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Form 990

Return of Organization Exempt From Income Tax

2008

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

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

Open to Public Inspection

A For the 2008 calendar year, or tax year beginning 07-01-2008 and ending 06-30-2009

B Check if applicable

Address change

Name change

Initial return

Termination

Amended return

Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization NatureBridge	
Doing Business As	
Number and street (or P O box if mail is not delivered to street address) 28 Geary Street	Room/suite
City or town, state or country, and ZIP + 4 San Francisco, CA 94108	

D Employer identification number

94-2145930

E Telephone number

(415) 992-4700

G Gross receipts \$ 18,001,095

F Name and address of Principal Officer
Susan V Smartt
28 Geary Street
San Francisco, CA 94108

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

H(b) Are all affiliates included? Yes No
(If "No," attach a list. See instructions.)

H(c) Group Exemption Number ► 8079

I Tax-exempt status 501(c) (3) ► (Insert no) 4947(a)(1) or 527

J Web site: ► www.NatureBridge.org

K Type of organization Corporation trust association other ►

L Year of Formation 1971 M State of legal domicile CA

Part I Summary

1	Briefly describe the organization's mission or most significant activities
	NatureBridge provides science and environmental education to inspire personal connections to the natural world and responsible actions to sustain it
2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets
3	Number of voting members of the governing body (Part VI, line 1a)
4	Number of independent voting members of the governing body (Part VI, line 1b)
5	Total number of employees (Part V, line 2a)
6	Total number of volunteers (estimate if necessary)
7a	Total gross unrelated business revenue from Part VIII, line 12, column (C)
7b	Net unrelated business taxable income from Form 990-T, line 34

		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	2,016,427	5,643,813
9	Program service revenue (Part VIII, line 2g)	8,888,503	10,463,740
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	93,726	-187,329
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	372,079	338,318
12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	11,379,147	16,258,542

		Prior Year	Current Year
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		0
14	Benefits paid to or for members (Part IX, column (A), line 4)		0
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	6,190,436	7,194,437
16a	Professional fundraising fees (Part IX, column (A), line 11e)		0
b	(Total fundraising expenses, Part IX, column (D), line 25 875,060)		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	4,189,656	5,561,209
18	Total expenses—add lines 13-17 (must equal Part IX, line 25, column (A))	10,380,092	12,755,646
19	Revenue less expenses Subtract line 18 from line 12	999,055	3,502,896

		Beginning of Year	End of Year
20	Total assets (Part X, line 16)	13,171,164	17,110,244
21	Total liabilities (Part X, line 26)	2,165,742	2,601,926
22	Net assets or fund balances Subtract line 21 from line 20	11,005,422	14,508,318

Part II Signature Block

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge		
	*****	2010-05-10	Date
	Signature of officer		

Paid Preparer's Use Only	Preparer's signature	M Tony Pohl	Date	Check if self-employed <input type="checkbox"/>	Preparer's PTIN (See Gen Inst)
	Firm's name (or yours if self-employed), address, and ZIP + 4	PMB Helin Donovan LLP 50 FRANCISCO ST STE 120 SAN FRANCISCO, CA 941332108			EIN ►
					Phone no ► (415) 217-3592

May the IRS discuss this return with the preparer shown above? (See instructions) Yes No

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

1 Briefly describe the organization's mission.

NatureBridge provides science and environmental education to inspire personal connections to the natural world and responsible actions to sustain it.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule C.

Yes No

3 Did the organization cease conducting or make significant changes in how it conducts any program services? Yes No

If "Yes," describe these changes on Schedule C.

Yes No

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses
Section 501(c)(3) and (4) organizations and 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 10,104,546 including grants of \$) (Revenue \$ 10,463,744

NatureBridge provides environmental education through K-12 field science education programs, outdoor education, seminars, conferences, and teacher training courses. For the year ended June 30, 2009 approximately 30,000 individuals attended a variety of NatureBridge training and conference sessions.

4b (Code) (Expenses \$ including grants of \$) (Revenue \$

4c (Code) (Expenses \$ including grants of \$) (Revenue \$

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$ 10,104,546 Must equal Part IX, Line 25, column (B)

Part IV Checklist of Required Schedules

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A

2 Is the organization required to complete Schedule B, Schedule of Contributors?

3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

4 Section 501(c)(3) organizations Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II

5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III

6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I

7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV

10 Did the organization hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V

11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable

12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? If "Yes," complete Schedule D, Parts XI, XII, and XIII

13 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a Did the organization maintain an office, employees, or agents outside of the U.S.?

- b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? If "Yes," complete Schedule F, Part I

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Part II

16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Part III

17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? If "Yes," complete Schedule G, Part I

18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II

19 Did the organization report more than \$15,000 on Part VIII, line 9a? If "Yes," complete Schedule G, Part III

20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H

21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II

22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III

23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? If "Yes," complete Schedule J

24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25

- b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?
- c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?
- d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?

25a Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I

25b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? If "Yes," complete Schedule L, Part I

26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II

27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? If "Yes," complete Schedule L, Part III

	Yes	No
1	Yes	
2	Yes	
3		No
4		No
5		No
6		No
7		No
8		No
9		No
10	Yes	
11	Yes	
12	Yes	
13		No
14a		No
14b		No
15		No
16		No
17		No
18	Yes	
19		No
20		No
21		No
22		No
23		No
24a		No
24b		No
24c		No
24d		No
25a		No
25b		No
26		No
27		No

Part IV Checklist of Required Schedules (Continued)

28 During the tax year, did any person who is a current or former officer, director, trustee, or key employee

- a** Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? If "Yes," complete Schedule L, Part IV
- b** Have a family member who had a direct or indirect business relationship with the organization? If "Yes," complete Schedule L, Part IV
- c** Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? If "Yes," complete Schedule L, Part IV

29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M

30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M

31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I

32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II

33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations section 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I

34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1

35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2

36 501(c)(3) organizations Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2

37 Did the organization conduct more than 5 percent of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI

	Yes	No
28a		No
28b		No
28c		No
29		No
30		No
31		No
32		No
33		No
34	Yes	
35		No
36		No
37		No

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, <i>Annual Summary and Transmittal of U.S. Information Returns</i> . Enter -0- if not applicable	1a	60
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	2a	236
2b	If at least one is reported in 2a, did the organization file all required federal employment tax returns? <i>Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return.</i>	2b	Yes
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	3a	No
3b	If "Yes," has it filed a Form 990-T for this year? <i>If "No," provide an explanation in Schedule O</i>	3b	No
4a	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)?	4a	No
4b	If "Yes," enter the name of the foreign country _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .	4b	No
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
5c	If "Yes," to 5a or 5b, did the organization file Form 8886-T, <i>Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction</i> ?	5c	No
6a	Did the organization solicit any contributions that were not tax deductible?	6a	No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	No
7	<i>Organizations that may receive deductible contributions under section 170(c).</i>	7a	No
7a	Did the organization provide goods or services in exchange for any quid pro quo contribution of \$75 or more?	7a	No
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	No
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	No
7d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	0
7e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	No
7g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?	7g	No
7h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?	7h	No
8	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</i> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	No
9	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.</i>	9a	No
9a	Did the organization make any taxable distributions under section 4966?	9a	No
9b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	No
10	<i>Section 501(c)(7) organizations.</i> Enter	10a	No
10a	Initiation fees and capital contributions included on Part VIII, line 12	10a	No
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	No
11	<i>Section 501(c)(12) organizations.</i> Enter	11a	No
11a	Gross income from members or shareholders	11a	No
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	No
12a	<i>Section 4947(a)(1) non-exempt charitable trusts.</i> Is the organization filing Form 990 in lieu of Form 1041?	12a	No
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	No

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)
Section A. Governing Body and Management

	Yes	No
For each "Yes" response to lines 2-7 below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.		
1a Enter the number of voting members of the governing body . . .	1a	23
b Enter the number of voting members that are independent . . .	1b	22
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4	Yes
5 Did the organization become aware during the year of a material diversion of the organization's assets?	5	No
6 Does the organization have members or stockholders?	6	No
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	No
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b	No
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a the governing body?	8a	Yes
b each committee with authority to act on behalf of the governing body?	8b	Yes
9a Does the organization have local chapters, branches, or affiliates?	9a	Yes
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	9b	Yes
10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	10	Yes
11 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	11	No

Section B. Policies

	Yes	No
12a Does the organization have a written conflict of interest policy? If "No", go to line 13	12a	Yes
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	No
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c	Yes
13 Does the organization have a written whistleblower policy?	13	Yes
14 Does the organization have a written document retention and destruction policy?	14	Yes
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision		
a The organization's CEO, Executive Director, or top management official?	15a	Yes
b Other officers or key employees of the organization?	15b	No
Describe the process in Schedule O		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable Federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b	No

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed WA , CA

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply
 own website another's website upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 Tod Dobratz CFO
 28 Geary Street Suite 650
 San Francisco, CA 94108
 (415) 992-4700

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

* List all of the organization's **current** officers, directors, trustees (whether individuals or organizations) and key employees regardless of amount of compensation, and current key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid

* List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

* List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

* List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

Check this box if the organization did not compensate any officer, director, trustee or key employee.

Part VII **Continued**

2 Total number of individuals (including those in 1a) who received more than \$100,000 in reportable compensation from the organization ►3

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	No
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of services	(C) Compensation
SWCA 114 North San Francisco St 100 Flagstaff, AZ 86001	Enviro Consultant Se	166,435
Siegel and Strain Architects 1295 59th St Emeryville, CA 94608	Architectural Serv	280,340
2 Total number of independent contractors (including those in 1) who received more than \$100,000 in compensation		2

Part
VIII

Statement of Revenue

		(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a Federated campaigns . . . 1a					
	b Membership dues . . . 1b					
	c Fundraising events . . . 1c	77,277				
	d Related organizations . . . 1d					
	e Government grants (contributions) 1e					
	f All other contributions, gifts, grants, and similar amounts not included above 1f	5,566,536				
	g Noncash contributions included in lines 1a-1f \$ 9,968					
	h Total (Add lines 1a-1f)	5,643,813				
Program Service Revenue	Business Code					
			2a Summer Program Revenue	326,383		326,383
	b Field Science Programs	8,981,272		8,981,272		
	c Conferences and Other Prg	1,156,085		1,156,085		
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f					
	► \$ 10,463,740					
Other Revenue	(i) Real					
			3 Investment income (including dividends, interest other similar amounts)	74,455		74,455
			4 Income from investment of tax-exempt bond proceeds .	0		
			5 Royalties	0		
	6a Gross Rents	17,260		17,260	17,260	
	b Less rental expenses					
	c Rental income or (loss)	17,260				
	d Net rental income or (loss)					
7a	(i) Securities		-261,784	-261,784		
b Gross amount from sales of assets other than inventory	1,405,430					
c Less cost or other basis and sales expenses	1,667,214					
d Gain or (loss)	-261,784					
8a	(ii) Other					
b Net gain or (loss)						
8a Gross income from fundraising events (not including \$ 2,675 of contributions reported on line 1c) See Part IV, line 18 Attach Schedule G if total exceeds \$15,000 a	77,277		-60,156	-60,156		
b Less direct expenses . . . b	62,831					
c Net income or (loss) from fundraising events .						
9a	Gross income from gaming activities See part IV, line 19 Complete Schedule G if total exceeds \$15,000		0			
b Less direct expenses . . . b						
c Net income or (loss) from gaming activities .						
10a	Gross sales of inventory, less returns and allowances .		12,318	12,318		
a	24,826					
b Less cost of goods sold . . . b	12,508					
c	Net income or (loss) from sales of inventory .					
Miscellaneous Revenue		Business Code				
11a			194,889	194,889		
b						
c						
d All other revenue						
e Total. Add lines 11a-11d	\$ 368,896					
12 Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e	16,258,542	-47,838		10,662,567		

Part IX Statement of Functional Expenses**Section 501(c)(3) and 501(c)(4) organizations must complete all columns.****All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21	0			
2 Grants and other assistance to individuals in the U S See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations and individuals outside the U S See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	852,374	642,085	134,443	75,846
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	4,639,300	3,494,738		412,814
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	71,654	53,976	11,302	6,376
9 Other employee benefits	1,192,030	897,944	188,017	106,069
10 Payroll taxes	439,079	330,754	69,255	39,070
11 Fees for services (non-employees)				
a Management	0			
b Legal	0			
c Accounting	0			
d Lobbying	0			
e Professional fundraising See Part IV, line 17 . . .	0			
f Investment management fees	0			
g Other	0			
12 Advertising and promotion	0			
13 Office expenses	0			
14 Information technology	0			
15 Royalties	0			
16 Occupancy	1,174,211	935,280	165,898	73,033
17 Travel	0			
18 Payments of travel or entertainment expenses for any Federal, state or local public officials	0			
19 Conferences, conventions and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	460,283	405,621	54,662	
23 Insurance	134,378	126,779	7,599	
24 Other expenses—Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a Scholarship	1,306,117	1,306,117		
b Outside Services	379,861	19,665	256,112	104,084
c Other Expenses	411,135	218,444	134,923	57,768
d Food	1,306,857	1,306,294	563	
e Contracted Transportation	252,142	252,142		
f All other expenses	136,225	114,707	21,518	
25 Total functional expenses. Add lines 1 through 24f	12,755,646	10,104,546	1,776,040	875,060
26 Joint Costs. Check <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year	(B) End of year
Assets			
1	Cash—non-interest-bearing	96,921	1 188,852
2	Savings and temporary cash investments	3,655,379	2 3,892,973
3	Pledges and grants receivable, net	431,190	3 2,783,530
4	Accounts receivable, net	306,018	4 184,948
5	Receivables from current and former officers, directors, trustees, key employees or other related parties <i>Complete Part II of Schedule L</i>	5	0
6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) <i>Complete Part II of Schedule L</i>	6	0
7	Notes and loans receivable, net	7	0
8	Inventories for sale or use	87,287	8 39,662
9	Prepaid expenses and deferred charges	44,946	9 37,461
10a	Land, buildings, and equipment cost basis	10a 12,555,951	
b	Less accumulated depreciation <i>Complete Part VI of Schedule D</i>	10b 4,459,601	6,886,030 10c 8,096,350
11	Investments—publicly traded securities	1,652,343	11 1,873,165
12	Investments—other securities See Part IV, line 11 <i>Complete Part VII of Schedule D</i>	12	0
13	Investments—program-related See Part IV, line 11 <i>Complete Part VIII of Schedule D</i>	13	0
14	Intangible assets	14	0
15	Other assets See Part IV, line 11 <i>Complete Part IX of Schedule D</i>	11,050	13,303 15
16	Total assets. Add lines 1 through 15 (must equal line 34)	13,171,164	16 17,110,244
17	Accounts payable and accrued expenses	881,269	17 1,351,303
18	Grants payable	18	
19	Deferred revenue	1,239,512	19 1,214,773
20	Tax-exempt bond liabilities	20	
21	Escrow account liability <i>Complete Part IV of Schedule D</i>	21	
22	Payable to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons <i>Complete Part II of Schedule L</i>	22	
23	Secured mortgages and notes payable to unrelated third parties	23	
24	Unsecured notes and loans payable	24	
25	Other liabilities <i>Complete Part X of Schedule D</i>	44,961	25 35,850
26	Total liabilities. Add lines 17 through 25	2,165,742	26 2,601,926
Liabilities			
27	Unrestricted net assets	6,015,515	27 5,979,091
28	Temporarily restricted net assets	3,746,399	28 7,905,879
29	Permanently restricted net assets	1,243,508	29 623,348
Net Assets or Fund Balances			
30	Capital stock or trust principal, or current funds	30	
31	Paid-in or capital surplus, or land, building or equipment fund	31	
32	Retained earnings, endowment, accumulated income, or other funds	32	
33	Total net assets or fund balances	11,005,422	33 14,508,318
34	Total liabilities and net assets/fund balances	13,171,164	34 17,110,244

Part XI Financial Statements and Reporting

1 Accounting method used to prepare the Form 990 cash accrual other

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

b Were the organization's financial statements audited by an independent accountant?

c If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If "Yes," did the organization undergo the required audit or audits?

	Yes	No
2a		No
2b	Yes	
2c	Yes	
3a	Yes	
3b	Yes	

SCHEDULE A
(Form 990 or 990EZ)**Public Charity Status and Public Support****2008**

To be completed by all section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.

Attach to Form 990 or Form 990-EZ. See separate instructions.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

NatureBridge

Employer identification number

94-2145930

Part I Reason for Public Charity Status (to be completed by all organizations) (See Instructions)

The organization is not a private foundation because it is (Please check only one organization)

1 A church, convention of churches, or association of churches described in **Section 170(b)(1)(A)(i)**.

2 A school described in **Section 170(b)(1)(A)(ii)**. (Attach Schedule E)

3 A hospital or a cooperative hospital service organization described in **Section 170(b)(1)(A)(iii)**. (Attach Schedule H)

4 A medical research organization operated in conjunction with a hospital described in **Section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state

5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **Section 170(b)(1)(A)(iv)**. (Complete Part II)

6 A federal, state, or local government or governmental unit described in **Section 170(b)(1)(A)(v)**.

7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **Section 170(b)(1)(A)(vi)** (Complete Part II)

8 A community trust described in **Section 170(b)(1)(A)(vi)** (Complete Part II)

9 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 exempt 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)**. (Complete Part III)

10 An organization organized and operated exclusively to test for public safety See **Section 509(a)(4)**. (See instructions)

11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **Section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h

e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii) a family member of a person described in (i) above?

(iii) a 35% controlled entity of a person described in (i) or (ii) above?

h Provide the following information about the organizations the organization supports

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (See Instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)
Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add line 1-3						
5 The portion of total contribution by each person (other than a government unit or publicly supported organization) included on line 1 that exceed 2% of the amount shown on line 11, column (f)						
6 Public Support subtract line 5 from line 4						

Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total Support (Add lines 7 through 10)						
12 Gross receipts from related activities, etc (See instructions)					12	

13 First Five Years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here**

**Computation of Public Support Percentage**

14 Public Support Percentage for 2008 (line 6 column (f) divided by line 11 column (f))	14	
15 Public Support Percentage for 2007 Schedule A, Part IV-A, line 26f	15	
16a 33 1/3% Test - 2008. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		
b 33 1/3% Test - 2007. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		
17a 10% Facts and Circumstances Test - 2008. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		
b 10% Facts and Circumstances Test - 2007. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		
18 Private Foundation. If the organization did not check the box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions		

Part III Support Schedule for Organizations Described in IRC 509(a)(2)
 (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	2,357,771	1,024,535	2,688,477	2,193,927	5,643,813	13,908,523
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	7,579,145	7,845,347	7,954,358	9,972,809	10,491,241	43,842,900
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total Add lines 1-5	9,936,916	8,869,882	10,642,835	12,166,736	16,135,054	57,751,423
7a Amounts included on lines 1, 2, and 3 received from disqualified persons				86,000	1,172,000	1,258,000
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000						0
c Total of lines 7a and 7b				86,000	1,172,000	1,258,000
8 Public Support (Subtract line 7c from line 6)						56,493,423

Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6	9,936,916	8,869,882	10,642,835	12,166,736	16,135,054	57,751,423
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	72,233	115,263	113,673	93,726	-187,329	207,566
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after 30 June, 1975						0
c Add lines 10a and 10b	72,233	115,263	113,673	93,726	-187,329	207,566
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on					17,260	17,260
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	131,056	132,272	253,768	335,452	368,896	1,221,444
13 Total Support (Add lines 9, 10c, 11 and 12)						59,197,693
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						►

Computation of Public Support Percentage

15 Public Support Percentage for 2008 (line 8 column (f) divided by line 13 column (f))	15	95 430 %
16 Public Support Percentage for 2007 Schedule A, Part IV-A, line 27g	16	97 450 %

Computation of Investment Income Percentage

17 Investment Income Percentage for 2008 (line 10c column (f) divided by line 13 column (f))	17	0 350 %
18 Investment Income Percentage from 2007 Schedule A, Part IV-A, line 27h	18	0 900 %
19a 33 1/3% Tests - 2008. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		►✓
b 33 1/3% Tests - 2007. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		►
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions		►

Part IV **Supplemental Information.** Complete this part to provide the information required by Part II, line 10; Part II, line 17a or 17b, or Part III, line 12. Provide any other additional information. (see instructions)

Facts and Circumstances Test

Additional Data

Software ID:
Software Version:
EIN: 94-2145930
Name: NatureBridge

Form 990, Part VII - Section Aaa

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual Trustee or Director	Institutional Trustee	Officer	Key employee	Highest compensated employee			
Wilford Welch , Director	2 00	X					0	0	0
Tracy Thompson , Director	2 00	X					0	0	0
Tom Sanford , ED-OPI	40 00		X				54,159	0	13,603
Tod O Dobratz , CFO	40 00		X				0	0	0
Tim Spangler , Director	2 00	X					0	0	0
Teresa Allred , Director	2 00	X					0	0	0
Susan V Smartt , President & CEO	40 00	X	X				87,525	0	3,792
Stephen Lockhart MD , Director	2 00	X					0	0	0
Scott Schaffer , COO & Vice Pres	40 00		X				136,534	0	8,661
Scott Minick , Director	2 00	X					0	0	0
Robert Blair , Director	2 00	X					0	0	0
Pat Serie , Director	2 00	X					0	0	0
Matthew A Baxter , Director	2 00	X					0	0	0
Mary Kiely PHD , Vice Chair	2 00	X					0	0	0
Leigh Westerlund , ED-YI	40 00		X				79,204	0	13,521
John Kinney , Director	2 00	X					0	0	0
Jill Sideman , Director	2 00	X					0	0	0
Jason Morris , VP DEVEL/MKTG	40 00		X				118,623	0	7,885
Helen Benjamin , Director	2 00	X					0	0	0
Greg Moga , Director	2 00	X					0	0	0
Gordon Geballe PHD , Director	2 00	X					0	0	0
Ginger Lew , Director	2 00	X					0	0	0
Geoffrey Given , Director	2 00	X					0	0	0
Elizabeth Larose , ED-HI	40 00		X				44,522	0	4,137
David Placek , Director	2 00	X					0	0	0
David Brown , Treasurer	2 00	X					0	0	0
Charlie Quaid , CFO	40 00		X				107,651	0	6,166
Charlene Low , Director	2 00	X					0	0	0
Beau Perry , Director	2 00	X					0	0	0
Allan Prager , Secretary	2 00	X					0	0	0

SCHEDULE D

(Form 990)

OMB No 1545-0047

Supplemental Financial Statements**2008****Open to Public Inspection**Department of the Treasury
Internal Revenue Service

► Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

Name of the organization

NatureBridge

Employer identification number

94-2145930

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate Contributions to (during year)		
3 Aggregate Grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or pleasure) Preservation of an historically important land area

Protection of natural habitat Preservation of certified historic structure

Preservation of open space

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a	
2b	
2c	
2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ►

4 Number of states where property subject to conservation easement is located ►

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds?

 Yes No

6 Staff or volunteer hours devoted to monitoring, inspecting and enforcing easements during the year ►

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ► \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?

 Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$

(ii) Assets included in Form 990, Part X ► \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$

b Assets included in Form 990, Part X ► \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a Public exhibition d Loan or exchange programs
 b Scholarly research e Other
 c Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Trust, Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain why in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance	622,748				
b Contributions	600				
c Investment earnings or losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	623,348				

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ►
 b Permanent endowment ► 100 000 %
 c Term endowment ►

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations
 (ii) related organizations

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

Yes	No
3a(i)	No
3a(ii)	No
3b	No

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land				
b Buildings		6,252,842	4,459,601	1,793,241
c Leasehold improvements				
d Equipment		358,745		358,745
e Other		5,944,364		5,944,364
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)			►	8,096,350

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
Total. (Column (b) should equal Form 990, Part X, col (B) line 12.) ►		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13.) ►		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
Total. (Column (b) should equal Form 990, Part X, col.(B) line 15.)	►

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of Liability	(b) Amount
Federal Income Taxes	
Deposits	21,030
Capital Lease Payable	14,820
Total. (Column (b) should equal Form 990, Part X, col (B) line 25.) ►	35,850

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	16,258,542
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	12,755,646
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	3,502,896
4	Net unrealized gains (losses) on investments	4	87,444
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	-530,593
9	Total adjustments (net) Add lines 4 - 8	9	-443,149
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	3,059,747

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	16,802,337
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	87,444
b	Donated services and use of facilities	2b	237,694
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	155,826
e	Add lines 2a through 2d	2e	480,964
3	Subtract line 2e from line 1	3	16,321,373
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	-62,831
c	Add lines 4a and 4b	4c	-62,831
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	16,258,542

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	13,742,590
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	237,694
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	749,250
e	Add lines 2a through 2d	2e	986,944
3	Subtract line 2e from line 1	3	12,755,646
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	12,755,646

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part XIV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b

Identifier	Return Reference	Explanation
Part XIII, Line 2d	Part XIII, Line 2d Other expenses and losses per audited F/S	Special event expenses \$62831 Contributed rent from leasehold rights \$686419
Part XII, Line 2d	Part XII, Line 2d Other revenue amounts included in F/S but not included on form 990	Accretion of discount \$155826
Part XI, Line 8	Part XI, Line 8 Other Changes in Net Assets or Fund Balances	Accretion of Discount on Future Leasehold \$155826 Contributed Rent from Future Leasehold \$ -686419

Supplemental Information Regarding Fundraising or Gaming Activities

2008

Open to Public Inspection

► **Attach to Form 990 or Form 990-EZ. Must be completed by organizations that answer "Yes" to Form 990, Part IV lines 17, 18, or 19, and by organizations that enter more than \$15,000 on Form 990-EZ, line 6a.**

Employer identification number

94-2145930

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising activities?

Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization. Form 990-EZ filers are not required to complete this table.

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing

GA

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events (Add col (a) through col (c))
		<u>National</u> (event type)	<u>Olympic</u> (event type)	(total number)	
Revenue	1 Gross receipts	40,525	39,427		79,952
	2 Less Charitable contributions	40,525	36,752		77,277
	3 Gross revenue (line 1 minus line 2)		2,675		2,675
Direct Expenses	4 Cash Prizes				
	5 Non-cash Prizes				
	6 Rent/Facility costs		1,750		1,750
	7 Other direct expenses	39,006	22,075		61,081
	8 Direct expense summary Add lines 4 through 7 in column (d) ►				62,831
	9 Net income summary Combine lines 3 and 8 in column (d) ►				-60,156

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ►				
	8 Net gaming income summary Combine lines 1 and 7 in column (d) ►				

9 Enter the state(s) in which the organization operates gaming activities	<input type="checkbox"/> Yes	<input type="checkbox"/> No
a Is the organization licensed to operate gaming activities in each of these states?	<input type="checkbox"/> 9a	
b If "No," Explain _____		
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	<input type="checkbox"/> 10a	
b If "Yes," Explain _____		
11 Does the organization operate gaming activities with nonmembers?	<input type="checkbox"/> 11	
12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?	<input type="checkbox"/> 12	

	Yes	No	
13 Indicate the percentage of gaming activity operated in	13a	13b	
a The organization's facility	13a	13b	
b An outside facility	13a	13b	
14 Provide the name and address of the person who prepares the organization's gaming/special events books and records			
Name ►			
Address ►			
15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?	15a		
b If "Yes," enter the amount of gaming revenue received by the organization ► \$ _____ and the amount of gaming revenue retained by the third party ► \$ _____			
c If "Yes," enter name and address			
Name ►			
Address ►			
16 Gaming manager information			
Name ►			
Gaming manager compensation ► \$ _____			
Description of services provided ►			
<input type="checkbox"/> Director/officer	<input type="checkbox"/> Employee	<input type="checkbox"/> Independent contractor	
17 Mandatory distributions			
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?	17a		
b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$ _____			

2008

Open to Public
Inspection**SCHEDULE O**
(Form 990)**Supplemental Information to Form 990**

► **Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.**

Department of the Treasury
Internal Revenue Service

Name of the organization
NatureBridge

Employer identification number

94-2145930

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 19	Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	Available upon request

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 15b	Form 990, Part VI, Line 15b Compensation Review and Approval Process for Officers and Key Employees	Board performs an annual assessment of CEO's performance which includes feedback from the staff of the organization. Board determines annual compensation after consulting with Human Resources Director and others for comparable data

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 12c	Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	NatureBridge has a policy, which everyone must read at the time they are hired. The policy is reviewed by the Board members and management on a regular basis. When the management gains knowledge about a potential conflict of interest, they investigate it, and/or take it to the board, if appropriate. If the potential conflict of interest is at the Board level, the appropriate members excuse themselves from voting or influencing a decision on the matter

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 10	Form 990, Part VI, Line 10 Form 990 Review Process	Every member of the Board of Directors is provided an electronic copy of the Form 990 to review prior to its filing

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 4	Form 990, Part VI, Line 4 Description of Significant Changes to Organizational Documents	NatureBridge amended its primary place of business in Mariposa County to San Francisco County. The Article of Incorporation has been amended to read as follows "The county in the State of California where the principal office for the transaction of the business of this corporation is to be located is the County of San Francisco"

SCHEDULE R (Form 990)

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2008

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

► **Attach to Form 990.** To be completed by organizations that answered "Yes" to Form 990, Part IV, lines 33, 34, 35, 36, or 37.
► See separate instructions.

► **See separate instructions**

Name of the organization

NatureBridge

Employer identification number

94-2145930

Part I Identification of Disregarded Entities

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
Presidio Environmental Institute					
28 Geary Street Suite 650 San Francisco, CA94108 91-1818653	Field Science Education	CA	509(a)(2)	501(c)(3)	NatureBridge
Olympic Park Institute					
111 Barnes Point Road Port Angeles, WA98363 91-1818660	Field Science Education	WA	509(a)(2)	501(c)(3)	NatureBridge
Headlands Institute					
GGNRA Building 1033 Sausalito, CA94965 68-0390493	Field Science Education	CA	509(a)(2)	501(c)(3)	NatureBridge
Yosemite Institute					
PO Box 487 Yosemite, CA95389 91-1818666	Field Science Education	CA	509(a)(2)	501(c)(3)	NatureBridge

Part III Identification of Related Organizations Taxable as a Partnership

Part IV Identification of Related Organizations Taxable as a Corporation or Trust

Part V Transactions with Related Organizations**Note.** Complete line 1 if any entity is listed in Parts II, III or IV**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity
- b** Gift, grant, or capital contribution to other organization(s)
- c** Gift, grant, or capital contribution from other organization(s)
- d** Loans or loan guarantees to or for other organization(s)
- e** Loans or loan guarantees by other organization(s)
- f** Sale of assets to other organization(s)
- g** Purchase of assets from other organization(s)
- h** Exchange of assets
- i** Lease of facilities, equipment, or other assets to other organization(s)
- j** Lease of facilities, equipment, or other assets from other organization(s)
- k** Performance of services or membership or fundraising solicitations for other organization(s)
- l** Performance of services or membership or fundraising solicitations by other organization(s)
- m** Sharing of facilities, equipment, mailing lists, or other assets
- n** Sharing of paid employees
- o** Reimbursement paid to other organization for expenses
- p** Reimbursement paid by other organization for expenses
- q** Other transfer of cash or property to other organization(s)
- r** Other transfer of cash or property from other organization(s)

	Yes	No
1a		No
1b		No
1c	Yes	
1d		No
1e		No
1f		No
1g		No
1h		No
1i		No
1j		No
1k		No
1l		No
1m		No
1n		No
1o		No
1p		No
1q		No
1r		No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

	(A) Name of other organization(s)	(B) Transaction type(a-r)	(C) Amount Involved
(1)	Olympic Park Institute	c	43,460
(2)	Headlands Institute	c	3,831
(3)	Yosemite Institute	c	5,929
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

**NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009**

EIN#94-2145930

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					BALANCE	DISPOSALS	
		200	200	-	200				200		
		2 226	445	1 781	-				(0)		
		3 032	606	2 426	3 032				910		
		9 101	1 820	7 281	-				0		
		2 693	539	2 154	-				(0)		
		524	105	419	-				0		
		836	84	752	836				167		
		7 351	735	6 616	7 351				1 470		
		703	70	633	703				141		
		5 231	523	4 708	5 231				1 046		
		9 174	917	8 256	9 174				1 835		
		2 884	577	2 307	2 884				1 154		
		2 182	436	1 746	2 182				873		
		1 317	263	1 054	1 317				527		
		525	53	473	525				105		
		6 650	665	5 985	6 650				1 330		
		1 764	176	1 588	1 764				353		
		3 088	618	2 470	3 088				1 235		
		25 654	2 565	23 089	25 654				5 131		
		1 283	257	1 027	1 283				513		
		17 144	1 714	15 429	17 144				3 429		
		-	-	-	-				-		
		-	-	-	-				-		
		-	-	-	-				-		
		-	-	-	-				-		
		-	-	-	-				-		
		-	-	-	-				-		
		-	-	-	-				-		
		5 619	-	5 619	-				-		
		62 374	-	62 374	62 374				3 119		
		1 402	-	1 402	1 402				140		
		71 965	-	71 965	71 965				3 598		
		26 708	-	26 708	26 708				1 781		
		1 525	-	1 525	1 525				508		
		2 346	-	2 346	2 346				469		
		5 225	-	5 225	5 225				1 045		
		722	-	722	722				144		
		500	-	500	500				100		
		59 986	-	59 986	59 986				2 999		
		6 664	-	6 664	6 664				666		
		12 527	-	12 527	12 527				1 253		
		2 070	-	2 070	2 070				207		
					34 088				-		
					3 471				-		
					4 987				-		
					8 735				-		
					6 500				-		
					4 070				-		
					5 872				-		
					12 000				-		
					2 964				-		
					3 844				-		
		789 342	306 176	483 166	849 549				342 550		
		48 820	48 820	-	48 820				48 820		

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					BALANCE 6/30/2009	DISPOSALS	
			288	288	-	288			288		
			938	938	-	938			938		
			1 600	1 600	-	1 600			1 600		
			622	622	-	622			622		
			1 802	1 802	-	1 802			1 802		
			4 750	4 750	-	4 750			4 750		
			4 750	4 750	-	4 750			4 750		
			5 649	5 649	-	5 649			5 649		
			5 649	5 649	-	5 649			5 649		
			1 810	1 810	-	1 810			1 810		
			1 189	1 189	-	1 189			1 189		
			4 382	4 022	360	4 382			4 241		
			2 035	2 035	-	2 035			2 035		
			1 200	1 200	-	1 200			1 200		
			13 657	8 834	4 823	13 657			9 339		
			33 687	33 634	53	33 687			33 687		
			10 062	10 062	-	10 062			10 062		
			3 160	3 160	-	3 160			3 160		
			846	846	-	846			846		
			2 179	2 179	-	2 179			2 179		
			13 396	13 396	-	13 396			13 396		
			93 920	93 920	-	93 920			93 920		
			1 000	1 000	-	1 000			1 000		
			835	835	-	835			835		
			403	403	-	403			403		
			2 179	2 179	-	2 179			2 179		
			3 000	3 000	-	3 000			3 000		
			31 160	31 160	-	31 160			31 160		
			843	843	-	843			843		
			616	616	-	616			616		
			3 936	3 936	-	3 936			3 936		
			3 065	3 065	-	3 065			3 065		
			656	473	183	656			505		
			15 895	10 570	5 324	15 895			11 365		
			2 970	2 970	-	2 970			2 970		
			6 697	6 697	-	6 697			6 697		
			240 903	240 903	-	240 903			240 903		
			23 951	23 951	-	23 951			23 951		
			1 100	1 100	-	1 100			1 100		
			4 929	3 297	1 632	4 929			3 543		
			8 675	8 675	-	8 675			8 675		
			74	74	-	74			74		
			700	700	-	700			700		
			3 016	3 016	-	3 016			3 016		
			1 400	1 400	-	1 400			1 400		
			6 124	6 124	-	6 124			6 124		
			813	813	-	813			813		
			813	813	-	813			813		
			880	880	-	880			880		
			884	884	-	884			884		
			6 124	6 124	-	6 124			6 124		
			1 200	1 200	-	1 200			1 200		
			5 000	5 000	-	5 000			5 000		
			81 231	81 231	-	81 231			81 231		
			5 798	5 798	-	5 798			5 798		
			950	950	-	950			950		
			2 520	2 520	-	2 520			2 520		
			1 570	1 570	-	1 570			1 570		
			23 123	23 123	-	23 123			23 123		
			275	275	-	275			275		
			1 269	1 269	-	1 269			1 269		
			6 600	6 600	-	6 600			6 600		
			1 536	1 536	-	1 536			1 536		
			10 001	10 001	-	10 001			10 001		
			1 850	1 850	-	1 850			1 850		
			1 420	1 420	-	1 420			1 420		
			2 100	2 100	-	2 100			2 100		
			31 690	16 610	15 080	31 690			19 779		
			1 000	1 000	-	1 000			1 000		
			2 150	2 150	-	2 150			2 150		
			1 120	1 120	-	1 120			1 120		
			10 750	9 102	1 648	10 750			10 177		
			2 232	2 232	-	2 232			2 232		

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2008	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					BALANCE 6/30/2009	YTD	
1 160		1 160	-	1 160					1 160		
1 798		1 798	-	1 798					1 798		
3 100		3 100	-	3 100					3 100		
1 172		1 172	-	1 172					1 172		
1 170		1 170	-	1 170					1 170		
1 571		1 571	-	1 571					1 571		
1 674		1 674	-	1 674					1 674		
1 795		1 795	-	1 795					1 795		
3 620		3 620	-	3 620					3 620		
2 019		2 019	-	2 019					2 019		
7 580		5 698	1 882	7 580					6 456		
12 500		12 500	-	12 500					12 500		
6 287		6 287	-	6 287					6 287		
3 000		3 000	-	3 000					3 000		
3 036		3 036	-	3 036					3 036		
2 826		2 826	-	2 826					2 826		
2 087		2 087	-	2 087					2 087		
531		531	-	531					531		
392		392	-	392					392		
1 200		1 200	-	1 200					1 200		
1 818		1 818	-	1 818					1 818		
7 325		7 325	-	7 325					7 325		
4 000		4 000	-	4 000					4 000		
15 203		15 203	-	15 203					15 203		
17 394		17 394	-	17 394					17 394		
2 724		2 724	-	2 724					2 724		
15 826		8 290	7 536	15 826					9 873		
600		600	-	600					600		
906		837	69	906					906		
30 609		16 950	13 659	30 609					20 011		
2 369		2 369	-	2 369					2 369		
8 103		5 708	2 395	8 103					6 518		
4 369		4 369	-	4 369					4 369		
3 688		3 688	-	3 688					3 688		
1 819		1 819	-	1 819					1 819		
2 648		1 850	798	2 648					2 114		
7 807		1 840	5 967	7 807					2 101		
3 045		3 045	-	3 045					3 045		
3 681		3 681	-	3 681					3 681		
1 081		675	406	1 081					783		
6 485		6 485	-	6 485					6 485		
5 264		3 417	1 848	5 264					3 943		
5 000		4 462	538	5 000					4 962		
9 000		3 874	5 127	9 000					4 774		
9 000		3 875	5 125	9 000					4 775		
1 096		1 096	-	1 096					1 096		
12 226		7 647	4 579	12 226					8 870		
2 161		2 161	-	2 161					2 161		
480		288	192	480					336		
563		353	210	-					(0)		
1 179		1 179	-	1 179					1 179		
550		550	-	550					550		
9 400		5 624	3 776	9 400					6 564		
1 500		911	589	1 500					1 061		
1 695		1 695	-	1 695					1 695		
1 695		1 695	-	1 695					1 695		
1 055		1 055	-	1 055					1 055		
2 921		1 616	1 305	2 921					1 908		
7 538		4 174	3 365	7 538					4 928		
5 736		3 194	2 541	5 736					3 768		
1 933		1 254	679	1 933					1 447		
8 144		4 325	3 819	8 144					5 139		
7 840		7 840	-	7 840					7 840		
7 500		4 146	3 354	7 500					4 896		
12 011		6 002	6 009	12 011					7 203		
17 450		9 145	8 305	17 450					10 890		
812		812	-	812					812		
8 000		3 610	4 390	8 000					4 410		
809		414	396	809					495		
9 954		4 896	5 058	9 954					5 891		
2 812		1 367	1 445	2 812					1 649		
2 881		2 833	49	2 881					2 881		
2 799		1 365	1 434	2 799					1 645		
4 631		2 291	2 340	4 631					2 754		

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2008	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					DISPOSALS	YTD	
5 940		2 888	3 052	5 940					3 482		
3 300		1 612	1 688	3 300					1 942		
1 710		818	892	1 710					989		
2 157		2 087	70	2 157					0		
8 850		3 990	4 860	8 850					4 875		
3 000		1 350	1 650	3 000					1 650		
10 785		4 857	5 928	10 785					5 936		
1 128		466	662	1 128					578		
3 167		1 387	1 780	3 167					1 704		
985		429	556	985					(0)		
633		272	362	633					0		
1 141		518	623	1 141					0		
(2 400)		(2 400)	-	(2 400)					(2 400)		
436		436	-	436					436		
2 282		640	1 641	2 282					868		
184		184	-	184					184		
1 270		573	697	1 270					700		
2 213		965	1 248	2 213					1 186		
1 356		807	550	1 356					1 078		
1 436		575	861	1 436					719		
483		283	200	483					331		
1 875		783	1 092	1 875					970		
1 875		767	1 108	1 875					955		
1 083		448	635	1 083					(0)		
1 602		648	954	1 602					808		
2 162		856	1 306	2 162					(0)		
8 945		3 517	5 428	8 945					4 412		
3 120		838	2 282	3 120					1 150		
1 897		1 495	402	1 897					1 874		
1 245		981	264	1 245					1 230		
28 677		10 037	18 640	28 677					12 905		
668		465	203	668					599		
2 675		1 880	795	2 675					2 415		
1 727		1 184	543	1 727					1 529		
2 575		1 804	771	2 575					2 319		
3 550		2 187	1 363	3 550					2 897		
6 165		2 466	3 699	6 165					-		
8 545		1 709	6 836	8 545					2 564		
6 077		1 215	4 862	6 077					1 823		
2 700		675	2 025	2 700					-		
650		163	488	650					244		
2 207		883	1 324	2 207					0		
547		365	182	547					0		
105		70	35	105					(0)		
473		315	158	473					(0)		
4 000		1 600	2 400	4 000					2 400		
10 000		2 000	8 000	10 000					3 000		
1 760		704	1 056	1 760					-		
6 589		2 636	3 953	6 589					0		
386		155	232	386					(0)		
527		211	316	527					0		
778		311	467	778					(0)		
976		390	585	976					0		
719		288	431	719					0		
5 000		1 250	3 750	5 000					1 875		
1 616		404	1 212	1 616					606		
1 616		404	1 212	1 616					606		
4 297		1 074	3 223	4 297					0		
2 997		749	2 248	2 997					0		
1 550		388	1 163	1 550					0		
11 074		2 768	8 305	11 074					4 153		
780		312	468	780					0		
500		200	300	500					0		
2 000		800	1 200	2 000					-		
80		32	48	80					(0)		
733		293	440	733					(0)		
6 950		1 390	5 560	6 950					-		
3 682		1 473	2 209	3 682					0		
5 000		1 250	3 750	5 000					1 875		
3 000		1 200	1 800	3 000					-		
3 600		1 440	2 160	3 600					-		
3 000		1 200	1 800	3 000					-		
950		633	317	950					-		
280		187	93	280					(0)		

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NatureBridge
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ASSET NO	SERVICE DATE	EST USEFUL LIFE	BALANCE 6/30/2008	ACCUM DEP AS OF 6/30/2008	Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009	BOOK VALUE As Of 6/30/2009
					1 254				-	
					1 657				-	
					1 870				-	
					1 604				-	
					921				-	
					1 004				-	
					-				-	
			1 199 744	797 339	402 405	1 202 120			853 984	
			10 375	-	10 375	10 375			-	
			3 220	-	3 220	3 220			-	
			-	-	-	-			-	
			13 595	-	13 595	13 595			-	
			732 828	97 719	635 109	732 828			122 147	
			732 828	97 719	635 109	732 828			122 147	
			67 328	67 328	-	67 328			67 328	
			4 956	4 956	-	4 956			4 956	
			3 500	3 500	-	3 500			3 500	
			5 856	5 856	-	5 856			5 856	
			13 328	13 328	-	13 328			13 328	
			2 850	2 850	-	2 850			2 850	
			500	296	204	500			346	
			-	-	-	-			-	
			98 318	98 114	204	98 318			98 164	
			71 393	40 663	30 730	71 393			47 802	
			18 275	1 828	16 448	18 275			2 741	
			89 668	42 490	47 178	89 668			50 543	
			44 608	44 608	-	44 608			44 608	
			9 730	9 730	-	9 730			9 730	
			6 161	6 161	-	6 161			6 161	
			1 879	1 879	-	1 879			1 879	
			3 476	3 476	-	3 476			3 476	
			6 070	6 070	-	6 070			6 070	
			1 315	1 315	-	1 315			1 315	
			1 051	1 051	-	1 051			1 051	
			3 209	3 209	-	3 209			3 209	
			3 228	3 228	-	3 228			3 228	
			-	-	-	-			-	
			732	732	-	732			732	
			1 868	747	1 121	1 868			1 121	
			-	-	-	-			-	
			2 600	520	2 080	2 600			780	
			1 895	474	1 421	1 895			711	
			2 650	663	1 988	-			(0)	
			1 052	210	842	1 052			421	
			2 250	-	2 250	2 250			450	
			3 000	-	3 000	3 000			300	
			-	-	-	-			-	
									2 373	
									1 370	
									28 047	
			96 775	84 073	12 701	125 915			85 242	
			2 884	2 613	271	2 884			2 884	
			4 150	4 150	-	4 150			4 150	
			2 046	2 046	-	2 046			2 046	
			3 201	3 201	-	3 201			3 201	
			3 201	3 201	-	3 201			3 201	
			2 244	2 244	-	2 244			2 244	

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ASSET NO	SERVICE DATE	EST USEFUL LIFE	BALANCE 6/30/2008	ACCUM DEP AS OF 6/30/2008	Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009	BOOK VALUE As Of 6/30/2009	
			2 244	2 244	-	2 244			2 244		
			6 964	6 964	-	6 964			6 964		
			6 750	6 727	23	6 750			6 750		
			3 000	3 000	-	3 000			3 000		
			1 300	1 300	-	1 300			1 300		
			3 275	3 248	27	3 275			3 275		
			4 740	4 740	-	4 740			4 740		
			325	325	-	325			325		
			-	-	-	-			-		
			46 324	46 004	321	46 324			46 324		
			450	-	450	450			90		
			340	-	340	340			68		
			2 175	-	2 175	2 175			435		
			23 521	-	23 521	23 521			1 176		
			178 084	-	178 084	178 084			8 904		
			42 719	-	42 719	42 719			2 136		
			36 071	-	36 071	36 071			1 804		
			15 988	-	15 988	15 988			799		
			46	-	46	46			2		
			30 938	-	30 938	30 938			1 547		
			48 630	-	48 630	48 630			2 432		
			-	-	-	-			-		
			-	-	-	-			-		
			378 962	-	378 962	378 962			19 393		
			85 000	54 422	30 578	85 000			57 255		
			110 000	66 466	43 534	110 000			70 133		
			75	75	-	75			75		
			250	250	-	250			250		
			939	939	-	939			939		
			1 764	1 764	-	1 764			1 764		
			1 327	1 327	-	1 327			1 327		
			92 938	26 139	66 799	92 938			29 236		
			75 415	21 160	54 255				(0)		
			105 008	39 676	65 332	105 008			43 176		
			472 716	212 218	260 498	397 301			204 156		
			-	-	-	-			-		
			Total Buildings and Improvements	6 238 553	2 933 809	3 304 744	6 252 843	303 840	(87 159)	3 150 491	3 102 352
				-	-	-			-		
			Capitalized Development Projects								
			52 893	-	52 893	52 893			-		
			32 588	-	32 588	32 588			-		
			9 632	-	9 632	9 632			-		
			9 207	-	9 207	9 207			-		
			95 373	-	95 373	95 373			-		
			69 856	-	69 856	69 856			-		
			89 803	-	89 803	89 803			-		
			-	-	-	143 863			-		
			-	-	-	-			-		
			-	-	-	-			-		
			359 353	-	359 353	503 215			-		

			2 002 501	-	2 002 501	2 002 501			-	
			3 612	-	3 612	3 612			-	
			14 954	-	14 954	14 954			-	
			66	-	66	66			-	

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ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2008	DEP EXP YTD	DISPOSALS	ACCUM DEP		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					BAL AS OF 6/30/2009	BOOK VALUE As Of 6/30/2009	
			47 380	-	47 380	47 380			9 476		
			732	-	732	732			146		
			-	-	-	-					
			121 055	72 943	48 112	121 055			82 565		
			18 861	18 861	-	18 861			18 861		
			22 250	22 250	-	22 250			22 250		
			-	-	-	-			-		
			7 000	7 000	-	7 000			7 000		
			24 044	24 044	-	24 044			24 044		
			24 145	19 306	4 839	-			-		
			3 000	1 850	1 150	-			-		
			11 257	2 251	9 005	11 257			4 503		
			46 079	-	46 079	46 079			9 216		
			-	-	-	-			-		
			156 636	95 562	61 074	129 491			85 874		
			394 358	245 704	148 654	358 745			248 310		

Equipment & Furniture											
			11 567	11 567	-	11 567			11 567		
			4 364	4 364	-	4 364			4 364		
			1 816	1 816	-	1 816			1 816		
			1 025	1 025	-	1 025			1 025		
			267	267	-	267			267		
			1 462	1 462	-	1 462			1 462		
			600	600	-	600			600		
			7 706	7 706	-	7 706			7 706		
			884	884	-	884			884		
			1 083	1 083	-	1 083			1 083		
			1 287	1 287	-	1 287			1 287		
			6 404	6 404	-	6 404			6 404		
			7 400	7 400	-	7 400			7 400		
			2 129	2 129	-	2 129			2 129		
			5 365	5 365	-	5 365			5 365		
			9 544	9 544	-	-			0		
			1 234	1 234	-	-			0		
			2 714	2 714	-	2 714			2 714		
			574	574	-	574			574		
			350	350	-	350			350		
			4 197	4 197	-	-			-		
			2 465	2 465	-	2 465			2 465		
			1 071	1 071	-	1 071			1 071		
			2 289	2 289	-	2 289			2 289		
			2 940	2 940	-	2 940			2 940		
			673	673	-	673			673		
			3 264	3 264	-	3 264			3 264		
			1 822	1 822	-	-			-		
			3 398	3 398	-	3 398			3 398		
			2 298	2 298	-	2 298			2 298		
			1 849	1 849	-	1 849			1 849		
			461	461	-	461			461		
			2 544	2 544	-	2 544			2 544		
			345	345	-	345			345		
			2 065	2 065	-	-			0		
			952	952	-	952			952		
			210	210	-	-			-		
			774	774	-	-			-		
			515	515	-	515			515		

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ASSET NO	SERVICE DATE	EST USEFUL LIFE	BALANCE 6/30/2008	ACCUM DEP AS OF 6/30/2008	Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009	BOOK VALUE As Of 6/30/2009
			515	515	-	515			515	
			1 544	1 544	-	1 544			1 544	
			6 146	5 649	497	6 146			6 146	
			8 199	7 692	507	8 199			8 199	
			6 153	6 153	-	6 153			6 153	
			960	960	-	960			960	
			268	268	-	-			-	
			7 475	7 013	462	7 475			7 475	
			1 929	1 929	-	-			-	
			1 950	1 814	136	1 950			1 950	
			1 786	1 603	183	1 786			1 782	
			701	701	-	-			0	
			10 258	10 258	-	10 258			10 258	
			3 855	3 237	618	3 855			3 622	
			1 012	1 012	-	1 012			1 012	
			856	856	-	856			856	
			865	714	151	865			801	
			520	520	-	520			520	
			520	520	-	520			520	
			2 040	1 717	323	2 040			1 921	
			2 780	2 780	-	2 780			2 780	
			667	667	-	-			-	
			2 449	2 295	154	2 449			2 449	
			1 869	1 869	-	-			-	
			2 792	2 332	460	2 792			2 611	
			4 642	4 642	-	-			-	
			9 939	9 939	-	-			-	
			1 516	1 516	-	1 516			1 516	
			2 564	2 134	430	2 564			2 390	
			631	513	118	631			577	
			5 428	3 416	2 012	5 428			3 958	
			5 553	5 553	-	5 553			5 553	
			889	889	-	889			889	
			2 801	2 801	-	2 801			2 801	
			7 921	7 921	-	7 921			7 921	
			1 651	1 651	-	1 651			1 651	
			3 104	3 104	-	3 104			3 104	
			10 276	10 276	-	-			-	
			3 154	1 755	1 400	3 154			2 070	
			8 791	8 791	-	8 791			8 791	
			1 097	1 097	-	1 097			1 097	
			2 583	2 583	-	2 583			2 583	
			1 707	1 707	-	-			(0)	
			1 000	1 000	-	1 000			1 000	
			1 484	1 484	-	1 484			1 484	
			2 644	2 644	-	-			0	
			2 644	2 644	-	-			-	
			3 531	3 531	-	3 531			3 531	
			1 769	1 769	-	-			0	
			2 210	2 210	-	2 210			2 210	
			5 219	5 219	-	5 219			5 219	
			26 636	26 636	-	26 636			26 636	
			17 002	17 002	-	17 002			17 002	
			2 217	1 697	520	2 217			2 140	
			1 473	1 473	-	-			(0)	
			1 423	1 423	-	-			0	
			1 031	1 031	-	-			(0)	
			2 633	2 633	-	2 633			2 633	
			862	862	-	862			862	
			1 187	594	594	1 187			712	
			829	829	0	829			829	
			793	793	0	793			793	
			593	593	-	593			593	
			797	774	23	797			797	
			1 178	1 131	47	1 178			1 178	
			6 208	6 208	-	6 208			6 208	

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ASSET NO	SERVICE DATE	EST USEFUL LIFE	BALANCE 6/30/2008	ACCUM DEP AS OF 6/30/2008	Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009	BOOK VALUE As Of 6/30/2009
			3 555	3 310	245	3 555			3 555	
			1 681	1 681	-	-			(0)	
			2 680	2 680	-	-			-	
			1 735	1 735	-	1 735			1 735	
			1 293	1 293	-	1 293			1 293	
			3 587	2 635	952	3 587			3 352	
			2 997	2 198	799	2 997			2 797	
			1 675	670	1 005	1 675			1 005	
			440	88	352	440			132	
			910	364	546	-			(0)	
			440	176	264	440			264	
			(2 096)	(2 096)	-	(2 096)			(2 096)	
			1 202	120	1 082	1 202			240	
			1 260	126	1 134	1 260			252	
			3 126	625	2 501	3 126			1 250	
			11 677	2 335	9 342	11 677			4 671	
			634	211	423	634			423	
			2 531	506	2 025	2 531			1 013	
			1 887	377	1 510	1 887			755	
			5 275	1 055	4 220	5 275			2 110	
			25 025	8 342	16 683	25 025			16 683	
			1 690	563	1 127	1 690			1 127	
			1 652	551	1 102	1 652			1 102	
			656	219	437	656			437	
			1 425	285	1 140	1 425			570	
			2 788	-	2 788	2 788			929	
						9 606			-	
						7 254			-	
						5 307			-	
						1 453			-	
						485			-	
						693			-	
						519			-	
						548			-	
						937			-	
						3 469			-	
						2 930			-	
						1 784			-	
						1 726			-	
						1 063			-	
						1 917			-	
						1 189			-	
						-				
			409 351	351 041	58 310	382 131			306 462	
			1 048	1 048	-	1 048			1 048	
			2 241	2 241	-	2 241			2 241	
			11 093	11 093	-	11 093			11 093	
			738	738	-	738			738	
			4 389	4 389	-	4 389			4 389	
			1 500	1 500	-	1 500			1 500	
			512	512	-	512			512	
			1 802	1 802	-	1 802			1 802	
			1 500	1 500	-	1 500			1 500	
			5 975	5 975	-	5 975			5 975	
			2 500	2 500	-	2 500			2 500	
			12 309	12 309	-	-			-	
			430	430	-	-			-	
			2 367	2 367	-	-			-	
			596	596	-	596			596	
			4 638	4 638	-	-			-	
			436	436	-	436			436	

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ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2008	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					BALANCE 6/30/2009	DISPOSALS	
			6 495	6 495	-	-			-		
			343	343	-	-			-		
			1 623	1 623	-	1 623			1 623		
			1 884	1 884	-	1 884			1 884		
			460	460	-	460			460		
			254	254	-	254			254		
			235	235	-	235			235		
			5 219	5 219	-	5 219			5 219		
			12 473	12 473	-	12 473			12 473		
			2 099	2 099	-	-			-		
			3 584	3 584	-	-			-		
			436	436	-	-			-		
			4 144	4 144	-	4 144			4 144		
			1 177	1 177	-	1 177			1 177		
			2 263	2 263	-	2 263			2 263		
			1 177	1 177	-	1 177			1 177		
			1 497	1 497	-	1 497			1 497		
			2 750	2 750	-	-			-		
			7 420	7 420	-	-			-		
			1 929	1 929	-	-			-		
			1 099	1 099	-	1 099			1 099		
			2 501	2 501	-	2 501			2 501		
			1 658	1 658	-	1 658			1 658		
			1 179	1 179	-	-			-		
			1 820	1 820	-	-			-		
			8 077	8 077	-	8 077			8 077		
			3 536	3 536	-	-			-		
			1 179	1 179	-	-			-		
			850	850	-	-			-		
			1 840	1 840	-	1 840			1 840		
			569	569	-	569			569		
			3 228	3 228	-	3 228			3 228		
			1 657	1 657	-	1 657			1 657		
			2 252	2 252	-	2 252			2 252		
			1 061	1 061	-	1 061			1 061		
			5 797	5 797	-	-			-		
			6 277	6 277	-	6 277			6 277		
			2 815	2 815	-	2 815			2 815		
			6 456	6 456	-	6 456			6 456		
			1 100	1 100	-	1 100			1 100		
			1 740	1 740	-	1 740			1 740		
			679	679	-	679			679		
			7 476	5 649	1 827	7 476			6 397		
			535	535	-	535			535		
			4 865	4 865	-	4 865			4 865		
			5 630	5 630	-	5 630			5 630		
			6 208	6 208	-	6 208			6 208		
			8 214	5 791	2 423	8 214			6 612		
			1 282	927	355	1 282			1 056		
			890	890	-	890			890		
			1 724	1 724	-	1 724			1 724		
			1 940	1 940	-	-			-		
			4 414	4 414	-	4 414			4 414		
			642	642	-	642			642		
			11 500	11 500	-	11 500			11 500		
			1 100	1 100	-	1 100			1 100		
			4 368	4 368	-	4 368			4 368		
			2 354	2 354	-	2 354			2 354		
			1 006	1 006	-	1 006			1 006		
			3 619	3 619	-	-			-		
			2 945	2 945	-	2 945			2 945		
			2 565	2 565	-	-			(0)		
			2 522	2 522	-	2 522			2 522		
			1 380	1 380	-	1 380			1 380		
			13 295	13 295	-	-			(0)		
			6 124	6 124	-	-			(0)		

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					DISPOSALS	BOOK VALUE As Of 6/30/2009	
			5 535	3 453	2 082	-				-	
			3 152	3 152	-	3 152				3 152	
			3 570	3 570	-	3 570				3 570	
			5 439	5 439	-	5 439				5 439	
			11 300	11 300	-	11 300				11 300	
			1 577	1 577	-	1 577				1 577	
			540	540	-	540				540	
			1 105	1 105	-	1 105				1 105	
			2 000	1 114	886	2 000				1 314	
			3 074	3 074	-	3 074				3 074	
			1 464	1 464	-	-				-	
			1 384	1 384	-	1 384				1 384	
			20 623	20 623	-	20 623				20 623	
			657	657	-	657				657	
			2 574	2 105	469	-				(0)	
			808	648	160	808				808	
			503	401	102	503				502	
			1 442	1 177	265	-				(0)	
			1 913	1 565	348	1 913				1 913	
			2 675	2 320	355	2 675				2 675	
			32 774	20 754	12 020	32 774				27 308	
			18 203	11 523	6 680	18 203				15 164	
			3 802	2 403	1 399	3 802				3 163	
			3 186	2 599	587	3 186				3 186	
			476	476	-	476				476	
			701	580	121	-				-	
			6 731	5 268	1 463	6 731				6 615	
			2 885	1 081	1 804	2 885				1 370	
			617	617	-	617				617	
			876	876	-	876				876	
			3 721	3 721	-	3 721				3 721	
			188	126	63	-				0	
			1 151	767	384	-				(0)	
			558	372	186	-				(0)	
			1 106	442	664	-				(0)	
			110	73	37	-				(0)	
			1 627	1 084	542	1 627				1 627	
			1 479	986	493	1 479				1 479	
			1 914	1 276	638	-				0	
			3 299	660	2 639	3 299				1 320	
			1 488	496	992	1 488				992	
			1 473	491	982	1 473				982	
			7 652	1 530	6 121	7 652				3 061	
			1 534	307	1 227	1 534				614	
			1 807	602	1 204	1 807				1 204	
			2 271	757	1 514	2 271				1 514	
			1 716	343	1 373	1 716				687	
			1 952	390	1 562	1 952				781	
			2 408	482	1 926	2 408				963	
			996	332	664	-				(0)	
			1 589	530	1 059	1 589				1 059	
			1 310	437	873	1 310				873	
			4 000	1 333	2 666	4 000				2 666	
			713	143	571	713				285	
			6 765	1 353	5 412	6 765				2 706	
			562	187	375	562				375	
			361	-	361	-				0	
			4 872	-	4 872	4 872				974	
			3 188	-	3 188	3 188				638	
			888	-	888	888				296	
			-	-	-	-				-	
			-	-	-	-				-	
			-	-	-	-				-	
			-	-	-	-				-	
			-	-	-	-				-	
			-	-	-	-				-	

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			As of 6/30/2008	6/30/2008						1 808	202	
			5 423	-	5 423	5 423						
			1 008	-	1 008	1 008						
			3 103	-	3 103	3 103						
			11 902	-	11 902	11 902						
			2 603	-	2 603	2 603						
			961	-	961	961						
						12 002						
						16 092						
						775						
			494 783	392 962	101 821	418 850				330 162		
			26 436	10 575	15 862	26 436				15 862		
			20 000	8 000	12 000	-				-		
			-		-	-						
			-		-	-						
			-		-	-						
			-		-	-						
			-		-	-						
			-		-	-						
			46 436	18 575	27 862	26 436				15 862		
			4 553	4 553	-	-				-		
			1 622	1 622	-	-				-		
			7 478	7 478	-	-				-		
			819	819	-	819				819		
			536	536	-	536				536		
			1 574	1 574	-	-				-		
			654	654	-	654				654		
			47 948	47 948	-	47 948				47 948		
			547	547	-	547				547		
			687	687	-	687				687		
			2 099	2 099	-	-				-		
			162	162	-	-				-		
			153	153	-	-				-		
			2 999	2 999	-	-				-		
			4 888	4 888	-	4 888				4 888		
			633	633	-	633				633		
			4 883	4 883	-	4 883				4 883		
			9 737	9 737	-	9 737				9 737		
			2 022	2 022	-	2 022				2 022		
			150	150	-	150				150		
			210	210	-	210				210		
			589	589	-	589				589		
			435	435	-	-				-		
			5 925	5 760	165	-				-		
			3 019	3 019	-	-				-		
			1 078	1 078	-	-				-		
			1 071	1 071	-	-				-		
			1 071	1 071	-	-				-		
			1 071	1 071	-	-				-		
			248	248	-	-				-		
			449	449	-	-				-		
			451	451	-	(0)				(0)		
			161	161	-	0				0		
			1 343	1 343	-	1 343				1 343		
			1 849	1 849	-	1 849				1 849		
			5 859	5 859	-	5 859				5 859		
			2 140	2 140	-	2 140				2 140		
			451	451	-	451				451		
			2 597	2 597	-	2 597				2 597		
			2 758	2 758	-	2 758				2 758		
			2 686	2 686	-	2 686				2 686		
			678	678	-	678				678		

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ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP BAL AS OF 6/30/2009		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					839		
			-	-							
			-	-					49 145		
			-	-					9 338		
			-	-					3 091		
			-	-					9 918		
			274 155	184 906	89 248	266 927				124 691	
			2 100	2 100	-	2 100				2 100	
			2 087	2 087	-	2 087				2 087	
			768	768	-	768				768	
			5 694	5 694	-	5 694				5 694	
			4 909	4 909	-	4 909				4 909	
			1 215	1 215	-	1 215				1 215	
			1 794	1 794	-	1 794				1 794	
			18 567	18 567	-	18 567				18 567	
			642	642	-	642				642	
			3 295	3 295	-	3 295				3 295	
			1 800	1 800	-	1 800				1 800	
			11 273	11 273	-	11 273				11 273	
			2 051	2 051	-	2 051				2 051	
			1 477	1 477	-	1 477				1 477	
			5 444	5 444	-	5 444				5 444	
			1 000	1 000	-	1 000				1 000	
			1 535	1 535	-	1 535				1 535	
			2 787	2 787	-	2 787				2 787	
			31 304	31 304	-	31 304				31 304	
			2 075	2 075	-	2 075				2 075	
			6 890	6 890	-	6 890				6 890	
			(11 536)	(11 536)	-	(11 536)				(11 536)	
			4 898	4 898	-	4 898				4 898	
			2 957	2 957	-	2 957				2 957	
			199	157	42	0				0	
			2 265	2 265	-	2 265				2 265	
			554	554	-	554				554	
			1 098	1 098	-	1 098				1 098	
			3 001	3 001	-	3 001				3 001	
			854	854	-	854				854	
			2 600	2 600	-	2 600				2 600	
			1 760	1 760	-	1 760				1 760	
			1 995	1 995	-	1 995				1 995	
			5 129	5 129	-	5 129				5 129	
			1 725	1 725	-	1 725				1 725	
			841	841	-	841				841	
			1 099	1 099	-	1 099				1 099	
			845	845	-	845				845	
			2 410	2 410	-	2 410				2 410	
			605	605	-	605				605	
			615	615	-	615				615	
			101	101	-	101				101	
			726	484	242	(0)				(0)	
			3 451	2 300	1 150	(0)				(0)	
			37 157	35 722	1 434	32 781				32 781	

NatureBridge
SCHEDULE OF FIXED ASSETS
7/1/2008-6/30/2009

EIN#94-2145930

ASSET NO	SERVICE DATE	EST USEFUL LIFE	ACCUM DEP		Book Value As of 6/30/2008	BALANCE 6/30/2009	DEP EXP YTD	DISPOSALS	ACCUM DEP		BOOK VALUE As Of 6/30/2009
			BALANCE 6/30/2008	AS OF 6/30/2008					BAL AS OF 6/30/2009	BOOK VALUE As Of 6/30/2009	
			1 577 283	1 275 993	301 290	1 414 374			1 050 443		
		Misc Items				1 880					
			11 351 894	4 465 867	6 886 027	12 555 954	460 284	(466 546)	4 459 604	8 096 350	

**THIRD CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION**

Susan Smartt and Allan Prager certify that:

- 1 They are the President and Secretary, respectively, of NatureBridge, a California nonprofit public benefit corporation.
2. Article FOURTH of the Articles of Incorporation of this corporation is amended to read as follows:

“The county in the State of California where the principal office for the transaction of the business of this corporation is to be located is the County of San Francisco.”
3. The foregoing amendment of the Articles of Incorporation has been duly approved by the board of directors.
- 4 The corporation has no members, and all rights (including voting rights) which would otherwise vest in the members are vested in the board of directors of the corporation.

The undersigned certify under penalty of perjury under the laws of the State of California that they have read this Third Certificate of Amendment of the Articles of Incorporation and know its contents, and that the matters set forth in this Certificate are true and correct of our own knowledge.

IN WITNESS WHEREOF, the undersigned have executed this document on May 15,
2009.

Susan Smartt
Susan Smartt, President

Allan Prager
Allan Prager, Secretary

I further declare under penalty of perjury under the laws of the State of California that the matters
set forth in this certificate are true and correct of our own knowledge.

Executed this 15th day of May, 2009.

Susan Smartt
Susan Smartt, President

Allan Prager
Allan Prager, Secretary

BYLAWS
OF
NATUREBRIDGE
(A California Non-Profit Corporation
formerly known as Yosemite National Institutes)
(As Amended and Restated as of October 3, 2008)

ARTICLE I
NAME, PURPOSE

Section 1: Name. The name of this Corporation is NatureBridge.

Section 2: Purpose. As set forth in the Articles of Incorporation, NatureBridge (“NatureBridge” or the “Corporation”) is organized exclusively to provide experiential field science programs to inspire a personal connection to the natural world and responsible actions to sustain it. NatureBridge is committed to maintaining and improving the uncompromising quality of its programs, to increasing opportunities to expand its reach, and to maintaining its status as a recognized leader in experiential field-based environmental education.

Section 3: Non-Profit. NatureBridge is a non-profit corporation formed in accordance with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). NatureBridge has three active subordinate entities which, by virtue of a letter dated May 15, 1997, are also recognized by the IRS as exempt pursuant to Section 501(c)(3): Olympic Park Institute, incorporated in the State of Washington; and Yosemite Institute and Headlands Institute, incorporated in the State of California (collectively, the “Institutes”).

ARTICLE II

OFFICES

Section 1: Principal Office. The principal office for the transaction of the business of the Corporation is located at 28 Geary Street, San Francisco, CA 94108-. The Board of Directors of the Corporation (referred to herein as the “Board of Directors,” the “Board” or the “National Board”) may change the principal office from one location to another. Any change of this location shall be noted by the Secretary, and the Bylaws shall be so changed to reflect this relocation.

Section 2: Other Offices. The Board of Directors at any time may establish branch or subordinate offices at any place or places where the Corporation is qualified to do business. NatureBridge currently has additional offices in Olympic National Park and in Seattle in the State of Washington; in Yosemite National Park in the State of California; and in the Marin Headlands in the State of California.

ARTICLE III

MEMBERSHIP

Section 1: Membership. Membership shall consist only of the members of the Board of Directors. This Corporation shall have no other members. Any action which shall require a vote of the members shall require only a vote of the Directors. All rights which would otherwise vest in the members shall vest in the Directors.

Section 2: Non-Voting Members. The Board of Directors may appoint individuals to be members of the Board without voting privileges. The President and Chief Executive Officer shall serve ex officio as a non-voting member of the Board. A non-voting member of the Board shall not be deemed a Director for purposes of these Bylaws.

Section 3: Affiliates. Each of the three active legally incorporated Institutes shall have its own board of directors (the “Local Boards”) and shall be administered under its own bylaws. The chairs of such Local Boards shall also serve as Directors on the National Board. The division of responsibilities between the National Board and the Local Boards is set forth in Article VIII.

ARTICLE IV
POWERS, NOMINATIONS, ELECTIONS, TERMS AND REMOVAL
OF DIRECTORS

Section 1: General Corporate Powers. Subject to any limitations in the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the Articles of Incorporation of the Corporation (the “Articles of Incorporation”) and these Bylaws relating to actions required to be approved by the members, the business and affairs of the Corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board.

Section 2: Specific Corporate Powers. Without prejudice to the general corporate powers set forth in Section 1 of this Article IV, but subject to the same limitations, the Board shall have the power to do the following:

(a) **Appointment of Officers.** The Board of Directors may select, evaluate, supervise, and remove all officers, of the Corporation; prescribe any powers and duties for them that are consistent with law, with the Articles of Incorporation and with these Bylaws; and fix their compensation.

(b) **Policy Direction.** The Board of Directors shall oversee the management, affairs and property of the Corporation; determine its policies or changes therein; actively prosecute its purposes and objectives; and supervise the disbursement of its funds.

(c) **Financial Oversight.** The Board of Directors shall have full power to review and approve in advance budgets, capital, and operating income of the Corporation, and other expenditures. The Board may borrow money and incur indebtedness on behalf of the Corporation, and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, and other evidence of debt and securities.

(d) **Change of Offices.** The Board of Directors may change the principal office from one location to another; cause the Corporation to be qualified to do business in any other state, territory, dependency or country, and conduct business within or outside the State of California; and designate any place within or outside the State of California for the holding of any Directors' meeting or meetings.

(e) **Seal.** The Board of Directors may adopt, make and use a corporate seal, and alter the form of the seal and certificate.

(f) **Advisors.** The Board of Directors may from time to time appoint, as advisors, persons whose advice, assistance and support may be deemed helpful in carrying out the purposes of the Corporation.

(g) **Discretion.** The Board of Directors is to be vested with the broadest discretion permissible under the law and the Articles of Incorporation in connection with the investment, reinvestment, and management of the funds and other assets of the Corporation. No Director shall be responsible for any error in judgment or for anything that such Director may do or refrain from doing in good faith in the investment, reinvestment and/or management of the funds and assets of the Corporation.

Section 3: Number and Term of Office. The number of Directors shall be set by resolution of the Board of Directors, and shall number between twenty-three (23) and thirty-five (35). Each Director shall hold office for a term of four (4) years. The term of a Director shall begin on the day after the Spring Meeting at which such Director's nomination is approved by the Board, and

shall end on the day after the Spring Meeting four (4) years later. The Board shall endeavor to have approximately one-fourth of the Director terms expire each year. Directors may be re-elected for a second four (4) year term, after which a one (1) year absence from the Board is mandatory. Upon Board approval, exceptions may be made to the one (1) year mandatory absence. After such absence, a Director may again serve for a maximum of two (2) consecutive terms prior to another mandatory one (1) year absence from the Board. Subject to the foregoing limitation on consecutive terms, a Director may serve any number of terms as a Director.

Section 4: Nominations. The Nominating and Board Assessment Committee (the “Nominating Committee”) is responsible for coordinating the nomination and orientation of new Directors. There are two (2) processes for nominating Directors:

(a) **Regular.** At any time during the year, Board members and/or NatureBridge employees can submit to the Nominating Committee the name(s) of Director candidates. The Nominating Committee shall assess the persons so nominated and make an initial recommendation to the Board that such candidate(s) be considered for membership. Upon approval of the Board, the Nominating Committee shall then begin the multi-step nominating process, as defined by the Nominating Committee. At the completion of the process, the Nominating Committee shall present a roster of candidates which shall be voted on by the Board, as provided by Section 5 of this Article IV, at the Spring Meeting.

(b) **Accelerated Nomination Process.** If there is a Director candidate that the Nominating Committee believes warrants immediate consideration, the nomination of such potential Director can be accelerated. The Chair of the Nominating Committee may authorize such candidate to immediately begin the multi-step nominating process without the initial recommendation to the Board and Board approval for membership consideration. Such candidate shall complete the multi-step nominating process and any nomination shall be subject to approval of the Board, pursuant to Section 5 of this Article IV.

Section 5: Election of Directors. In order to be elected to Board membership, a Director must receive an affirmative vote from not less than two-thirds (2/3) of all the members of the Board. Directors shall be elected in accordance with Section 3 of this Article IV.

Section 6: Removal of Directors. Any Director may be removed, either with or without cause, by a vote of two-thirds (2/3) of the Directors.

Section 7: Resignations and Vacancies. Any Director may resign, which resignation shall be effective on written notice to the Chair, the Secretary, or the Board of Directors. Vacancies on the Board may be filled by approval of the Board or, if the number of directors then in office is less than a quorum, by (a) the unanimous written consent of the directors then in office, (b) the affirmative vote of a majority of the directors then in office at a meeting held pursuant to proper notice or waivers, or (c) a sole remaining director.

Section 8: Fees and Compensation of Directors. Members of the Board of Directors are not compensated for their services or reimbursed for their expenses. Directors are expected to pay for their own expenses incurred in the conduct of Board business, except in unusual situations, in which case the Chair of the Board is authorized to approve such reimbursement(s) as the Chair deems reasonable and appropriate. In unique situations, Directors may receive compensation for their services as may be determined by resolution of the Board to be just and reasonable. The Board shall not permit any part of the earnings of the Corporation to inure to the benefit of any Member, Director, Officer or other private person or individual.

Section 9: Restriction on Interested Directors. Not more than forty-nine (49) percent of the persons serving on the Board of Directors at any time may be interested persons. An interested person is (a) any person compensated by the Corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise; (b) any shareholder, employee or officer of any corporation, or partner or employee of any partnership, which has rendered compensated services to the Corporation within the previous twelve (12) months; and (c) any mother, father, brother, sister, ancestor,

descendent, spouse, brother-in-law, sister-in-law, mother-in-law, or father-in-law of any person described in (a) or (b) hereof. Any violation of the provisions of this section shall not, however, affect the validity or enforceability of any transaction entered into by the Corporation.

Section 10: Emeritus Directors. The Board may elect a former Board member to the status of emeritus director by an affirmative vote from not less than two-thirds of all the members of the Board. Emeritus directors may be invited to attend meetings of the Board of Directors, but such emeritus directors shall not be counted in determining the presence of a quorum, and shall not have the right to vote. Furthermore, emeritus directors shall not be deemed a Director for purposes of these Bylaws.

Section 11: Regular Attendance at Board and Committee Meeting. Directors are expected to regularly attend all Board meetings and the meetings of any Committee of which such Director is a member, unless attendance is excused in advance by the Chair.

ARTICLE V

MEETINGS

Section 1: Regular Meetings. There shall be at least two (2) regular meetings of the Board of Directors each year, one in the first six months of the calendar year (the “Spring Meeting”) and the other in the last six months of the calendar year (the “Fall Meeting”). The dates of the meeting shall be determined by the Chair, who shall also set the time and place. The Chair shall strive to rotate the meetings among the existing campuses, as feasible.

Section 2: Special Meetings. Special meetings may be called by the Chair or the Executive Committee.

Section 3: Notices. Notice of regular and special meetings shall be given to each Director by mail, electronic mail, or facsimile. Notice of regular meetings shall be given not less than ten (10) days before the meeting. Notice for special meetings shall be given not less than forty-eight

(48) hours before the meeting. Whenever notice is required to be given to any Director or Officer under the provisions of these Bylaws, such notice may be given by electronic mail, telephone, or regular mail, addressed to each Director or Officer at such address (including electronic mail) or telephone number as appear on the books of the Corporation. Such notice shall be deemed to be given at the time the same shall be sent via electronic or regular mail or by the telephone.

Section 4: Waiver of Notice. Whenever any notice is required to be given to any Director or Officer by law, or by the Articles of Incorporation or these Bylaws, a waiver thereof, signed by the person entitled to such notice, whether before or after the meeting to which the waiver pertains, shall be deemed equivalent thereto.

Section 5: Quorum. A quorum is defined as fifty-one (51) percent of the Board of Directors, except as otherwise specifically provided in these bylaws, every act or decision done or made in the presence of a quorum by a majority of the Directors present shall be regarded as an action of the Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of any Director, if any action taken is approved by at least a majority of the quorum required for the meeting.

Section 6: Adjournment. A quorum of the Directors may adjourn any meeting to another time and place. In the absence of a quorum, a majority of the Directors present at any meeting may adjourn the meeting only until the time and place fixed for the next meeting.

Section 7: Presiding Officer. The meeting shall be presided over by the Chair of the Board, or by the Vice Chair for Operations if the Chair is absent.

Section 8: Executive Committee. The Executive Committee may meet between regular meetings of the Board of Directors. Any action taken by the Executive Committee must be ratified by the Board. The role of this committee is set forth in Article VII, Section 2.

Section 9: Action Without Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all members consent in writing to that action; provided, however, that the consent of any Director who has a material financial interest in a transaction to which the Corporation is a party and who is an “interested director” as defined in the California Nonprofit Public Benefit Corporation Law, Section 5233, shall not be required for approval of that transaction. Such action by written consent shall have the same force and effect as a unanimous vote of the Board. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

Section 10: Telephonic Participation. Any or all members of the Board of Directors, or of any committee, may participate in a meeting by telephone, under circumstances in which each member of the Board or a committee can hear and be heard by all members, and such participation shall be the equivalent of physical presence at such meeting.

ARTICLE VI

OFFICERS

Section 1: General. The Officers of the Corporation shall consist of the Chair of the Board of Directors (the “Chair”), the President/Chief Executive Officer, the Secretary, the Treasurer, and the Chief Financial Officer. The Board may from time to time establish other officer positions and define the duties of that officer as it deems necessary. Any two or more offices may be held by the same person except the Chair and Secretary; in addition, the President/Chief Executive Officer may not serve concurrently as Secretary or Chief Financial Officer.

Section 2: Election and Term of Office. The Officers of the Corporation shall be elected by the Board of Directors. Those Officers who are also employees of the Corporation shall serve at the will of the Board. Those Officers who are not employees shall hold office for a term of two (2) years. Officers shall be elected in the presence of a quorum by a two-thirds (2/3) vote of the Directors present.

Section 3: Resignation or Removal of Officers. Any Officer may be removed, with or without cause, in the presence of a quorum by a two-thirds (2/3) vote of the Directors present. Any Officer may at his/her discretion resign his/her position at any time by giving written notice to the Chair or the Secretary of his/her intent to do so.

Section 4: Vacancies in Offices. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to that office.

Section 5: Responsibilities of the Chair. The Chair presides at all meetings of the Board of Directors and the Executive Committee, and shall hold the right to attend all Board committee meetings. He/she shall have such other powers and duties as may be prescribed for him/her by the Board or these Bylaws.

Section 6: Responsibilities of the Vice-Chairs.

(a) **Vice-Chair for Operations:** In the event the Board establishes and elects a Vice-Chair for Operations, such Vice-Chair shall fill in for the Chair in the event of his/her absence. In the event of the absence or disability of the Chair, the Vice-Chair for Operations shall perform all the duties of the Chair and, when so acting, shall have the powers of and be subject to all the restrictions upon the Chair.

(b) **Vice-Chair for Education:** In the event the Board establishes and elects a Vice-Chair for Education, such Vice-Chair shall serve as the Board's liaison with the Education Advisory Council (the "EAC"). The role of the EAC is set forth in Article VII Section 5.

Section 7: Responsibilities of the Secretary. The Secretary shall attend all meetings of the Board of Directors and the Executive Committee and insure that proper records and minutes of the proceedings are kept. The Secretary reviews and approves all official documents prepared by

the Corporation. Minutes may be taken by a Recording Secretary (which may be a Director or a staff member), but must be approved by the Secretary.

Section 8: Responsibilities of the Treasurer. The Treasurer shall chair the Finance Committee and provide the Board with periodic assessments of the financial status of the Corporation.

Section 9: Responsibilities of the Chief Financial Officer. The Chief Financial Officer shall have custody of all monies and securities of the Corporation and shall keep regular books of account. Such officer shall disburse funds of the Corporation in payment of the just demands against the Corporation, or as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the Board from time to time as may be required of such officer, an account of all transactions as Chief Financial Officer and of the financial condition of the Corporation. Such officer shall perform all duties incident to such office or that are properly required by the President/Chief Executive Officer, the Treasurer, or the Board. The Chief Financial Officer shall regularly report to the Treasurer and the President/Chief Executive Officer.

Section 10: Responsibilities of the President/Chief Executive Officer. The Board of Directors shall appoint an individual to serve as President who also shall be the Chief Executive Officer of the Corporation. The President/Chief Executive Officer shall be given the necessary authority and responsibility to operate the Corporation in all its activities and departments.

Such authority and responsibility shall include:

- Carrying out all policies established by the Board and advising on the formation of such policies;
- Developing and submitting to the Board plans for the conduct of the business of the Corporation;
- Selecting, employing, controlling, and discharging employees;
- Developing and maintaining positive and collaborative relationships with the National Park Service, its agents and representatives;

- Presenting to the Board, or its authorized committees, regular reports reflecting the financial, operational, development, and government relations activities of the Corporation; and
- Performing such other duties as the Board may deem to be necessary, desirable or in the best interests of the Corporation.

ARTICLE VII

COMMITTEES

Section 1: Committees of the Board of Directors. The Board of Directors may, by resolution adopted by a majority of the Directors then in office, designate one or more committees consisting of two or more Directors to serve at the pleasure of the Board. Such committees shall include, but are not limited to, the following: Audit; Executive; Development and Communication; Finance; and Nominating and Board Assessment. The Chair of the Board shall appoint the Chairs of such committees. Each committee may establish its own rules, so long as those rules are consistent with the California Nonprofit Public Benefit Corporation Law, these Bylaws and/or with any rules adopted by the Board. Any member of any committee may be removed, with or without cause, at any time by the Board. Any committee, to the extent provided in any resolution of the Board, shall have all or a portion of the authority of the Board, except that no committee, regardless of any Board resolution, may:

- (a) Fill vacancies on the Board or any committee of the Board;
- (b) Take any final action on any matter that also requires the approval of the Board or approval of a majority of all the Board;
- (c) Amend or repeal the Articles of Incorporation or Bylaws or adopt new Bylaws;
- (d) Amend or repeal any resolution of the Board;
- (e) Designate any other committee of the Board;
- (f) Fix compensation of the Directors for serving on the Board or on any committee;
- (g) Expend corporate funds to support a nominee for director if more people have been nominated for director than can be elected; or
- (h) Approve any transaction (i) to which the Corporation is a party and as to which one or more Directors has a material financial interest, or (ii) between the

Corporation and one or more of its Directors or between the Corporation and any corporation or firm in which one or more of its Directors has a material financial interest.

Section 2: Executive Committee. The Executive Committee shall consist of the Chair; the President/Chief Executive Officer; the Vice-Chairs; the Treasurer; the Secretary; and the chairs of each of the Local Boards; provided, however, that meetings of the Executive Committee may include such other Directors or persons as the Chair may deem appropriate. The Executive Committee shall have the authority to act for the Board in the intervals between full Board meetings, subject to Article V, Section 8, and the California Nonprofit Public Benefit Corporation Law.

Section 3: Audit Committee. The Audit Committee shall be constituted in accordance with the requirements of applicable law. Persons who are members of management or of the staff of the Corporation shall not be members of the Audit Committee. The Audit Committee shall make recommendations to the Board regarding the engagement or termination of the Corporation's independent outside auditors; negotiate such auditors' compensation on behalf of the Board; confer with the auditors to satisfy its members that the financial affairs of the Corporation are in order; review and determine whether to accept the audit; approve any performance of nonaudit services by the auditors; review and assess internal financial controls; and perform such other functions as may be determined by the Board or as may be required by applicable law.

Section 4: Minutes of Committee Meetings. All committees shall prepare minutes of meetings and other records appropriate to their purposes. Such minutes shall be maintained at the principal offices of the Corporation.

Section 5: Education Advisory Council. The Board may constitute and appoint the members of an Education Advisory Council (the "EAC"). The EAC shall be comprised primarily of prominent, highly qualified and experienced science educators and scientists, and shall serve as an expert advisory resource to the Board to help ensure that NatureBridge's environmental

education curricula and programs are informed by the latest academic research in the field and achieve maximum efficacy.

ARTICLE VIII

DIFFERENTIATING NATIONAL AND LOCAL BOARD RESPONSIBILITIES

Section 1: Local Boards. To the extent consistent with the Corporation's Articles of Incorporation, these Bylaws, and the California Nonprofit Public Benefit Corporation Law, each Local Board shall have authority for the operational and fundraising activities of its respective Institute; for developing and maintaining positive and collaborative relationships with representatives of the National Park where each such Institute is located; and for making recommendations to the National Board concerning the annual budget for its respective Institute; provided, however, that only the National Board shall have the authority to appoint and remove the Officers of the Corporation; to approve budgets; and to establish policies affecting the Corporation's education programs and activities, human resources, government and public relations, finances, marketing, and risk management.

ARTICLE IX

INDEMNIFICATION

Section 1: Indemnification Of Directors And Officers. The Corporation shall, to the maximum extent and in the manner permitted by the California Nonprofit Public Benefit Corporation Law, indemnify each of its directors and officers against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding, arising by reason of the fact that such person is or was an agent of the corporation. For purposes of this Article IX, a "director" or "officer" of the corporation includes any person (a) who is or was a director or officer of the Corporation, (b) who is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, or (c) who was a director or officer of a corporation which was a predecessor

corporation of the Corporation or of another enterprise at the request of such predecessor corporation.

Section 2: Indemnification Of Others. The Corporation shall have the power to indemnify each of its employees and agents (other than directors and officers) against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding, arising by reason of the fact that such person is or was an agent of the corporation. For purposes of this Article IX, an "employee" or "agent" of the Corporation (other than a director or officer) includes any person (a) who is or was an employee or agent of the Corporation, (b) who is or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise, or (c) who was an employee or agent of a corporation which was a predecessor corporation of the Corporation or of another enterprise at the request of such predecessor corporation.

Section 3: Payment Of Expenses In Advance. To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred for which indemnification is required pursuant to Section 1 of this Article IX or for which indemnification is permitted pursuant to Section 2 of this Article IX of these Bylaws in defending any civil or criminal action proceeding may be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that indemnified person that the advance will be repaid unless it is ultimately found that such indemnified person is entitled to be indemnified by the corporation for those expenses.

Section 4: Insurance Indemnification. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation against any liability asserted against or incurred by such person in such capacity or arising out of such person's status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this Article IX.

Section 5: Conflicts. No indemnification or advance shall be made under this Article IX, except where such indemnification or advance is mandated by law or the order, judgment or decree of any court of competent jurisdiction, in any circumstance where it appears:

- (a) That it would be inconsistent with a provision of the Corporation's Articles of Incorporation, these Bylaws, a resolution of the members or an agreement in effect at the time of the accrual of the alleged cause of the action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or
- (b) That it would be inconsistent with any condition expressly imposed by a court in approving a settlement.

ARTICLE X

CONTRACTS AND LOANS WITH DIRECTORS AND OFFICERS

Section 1: Contracts with Directors and Officers.

- (a) No Director or Officer of this Corporation, nor any other corporation, firm, association or other entity in which one or more of this Corporation's Directors or Officers are directors or have a material financial interest, shall be interested, directly or indirectly, in any contract or other transaction with this Corporation, unless (i) the material facts regarding such Director's or Officer's financial interest in such contract or transaction and/or regarding such common directorship, officership or financial interest are fully disclosed in good faith and are noted in the minutes, or are known to all members of the Board prior to consideration by the Board of such contract or transaction; (ii) such contract or transaction is authorized in good faith by a majority of the Board by a vote sufficient for that purpose without counting the vote or votes of such interested Director(s); (iii) prior to authorizing or approving the transaction, the Board

considers and in good faith determines after reasonable investigation under the circumstances that the Corporation could not obtain a more advantageous arrangement with reasonable effort under the circumstances; and (iv) this Corporation enters into the transaction for its own benefit, and the transaction is fair and reasonable to this Corporation at the time the transaction is entered into.

- (b) The provisions of this Section 1 do not apply to a transaction which is part of an educational or charitable program of the Corporation if it: (i) is approved or authorized by the Corporation in good faith and without unjustified favoritism; and (ii) results in a benefit to one or more Directors or Officers or their families because they are in the class of persons intended to be benefited by the educational or charitable program of this Corporation.

Section 2: Loans to Directors and Officers. The Corporation shall not make any loan of money or property to or guarantee the obligation of any Director or Officer, unless approved by the Attorney General of the State of California; provided, however, that the Corporation may advance money to a Director or Officer of the Corporation for expenses reasonably anticipated to be incurred in the performance of the duties of such Director or Officer, provided that in the absence of such advance such Director or Officer would be entitled to be reimbursed for such expenses by the Corporation.

ARTICLE XI **INSURANCE**

Section 1: General. The Board of Directors may in its discretion adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the Corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not this Corporation would have the power to indemnify the agent against that liability under the provisions of Article IX: provided, however, that the Board shall not have the power to purchase and maintain insurance to indemnify any agent of the

Corporation for a violation of Section 5233 of the California Nonprofit Public Benefit Corporation Law.

ARTICLE XII

RECORDS AND REPORTS

Section 1: Fiscal Year. The fiscal year of the Corporation shall end on the last day of June of each year.

Section 2: Maintenance of Articles and Bylaws. The Corporation shall keep at its principal offices the original or a copy of the Articles of Incorporation and Bylaws as amended to date.

Section 3: Maintenance of Other Corporate Records. The accounting books, records and minutes of proceedings of the Board of Directors and any committees of the Board shall be kept at the principal offices of this Corporation, unless designated otherwise by a vote of the Board.

Section 4: Inspection by the Directors. Every Director shall have the right at any reasonable time to inspect the Articles of Incorporation, Bylaws, books, records and documents of every kind and the physical properties of the Corporation. This inspection by a Director may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

Section 5: Annual Report. The Corporation shall provide to the Directors within one hundred twenty (120) days of the close of its fiscal year, a report containing at least the following information in reasonable detail:

- (a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year.
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year.
- (c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the fiscal year.

- (d) The expenses or disbursements of the Corporation, both for general and restricted purposes, during the fiscal year.
- (e) Any information required by California Corporations Code Section 6322.

ARTICLE XIII

CONTRACTS, CHECKS, DEPOSITS AND GIFTS

Section 1: Contracts. The Board of Directors may authorize any Officer or Officers, or other agents of the Corporation, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation. Such authority must be in writing and may be general or confined to specific instances. Unless so authorized or ratified by the Board or within the agency power of an Officer, no Officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or for any amount.

Section 2: Checks, Drafts, Notes, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by the President/Chief Executive Officer, Treasurer, Chief Financial Officer, or such other Officer or Officers, or other agents of the corporation, as may from time to time be determined by resolution of the Board of Directors. There shall from time to time be certified to the banks or trust companies in which funds or the Corporation are deposited, the signature of the Officer or Officers, or other agents of the Corporation so authorized to draw against the same.

Section 3: Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4: Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purpose or for any specific purpose of the Corporation.

ARTICLE XIV

TAX EXEMPT STATUS

Section 1: Conduct of Corporate Business. The affairs of the Corporation at all times shall be conducted in such a manner that the Corporation continues to qualify for exemption from tax pursuant to Section 501(c)(3) of the Code.

ARTICLE XV

PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS;

DISSOLUTION

Section 1. Prohibition Against Sharing Corporate Profits and Assets. No Director, Officer, employee, or other agent or person connected with this Corporation, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the Corporation in affecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Board of Directors.

Section 2: Dissolution. The Corporation shall not be voluntarily dissolved except by the affirmative vote of all the members, if any, or by approval of the Board and approval of the members, if any. In the event of dissolution of the Corporation in any manner and for any cause, after the payment or adequate provision for the payment of all of its debts and liabilities, all of the remaining funds, assets and properties, or proceeds of sale thereof, of the Corporation shall be donated and paid as provided in the Articles of Incorporation of the Corporation.

ARTICLE XVI
AMENDMENTS

Section 1: Amendments. The Board of Directors may, with the affirmative vote of two-thirds (2/3) of the full Board, amend, alter or repeal these Bylaws, or any provision thereof, and may from time to time adopt additional bylaws.

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CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Corporation named in the title thereto and that such Bylaws were duly adopted by the Board of Directors of said Corporation on the date set forth below.

Dated: March 9, 2009

Allan J. Prager
Allan J. Prager, Secretary

NatureBridge
Compensation of Current Officers, Directors and Trustees
For the Year Ended June 30, 2009
EIN#94-2145930/D-0638097

Statement #4
Form 199 Page 2 Part II Question #11

Name	Ave Hours per Week	Position	Reportable Compensation Parent	Reportable Compensation Related Org	Employer Contribution	Non-taxable Benefits & Other Compensation	Total Compensation
Teresa Allred 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Matthew A. Baxter 28 Geary Street, Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Helen Benjamin, Ph D (on leave) 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Robert Blair, Ph D 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
David Brown, Treasurer 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Gordon Geballe, Ph D 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Geoffrey Given 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Mary Kielv, Ph D , Vice Chair 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
John Kinney 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Ginger Lew 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Stephen Lockhart, M D , Ph D Chair of the Board 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Charlene Low 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0

NatureBridge
Compensation of Current Officers, Directors and Trustees
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Statement #4
Form 199 Page 2 Part II Question #11

Name	Ave Hours per Week	Position	Reportable Compensation Parent	Reportable Compensation Related Org	Employer Contribution	Non-taxable Benefits & Other Compensation	Total Compensation
Scott Minick 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Greg Moga 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Beau Perry 28 Geary Street, Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
David Placek 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Allan J Prager 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Pat Serie 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Jill Sideman, Ph D 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Susan Smartt, President & CEO 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Tim Spangler 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Tracy Thompson, Vice Chair 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Wilford Welch 28 Geary Street Suite 650 San Francisco CA 94108	2	Director	\$0	\$0	\$0	\$0	\$0
Susan V Smartt 28 Geary Street Suite 650 San Francisco CA 94108	40+	CEO & President	\$189,267	\$0	\$4,069	\$3,792	\$197,128

NatureBridge
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Form 199 Page 2 Part II Question #11

Name	Ave Hours per Week	Position	Reportable Compensation Parent	Reportable Compensation Related Org	Employer Contribution	Non-taxable Benefits & Other Compensation	Total Compensation
Scott Schaffer 28 Geary Street Suite 650 San Francisco CA 94108	40+	COO & Vice Pres	\$135,645	\$0	\$0	\$4,592	\$140,237
Charlie Quard 28 Geary Street Suite 650 San Francisco CA 94108	40+	CFO & Vice Pres	\$96,591	\$0	\$2,698	\$3,468	\$102,757
Jason Morris 28 Geary Street Suite 650 San Francisco CA 94108	40+	Vice Pres	\$110,512	\$0	\$3,213	\$4,673	\$118,397
Tod O Dobratz 28 Geary Street Suite 650 San Francisco CA 94108	40+	CFO & Vice Pres	\$32,055	\$0	\$0	\$924	\$32,979
Leigh Westerlund 28 Geary Street Suite 650 San Francisco CA 94108	40+	Exec Dir - Y I Kev Employee	\$74,495	\$0	\$2,235	\$11,286	\$88,016
Elizabeth Larose 28 Geary Street Suite 650 San Francisco CA 94108	40+	Exec Dir - H I Kev Employee	\$90,720	\$0	\$0	\$4,137	\$94,857
Tom Sanford 28 Geary Street Suite 650 San Francisco CA 94108	40+	Exec Dir - O P I Kev Employee	\$64,401	\$0	\$1,962	\$11,641	\$78,004
			\$793,686	\$0	\$14,176	\$44,512	\$852,374

Note

The above compensation of current officers, directors and trustees is prepared based on the fiscal year information. The Form 990 Part VII Section A compensation of officers, directors, trustees, key employees and five highest paid employees is prepared based on the calendar year (Year 2008) information.