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV .....	3,515,291.	54a	3,830,574.
	b Investments - other securities .....	<input type="checkbox"/> Cost <input type="checkbox"/> FMV		54b
	55 a Investments - land, buildings, and equipment: basis .....	55a		
	b Less: accumulated depreciation .....	55b		55c
	56 Investments - other .....	SEE STATEMENT 7	31,662.	56 10,132.
	57 a Land, buildings, and equipment: basis .....	57a 83,552,082.	57,075,600.	57c 59,720,296.
b Less: accumulated depreciation <b>STMT 8</b> .....	57b 23,831,786.			
58 Other assets, including program-related investments (describe <b>SEE STATEMENT 9</b> ) .....	5,483,820.	58	10,382,160.	
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58 .....	86,383,803.	59	97,791,787.	
<b>Liabilities</b>	60 Accounts payable and accrued expenses .....	5,052,167.	60 4,637,980.	
	61 Grants payable .....		61	
	62 Deferred revenue .....		62	
	63 Loans from officers, directors, trustees, and key employees .....		63	
	64 a Tax-exempt bond liabilities .....		64a	
	b Mortgages and other notes payable <b>STMT 10 STMT 11</b> .....	35,059,887.	64b	44,235,730.
	65 Other liabilities (describe <b>SEE STATEMENT 12</b> ) .....	22,788,398.	65	30,641,201.
	66 <b>Total liabilities.</b> Add lines 60 through 65 .....	62,900,452.	66	79,514,911.
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted .....	17,999,531.	67	12,537,500.
	68 Temporarily restricted .....	4,478,735.	68	4,734,291.
	69 Permanently restricted .....	1,005,085.	69	1,005,085.
	<b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds .....		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund .....		71	
	72 Retained earnings, endowment, accumulated income, or other funds .....		72	
73 <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21) .....	23,483,351.	73	18,276,876.	
74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 .....	86,383,803.	74	97,791,787.	





Part VI Other Information (continued)		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? .....		X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) ..... <b>82b</b> N/A		
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications? .....	X	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions? .....	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible? .....		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? ..... N/A		
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members? ..... N/A		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? ..... N/A If "Yes" was answered to either 85a or 85b, <b>do not</b> complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c	Dues, assessments, and similar amounts from members ..... <b>85c</b> N/A		
d	Section 162(e) lobbying and political expenditures ..... <b>85d</b> N/A		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices ..... <b>85e</b> N/A		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) ..... <b>85f</b> N/A		
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? ..... N/A		
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? ..... N/A		
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12 ..... <b>86a</b> N/A		
b	Gross receipts, included on line 12, for public use of club facilities ..... <b>86b</b> N/A		
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders ..... <b>87a</b> N/A		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) ..... <b>87b</b> N/A		
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX .....		X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI .....		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction .....		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ..... ▶ 0.		
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ..... ▶ 0.		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? .....		X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract? .....		X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? .....		X
90 a	List the states with which a copy of this return is filed ▶ NY		
b	Number of employees employed in the pay period that includes March 12, 2007 ..... <b>90b</b> 1589		
91 a	The books are in care of ▶ PAUL PERROTTO, CFO Telephone no. ▶ 585-256-7500 Located at ▶ 1183 MONROE AVENUE, ROCHESTER, NY ZIP + 4 ▶ 14620		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? .....		X
	If "Yes," enter the name of the foreign country ▶ N/A See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		

**Part VI Other Information** (continued) Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c  Yes  No  
 If "Yes," enter the name of the foreign country N/A

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

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

**Note:** Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments .....					
g Fees and contracts from government agencies ...					
94 Membership dues and assessments .....					
95 Interest on savings and temporary cash investments ...			14	264,962.	
96 Dividends and interest from securities .....					
97 Net rental income or (loss) from real estate:					
a debt-financed property .....	531120	-194,626.			
b not debt-financed property .....			16	-150,112.	
98 Net rental income or (loss) from personal property					
99 Other investment income .....					
100 Gain or (loss) from sales of assets other than inventory .....					
101 Net income or (loss) from special events .....					
102 Gross profit or (loss) from sales of inventory .....					
103 Other revenue:					
a MISCELLANEOUS					1,282,681.
b PAYMENT/AFFILIATE					3,991,252.
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E)) .....		-194,626.		114,850.	5,273,933.
105 Total (add line 104, columns (B), (D), and (E)) .....					5,194,157.

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
103A	MISCELLANEOUS OPERATING INCOME RECEIVED IN CARRYING OUT THE ORGANIZATION'S EXEMPT PURPOSE
103B	REIMBURSEMENT FROM AFFILIATES FOR THE USE OF THE FACILITY

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

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

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

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

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

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

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

**106** Did the reporting organization **make** any transfers **to** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

<b>Yes</b>	<b>No</b>

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

**107** Did the reporting organization **receive** any transfers **from** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

<b>Yes</b>	<b>No</b>

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

**108** Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

<b>Yes</b>	<b>No</b>

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

<b>Please Sign Here</b>	Signature of officer _____ <b>PAUL PERROTTO, CFO</b> Type or print name and title	Date _____	
<b>Paid Preparer's Use Only</b>	Preparer's signature <b>MARGARET M. BARTH CPA</b> Firm's name (or yours if self-employed), address, and ZIP + 4 <b>DELOITTE TAX LLP</b> <b>2500 ONE PPG PLACE</b> <b>PITTSBURGH, PA 15222-5401</b>	Date <b>05/12/09</b>	Check if self-employed <input type="checkbox"/> Preparer's SSN or PTIN (See Gen. Inst. X) <b>P00135655</b> EIN <b>86-1065772</b> Phone no. <b>(412) 338-7200</b>

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

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

OMB No. 1545-0047

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

**2007**

Department of the Treasury  
Internal Revenue Service

**Supplementary Information-(See separate instructions.)**  
▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization <b>HILLSIDE CHILDREN'S CENTER</b>	Employer identification number <b>16 0743039</b>
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**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**  
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
<u>ARTHUR ROEMMELT</u> 1183 MONROE AVE., ROCHESTER, NY 14620	MEDICAL DIRECTOR 40.00	264,805.	66,201.	
<u>STUART L. LOEB</u> 1183 MONROE AVE., ROCHESTER, NY 14620	MEDICAL DIRECTOR 40.00	226,439.	56,610.	
<u>KAREN ZANDI</u> 1183 MONROE AVE., ROCHESTER, NY 14620	EXECUTIVE DIRECTOR 40.00	130,268.	32,567.	
<u>JOHN H. LYNCH</u> 1183 MONROE AVE., ROCHESTER, NY 14620	PSYCHIATRIST 40.00	240,060.	60,015.	
<u>KEVIN ROBINSON</u> 1183 MONROE AVE., ROCHESTER, NY 14620	PSYCHIATRIST 40.00	191,691.	47,923.	
Total number of other employees paid over \$50,000 ▶	103			

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
<u>OMNICARE OF NY</u> 175 HUMBOLDT STREET, ROCHESTER, NY 14610	MEDICAL	1220392.
<u>PROACT INC.</u> 3915 NEIL ARMSTRONG BLVD, EAGAN, MN 55121	MEDICAL	138,067.
<u>ANDREA FAULKNER</u> 71 LINE ROCK LANE, ROCHESTER, NY 14610	MEDICAL	115,320.
<u>NURSEFINDERS</u> 1900 SOUTH CLINTON AVE., ROCHESTER, NY 14618.	MEDICAL	77,065.
<u>SHARON GULLO</u> 4495 MIDDLE CHESHIRE ROAD, CANANDAIGUA, NY 14424	MEDICAL	75,025.
Total number of others receiving over \$50,000 for professional services ▶	4	

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
<u>JOHN A. CASELLI</u> P.O. BOX 1112, PITTSFORD, NY 14534	ENGINEERING	1697838.
<u>R.M. LYONS, INC.</u> 418 EAST AVE., NEWARK, NY 14513	REPAIRS/MAINT	1199851.
<u>RELCOMM INC</u> 250 CUMBERLAND ST, STE 214, ROCHESTER, NY 14605	REPAIRS/MAINT	246,820.
<u>COLACINO INDUSTRIES</u> 129 HARRISON ST., NEWARK, NY 14513	REPAIRS/MAINT	215,518.
<u>TESTA CONSTRUCTION INC.</u> 62 GLENDALE PARK, ROCHESTER, NY 14613	REPAIRS/MAINT	169,765.
Total number of other contractors receiving over \$50,000 for other services ▶	5	

**Part III Statements About Activities** (See page 2 of the instructions.)

		Yes	No
<b>1</b>	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		<b>X</b>
<b>2</b>	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
<b>a</b>	Sale, exchange, or leasing of property? .....	<b>2a</b>	<b>X</b>
<b>b</b>	Lending of money or other extension of credit? .....	<b>2b</b>	<b>X</b>
<b>c</b>	Furnishing of goods, services, or facilities? .....	<b>2c</b>	<b>X</b>
<b>d</b>	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? .....	<b>2d</b>	<b>X</b>
<b>e</b>	Transfer of any part of its income or assets? .....	<b>2e</b>	<b>X</b>
<b>3 a</b>	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) .....	<b>3a</b>	<b>X</b>
<b>b</b>	Did the organization have a section 403(b) annuity plan for its employees? .....	<b>3b</b>	<b>X</b>
<b>c</b>	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement .....	<b>3c</b>	<b>X</b>
<b>d</b>	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? .....	<b>3d</b>	<b>X</b>
<b>4 a</b>	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g .....	<b>4a</b>	<b>X</b>
<b>b</b>	Did the organization make any taxable distributions under section 4966? .....	<b>4b</b>	N/A
<b>c</b>	Did the organization make a distribution to a donor, donor advisor, or related person? .....	<b>4c</b>	N/A
<b>d</b>	Enter the total number of donor advised funds owned at the end of the tax year .....	<b>N/A</b>	
<b>e</b>	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year .....	<b>N/A</b>	
<b>f</b>	Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts .....	<b>0.</b>	
<b>g</b>	Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year .....	<b>0.</b>	

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

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

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

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

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

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

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

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

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	82,925,594.	78,115,928.	58,226,876.	52,976,951.	272,245,349.
<b>16</b> Membership fees received					
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	236,315.	3,243,679.	2,432,203.	2,832,451.	8,744,648.
<b>19</b> Net income from unrelated business activities not included in line 18					
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	3,761,600.		SEE STATEMENT 16		3,761,600.
<b>23</b> Total of lines 15 through 22	86,923,509.	81,359,607.	60,659,079.	55,809,402.	284,751,597.
<b>24</b> Line 23 minus line 17	86,923,509.	81,359,607.	60,659,079.	55,809,402.	284,751,597.
<b>25</b> Enter 1% of line 23	869,235.	813,596.	606,591.	558,094.	
<b>26 Organizations described on lines 10 or 11:</b> a Enter 2% of amount in column (e), line 24					<b>26a</b> 5,695,032.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					<b>26b</b> 0.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					<b>26c</b> 284,751,597.
d Add: Amounts from column (e) for lines: 18 <u>8,744,648.</u> 19 _____ 22 <u>3,761,600.</u> 26b _____					<b>26d</b> 12,506,248.
e Public support (line 26c minus line 26d total)					<b>26e</b> 272,245,349.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					<b>26f</b> 95.6080%
<b>27 Organizations described on line 12:</b> a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: <b>N/A</b> (2006) _____ (2005) _____ (2004) _____ (2003) _____					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: <b>N/A</b> (2006) _____ (2005) _____ (2004) _____ (2003) _____					
c Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					<b>27c</b> N/A
d Add: Line 27a total _____ and line 27b total _____					<b>27d</b> N/A
e Public support (line 27c total minus line 27d total)					<b>27e</b> N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					<b>27f</b> N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					<b>27g</b> N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					<b>27h</b> N/A %

**28 Unusual Grants:** For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

**NONE**

**Part V Private School Questionnaire** (See page 9 of the instructions.)

N/A

**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

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

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 11 of the instructions.)

**N/A**

(To be completed **ONLY** by an eligible organization that filed Form 5768)

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

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

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

**4-Year Averaging Period Under Section 501(h)**

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

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
<b>45</b> Lobbying nontaxable amount .....					0.
<b>46</b> Lobbying ceiling amount (150% of line 45(e)) .....					0.
<b>47</b> Total lobbying expenditures .....					0.
<b>48</b> Grassroots nontaxable amount .....					0.
<b>49</b> Grassroots ceiling amount (150% of line 48(e)) .....					0.
<b>50</b> Grassroots lobbying expenditures .....					0.

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

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

**N/A**

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
<b>a</b> Volunteers .....			
<b>b</b> Paid staff or management (Include compensation in expenses reported on lines <b>c</b> through <b>h</b> .) .....			
<b>c</b> Media advertisements .....			
<b>d</b> Mailings to members, legislators, or the public .....			
<b>e</b> Publications, or published or broadcast statements .....			
<b>f</b> Grants to other organizations for lobbying purposes .....			
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body .....			
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means .....			
<b>i</b> Total lobbying expenditures (Add lines <b>c</b> through <b>h</b> .) .....			0.

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



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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No. 1545-0047

**2007**

Name of organization

HILLSIDE CHILDREN ' S CENTER

Employer identification number

16-0743039

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( 3 ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

**General Rule-**

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

**Special Rules-**

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ..... ► \$ \_\_\_\_\_

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

<b>Name of organization</b>  HILLSIDE CHILDREN'S CENTER	<b>Employer identification number</b>  16-0743039
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**Part I Contributors** (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<hr/> <hr/> <hr/> <hr/>	\$ 42,293,820.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<hr/> <hr/> <hr/> <hr/>	\$ 14,013,205.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	<hr/> <hr/> <hr/> <hr/>	\$ 21,782,756.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	<hr/> <hr/> <hr/> <hr/>	\$ 7,485,282.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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FORM 990 RENTAL INCOME STATEMENT 1

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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
NON RESIDENTIAL REAL ESTATE	1	204,315.
NON RESIDENTIAL REAL ESTATE	2	180,017.
TOTAL TO FORM 990, PART I, LINE 6A		384,332.

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FORM 990 RENTAL EXPENSES STATEMENT 2

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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		398,941.	
- SUBTOTAL -	1		398,941.
RENTAL EXPENSES		330,129.	
- SUBTOTAL -	2		330,129.
TOTAL TO FORM 990, PART I, LINE 6B			729,070.

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FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 3

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DESCRIPTION	AMOUNT
CHANGE IN BENEFICIAL INTEREST IN NET ASSETS OF HILLSIDE CHILDREN'S FDN	255,556.
PENSION-RELATED CHANGES OTHER THAN NET PERIODIC PENSION COST	-2,044,663.
TOTAL TO FORM 990, PART I, LINE 20	-1,789,107.

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT 4

DESCRIPTION OF PROGRAM SERVICE TWO

SERVICES TAILORED FOR CHILDREN AND FAMILIES COVER A CONTINUUM OF SPECIALIZED NEEDS AND ARE DESIGNED TO BUILD UPON THE STRENGTHS OF INDIVIDUAL CHILDREN AND FAMILIES. BRIDGING THE GAP BETWEEN MORE THAN 40 SOURCES OF PROGRAM FUNDING AND THE REAL LIFE NEEDS OF CHILDREN AND FAMILIES, THESE SERVICES INCLUDE PREVENTION, IN HOME SERVICES, FAMILY SUPPORT, RESPITE CARE, RESIDENTIAL CARE, ADOPTION, LIFE SKILLS TRAINING, STUDENT ADVOCACY, EMERGENCY SHELTER, DIAGNOSTIC EVALUATION, NON-SECURE DETENTION, AND SPECIALIZED ATTENTION TO THE DEAF POPULATION. PARENTS ARE PARTNERS THROUGHOUT. EMERGENCY SERVICES SUPPORT LOCAL GOVERNMENTS AND LAW ENFORCEMENT AGENCIES IN FINDING EMERGENCY SHELTER FOR HOMELESS AND RUNAWAY YOUTH. DETENTION SERVICES SUPPORT THE FAMILY COURT SYSTEMS IN SHORT-TERM SHELTER ARRANGEMENTS. HIGHLY QUALIFIED FOSTER AND HOST FAMILIES PROVIDE SUPPORTIVE HOME ENVIRONMENT ALTERNATIVES.

GRANTS

EXPENSES

TO FORM 990, PART III, LINE B

73,795,764.

FORM 990

STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE  
PART III

STATEMENT 5

EXPLANATION

HILLSIDE CHILDREN'S CENTER IS A WHOLLY-OWNED OPERATING SUBSIDIARY OF HILLSIDE FAMILY OF AGENCIES, WHICH WAS FORMED TO BENEFIT AND SUPPORT THE ACTIVITIES OF THE CENTER AND THE FOLLOWING TAX-EXEMPT ORGANIZATIONS: HILLSIDE CHILDREN'S FOUNDATION, HILLSIDE WORK SCHOLARSHIP CONNECTION, CRESTWOOD CHILDREN'S CENTER, CRESTWOOD CHILDREN'S FOUNDATION AND SNELL FARM CHILDREN'S CENTER. HILLSIDE CHILDREN'S CENTER AND ITS AFFILIATED ORGANIZATIONS PROVIDE FOR A WIDE CONTINUUM OF SERVICES TO CHILDREN AND THEIR FAMILIES.

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FORM 990	GOVERNMENT SECURITIES	STATEMENT	6
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DESCRIPTION	COST/FMV	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
U.S. GOVERNMENT OBLIGATIONS	FMV	3,830,574.		3,830,574.
TOTAL TO FORM 990, LINE 54A, COL B		3,830,574.		3,830,574.

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FORM 990	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	AMOUNT
CASH EQUIVALENTS	MARKET VALUE	10,132.
TOTAL TO FORM 990, PART IV, LINE 56, COLUMN B		10,132.

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FORM 990	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	8
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	533,459.	0.	533,459.
BUILDINGS & EQUIPMENT	79,598,069.	23,831,786.	55,766,283.
CONSTRUCTION IN PROGRESS	3,420,554.	0.	3,420,554.
TOTAL TO FORM 990, PART IV, LN 57		23,831,786.	59,720,296.

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FORM 990	OTHER ASSETS	STATEMENT	9
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DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
BENEFICIAL INTEREST IN FOUNDATION	5,483,820.	5,739,376.
RESTRICTED ASSETS HELD IN TRUST	0.	4,642,784.
TOTAL TO FORM 990, PART IV, LINE 58		10,382,160.

FORM 990

MORTGAGES PAYABLE

STATEMENT 10

<u>DESCRIPTION</u>	<u>BALANCE DUE</u>
MORTGAGE - MONROE AVENUE	4,837,500.
TERM LOAN WITH MORTGAGE - MONROE AVENUE	2,033,422.
MORTGAGE - STRICKLER ROAD	343,927.
TERM LOAN WITH MORTGAGE - VARICK CAMPUS	4,045,134.
MORTGAGE - SNELL FARM CAMPUS SCHOOL	3,530,417.
MORTGAGE - METRO PARK	815,000.
MORTGAGE -ATLANTIC AVENUE	1,237,500.
TOTAL INCLUDED ON FORM 990, PART IV, LINE 64B, COLUMN B	<u>16,842,900.</u>

FORM 990

OTHER NOTES AND LOANS PAYABLE

STATEMENT 11

LENDER'S NAME

TERMS OF REPAYMENT

MCFFA BOND - NYS OFFICE  
MENTAL HEALTH

SEMI-ANNUAL INSTALLMENTS  
OF \$323,000

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
	12/31/18	0.	7.60%

SECURITY PROVIDED BY BORROWER

PURPOSE OF LOAN

SENNETT PROPERTY

CONSTRUCTION OF TREATMENT  
FACILITY IN SENNETT

RELATIONSHIP OF LENDER

NONE

DESCRIPTION OF CONSIDERATION

FMV OF CONSIDERATION

BALANCE DUE

CASH

0.

4,660,663.

LENDER'S NAME

TERMS OF REPAYMENT

COMIDA BOND

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
08/01/98	08/01/18	6,915,000.	4.75%

SECURITY PROVIDED BY BORROWER

PURPOSE OF LOAN

VAN HOOVER PLACE  
PROPERTY/INVESTMENTS

CAPITAL PROJECTS THROUGHOUT  
MONROE COUNTY

RELATIONSHIP OF LENDER

NONE

DESCRIPTION OF CONSIDERATION

FMV OF CONSIDERATION

BALANCE DUE

CASH

0.

3,020,000.

LENDER'S NAME		TERMS OF REPAYMENT	
TERM PROMISSORY NOTE - HOGAN ROAD		EQUAL MONTHLY INSTALLMENTS OF \$1,690	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
12/31/01	12/31/16	304,121.	4.71%
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN	
PROPERTY		OPERATIONS	
RELATIONSHIP OF LENDER			
NONE			
DESCRIPTION OF CONSIDERATION		FMV OF CONSIDERATION	BALANCE DUE
CASH		0.	172,335.

LENDER'S NAME		TERMS OF REPAYMENT	
TERM PROMISSORY NOTE - LEHIGH STATION RD		EQUAL MONTHLY INSTALLMENTS OF \$5460	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
04/30/03	05/31/18	982,726.	6.88%
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN	
PROPERTY		OPERATIONS	
RELATIONSHIP OF LENDER			
NONE			
DESCRIPTION OF CONSIDERATION		FMV OF CONSIDERATION	BALANCE DUE
CASH		0.	649,691.

LENDER'S NAME		TERMS OF REPAYMENT	
TERM PROMISSORY NOTE - ABBOTT ROAD		EQUAL MONTHLY INSTALLMENTS OF \$2,242	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
04/30/03	05/31/18	403,517.	6.88%
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN	
PROPERTY		OPERATIONS	
RELATIONSHIP OF LENDER			
NONE			
DESCRIPTION OF CONSIDERATION		FMV OF CONSIDERATION	BALANCE DUE
CASH		0.	266,770.

LENDER'S NAME		TERMS OF REPAYMENT	
TERM PROMISSORY NOTE - FINGERLAKES		EQUAL MONTHLY INSTALLMENTS OF \$7,319	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
04/30/03	05/31/18	1,317,424.	4.71%
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN	
PROPERTY		OPERATIONS	
RELATIONSHIP OF LENDER			
NONE			
DESCRIPTION OF CONSIDERATION		FMV OF CONSIDERATION	BALANCE DUE
CASH		0.	870,964.



<u>LENDER'S NAME</u>		<u>TERMS OF REPAYMENT</u>
TERM PROMISSORY NOTE - PIERCE DRIVE, FULTON		EQUAL MONTHLY INSTALLMENTS OF \$1,599

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
05/01/08	05/01/17	172,738.	7.50%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
	BUILD-OUT COST OF LEASED SPACE

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	124,511.

<u>LENDER'S NAME</u>	<u>TERMS OF REPAYMENT</u>
DASNY BOND	

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
06/01/08	06/01/38	4,720,000.	4.90%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
	FINANCE RENOVATIONS AT THE MONROE AVENUE CAMPUS

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	4,789,992.

<u>LENDER'S NAME</u>		<u>TERMS OF REPAYMENT</u>
TERM PROMISSORY NOTE - FARMINGTON ROAD		EQUAL MONTHLY INSTALLMENTS OF \$2,911

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
10/01/07	10/01/22	524,000.	5.40%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
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FARMINGTON ROAD PROPERTY

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	500,711.

<u>LENDER'S NAME</u>		<u>TERMS OF REPAYMENT</u>
TERM PROMISSORY NOTE - CHESTNUT RIDGE ROAD		EQUAL MONTHLY INSTALLMENTS OF \$2,982

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
10/01/07	10/01/22	536,800.	5.40%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
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CHESTNUT RIDGE PROPERTY

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	512,942.

<u>LENDER'S NAME</u>	<u>TERMS OF REPAYMENT</u>
TERM PROMISSORY NOTE - LAKE ROAD	EQUAL MONTHLY INSTALLMENTS OF \$3,637

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
10/01/07	10/01/22	654,600.	5.40%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
LAKE ROAD PROPERTY	

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	625,507.

<u>LENDER'S NAME</u>	<u>TERMS OF REPAYMENT</u>
TERM PROMISSORY NOTE - HUTCHINSON COTTAGE	EQUAL MONTHLY INSTALLMENTS OF \$5,442

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
10/01/07	10/01/22	979,500.	5.40%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
HUTCHINSON COTTAGE PROPERTY	

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	935,967.

<u>LENDER'S NAME</u>	<u>TERMS OF REPAYMENT</u>
TERM PROMISSORY NOTE - ADMINISTRATION BUILDING	EQUAL MONTHLY INSTALLMENTS OF \$19,444

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
10/01/07	10/01/22	3,500,000.	2.50%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
ADMINISTRATION BUILDING PROPERTY	

RELATIONSHIP OF LENDER

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
CASH	0.	3,344,444.
TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B		27,392,830.

<u>FORM 990</u>	<u>OTHER LIABILITIES</u>	<u>STATEMENT 12</u>
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<u>DESCRIPTION</u>	<u>BEGINNING OF YEAR</u>	<u>END OF YEAR</u>
REFUNDABLE ADVANCES	2,306,894.	2,743,231.
INTERAFFILIATE PAYABLE	14,281,504.	21,697,970.
INTERAFFILIATE CAPITAL LOAN PAYABLE	6,200,000.	6,200,000.
TOTAL TO FORM 990, PART IV, LINE 65	22,788,398.	30,641,201.

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

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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR. FEDERICA H. AMSTEY 8 CATHEDRAL OAKS FAIRPORT, NY 14450	DIRECTOR 0.50	0.	0.	0.
JAN AUGUST 776 LANDING ROAD N. ROCHESTER, NY 14625	DIRECTOR 0.50	0.	0.	0.
SARAH ADAMS 35 SOUTHERN PARKWAY ROCHESTER, NY 14618	DIRECTOR 0.50	0.	0.	0.
TIMOTHY J. BANCROFT 600 WILLOWBROOK OFFICE PARK FAIRPORT, NY 14450	TREASURER 1.00	0.	0.	0.
HELEN E. CLARK 343 IMPERIAL CIRCLE ROCHESTER, NY 14617	DIRECTOR 0.50	0.	0.	0.
MELODY COFIELD 1404 EAST AVENUE ROCHESTER, NY 14610	DIRECTOR 0.50	0.	0.	0.
TERRENCE W. DAVIN 20 TOBEY WOODS PITTSFORD, NY 14534	DIRECTOR 0.50	0.	0.	0.
BARBARA CODE 1876 PENFIELD ROAD PENFIELD, NY 14526	DIRECTOR 0.50	0.	0.	0.
DR. MARY BETH COOPER 24 WOOD HILL ROAD PITTSFORD, NY 14534	DIRECTOR 0.50	0.	0.	0.
DR. GERALD W. LAMARSH 132 TIMBER BROOK LANE PENFIELD, NY 14526	DIRECTOR 0.50	0.	0.	0.
DR. RICHARD GANGEMI 1425 PORTLAND AVE ROCHESTER, NY 14621	DIRECTOR 0.50	0.	0.	0.

ARTHUR E. LIEBERT 446 SUNDANCE TRAIL WEBSTER, NY 14580	DIRECTOR 0.50	0.	0.	0.
DIANA NOLE 11 BROMSGROVE HILL PITTSFORD, NY 14534	VICE CHAIR 1.50	0.	0.	0.
ANGELA B. PICHICHERO 332 LANDING ROAD S. ROCHESTER, NY 14610	DIRECTOR 0.50	0.	0.	0.
DENNIS M. RICHARDSON 1183 MONROE AVENUE ROCHESTER, NY 14620	CEO 0.50	0.	0.	0.
R. CHANDLER ROOT 1500 CHASE PLAZA ROCHESTER, NY 14604	DIRECTOR 0.50	0.	0.	0.
TERRY J. KNAPP 150 HAMILTON ROAD FAIRPORT, NY 14450	DIRECTOR 0.50	0.	0.	0.
CAROLYN T. FRIEDLANDER 181 CLOVER HILLS DRIVE ROCHESTER, NY 14618	CHAIR 1.50	0.	0.	0.
DAVID KRESOCK 6674 QUAKER HILL ROAD ELBA, NY 14058	DIRECTOR 0.50	0.	0.	0.
MONICA L. LEUBNER 1400 GOODMAN ST.N. ROCHESTER, NY 14609	ASST.TREASURER 1.00	0.	0.	0.
DOREN NORFLEET 3187 STATE ROAD 48 OSWEGO, NY 13126	DIRECTOR 0.50	0.	0.	0.
KAREN SMITH 45 SCARBOROUGH PARK PENFIELD, NY 14625	SECRETARY 1.00	0.	0.	0.
DR. ALFREDO TORRES 26 OPAL AVENUE ROCHESTER, NY 14626	DIRECTOR 0.50	0.	0.	0.
DR. WILLIAM DANIELS 18 AUDUBON STREET ROCHESTER, NY 14610	VICE CHAIR 1.50	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V-A		<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990

IDENTIFICATION OF RELATED ORGANIZATIONS  
PART VI, LINE 80B

STATEMENT 14

<u>NAME OF ORGANIZATION</u>	<u>EXEMPT</u>	<u>NONEXEMPT</u>
HILLSIDE FAMILY OF AGENCIES 16-1496407	X	
HILLSIDE CHILDREN'S FOUNDATION 16-1493404	X	
HILLSIDE WORK SCHOLARSHIP CONNECTION 16-1453581	X	
CRESTWOOD CHILDREN'S CENTER 16-0743972	X	
CRESTWOOD CHILDREN'S FOUNDATION 16-1444039	X	
SNELL FARM CHILDREN'S CENTER - 16-1199261	X	

FORM 990 PART V-A OFFICER COMPENSATION FROM RELATED ORGANIZATIONS STATEMENT 15

OFFICER'S NAME	COMPENSATION	EMPLOYEE BENEFIT PLAN CONTRIBUTION	EXPENSE ACCOUNT
DENNIS RICHARDSON	327,311.	81,828.	

NAME OF RELATED ORGANIZATION	EMPLOYER ID NUMBER
HILLSIDE FAMILY OF AGENCIES	16-1496407

RELATIONSHIP BETWEEN ORGANIZATIONS  
 HILLSIDE FAMILY OF AGENCIES IS THE PARENT ORGANIZATION

SCHEDULE A OTHER INCOME STATEMENT 16

DESCRIPTION	2006 AMOUNT	2005 AMOUNT	2004 AMOUNT	2003 AMOUNT
MISCELLANEOUS PAYMENT/ AFFILIATE	1,040,929.	0.	0.	0.
	2,720,671.	0.	0.	0.
TOTAL TO SCHEDULE A, LINE 22	3,761,600.	0.	0.	0.