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Return of Organization Exempt From Income Tax

2009

Department of the Treasury
Internal Revenue ServiceUnder 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

For the 2009 calendar year, or tax year beginning

, 2009, and ending

B	Check if applicable	C		D			
<input type="checkbox"/>	Address change	TICKET TO DREAM FOUNDATION		Employer identification number			
<input type="checkbox"/>	Name change	PO BOX 7070		90-0355853			
<input type="checkbox"/>	Initial return	CITRUS HEIGHTS, CA 95621		E Telephone number			
<input type="checkbox"/>	Termination			916-751-4354			
<input checked="" type="checkbox"/>	Amended return			G Gross receipts \$ 2,257,842.			
<input type="checkbox"/>	Application pending	F Name and address of principal officer SAME AS C ABOVE		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
I	Tax-exempt status	X 501(c) (3) (insert no)	4947(a)(1) or	H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If 'No,' attach a list (see instructions)			
J	Website:	► N/A		H(c) Group exemption number ►			
K	Form of organization	X Corporation	Trust	Association	Other	L Year of Formation 2008	M State of legal domicile CA

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities	TICKET TO DREAM FOUNDATION PROVIDES IN-KIND AND MONETARY CONTRIBUTIONS TO NON-PROFIT ORGANIZATIONS LOCATED IN CALIFORNIA, WASHINGTON AND OREGON WITH PARTICULAR EMPHASIS ON CHARITIES RELATED TO CHILDREN IN NEED.		
	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)	3	5	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	5	
	5	Total number of employees (Part V, line 2a)	5	0	
	6	Total number of volunteers (estimate if necessary)	6	150	
	7a	Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	0.	
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.		

Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9	Program service revenue (Part VIII, line 2g)	1,831,118.	2,123,492.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11c)	46,397.	72,433.
	12	Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,877,515.	2,195,925.
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	1,810,008.	2,118,486.
	14	Benefits paid to or for members (Part IX, column (A), lines 4-6)		

Expenses	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-19)	Prior Year	Current Year
	16a	Professional fundraising fees (Part IX, column (A), line 19)	1,839,688.	2,144,257.
	b	Total fundraising expenses (Part IX, column (D), line 25)	37,827.	51,668.
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	29,680.	25,771.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	37,827.	89,495.
	19	Revenue less expenses. Subtract line 18 from line 12		
	20	Total assets (Part X, line 16)	Beginning of Year	End of Year

Net Assets or Fund Balances	21	Total liabilities (Part X, line 26)	37,827.	89,495.
	22	Net assets or fund balances Subtract line 21 from line 20	37,827.	89,495.

Part II Signature Block

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.			
	► Mary M. Carson		Date	12/7/11
Signature of officer				
► Mary M. Carson		Treasurer		
Type or print name and title				

Paid Preparer's Use Only	Preparer's signature	Patricia A. Finch	Date	12/6/11	Check if self employed <input type="checkbox"/>	Preparer's identifying number (see instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4	BROWN, FINK, BOYCE & ASTLE, LLP			<input type="checkbox"/>	N/A
	► 83 SCRIPPS DRIVE, SUITE 210			EIN	► N/A	
	SACRAMENTO, CA 95825			Phone no	► (916) 924-0800	

May the IRS discuss this return with the preparer shown above? (see instructions)

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

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission

SEE SCHEDULE O

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 X 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 O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 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 \$ 2,021,040. including grants of \$ 1,997,506.) (Revenue \$ 1,936,492.)
IN-KIND DONATIONS ARE PROVIDED THROUGH THE YEAR ROUND IN-STORE COLLECTION DRIVES AT SLEEP TRAIN AND SLEEP COUNTRY RETAIL LOCATIONS, WHICH PROVIDE NECESSITIES (NEW AND GENTLY USED SHOES, CLOTHING, SCHOOL SUPPLIES, COATS AND TOYS) FOR LOCAL FOSTER CHILDREN. ITEMS ARE RECEIVED AND DONATED IMMEDIATELY TO NON-PROFIT ORGANIZATIONS IN THE COMMUNITY. MONETARY CONTRIBUTIONS ARE ALSO RECEIVED DURING THESE DRIVES. NEW ITEMS ARE PURCHASED WITH THE MONETARY CONTRIBUTIONS AND INCLUDED WITH THE OTHER IN-KIND DONATIONS. RECIPIENT ORGANIZATIONS ARE REQUIRED TO COMPLETE AN APPLICATION AND AGREEMENT ON AN ANNUAL BASIS TO BE CONSIDERED AS A RECIPIENT. SEE SCHEDULE I FOR THIS YEAR'S RECIPIENTS OF IN-KIND DONATIONS. THE SLEEP TRAIN, INC PROVIDES LEASE SPACE FOR IN-STORE COLLECTION DRIVES AND PAID EMPLOYEES TO MANAGE THESE COLLECTION DRIVES. 75% OF TICKET TO DREAM EFFORTS ARE DEVOTED TO THESE IN-STORE COLLECTION DRIVES.

4b (Code) (Expenses \$ 120,980. including grants of \$ 120,980.) (Revenue \$ 134,350.)
MONETARY CONTRIBUTIONS FROM FUNDRAISING EVENTS SUCH AS THE SLEEP TRAIN CHARITY GOLF CLASSIC WHICH TAKE PLACE IN CALIFORNIA IN THE FALL EACH YEAR AND SLEEP COUNTRY PAJAMA BOWL WHICH TAKE PLACE IN OREGON AND WASHINGTON IN THE SPRING EACH YEAR. PAID EMPLOYEES OF THE SLEEP TRAIN, INC. MANAGE THESE ACTIVITIES IN ADDITION TO MANY VOLUNTEERS. THE BOARD OF DIRECTORS DETERMINES THE BENEFICIARIES OF THE SLEEP TRAIN CHARITY GOLF CLASSIC EACH YEAR BASED ON NEEDS OF THE LOCAL COMMUNITY WITHIN THE CHARITABLE FOCUS. PARTICIPANTS OF THE SLEEP COUNTRY PAJAMA BOWL ARE PROVIDED A LIST OF POTENTIAL BENEFICIARIES AND HAVE THE OPPORTUNITY TO CHOOSE WHICH NON-PROFIT ORGANIZATION WILL RECEIVE THE FUNDS THEY RAISED AND CONTRIBUTED. SEE SCHEDULE I FOR THIS YEAR'S RECIPIENTS OF MAJOR MONETARY CONTRIBUTIONS. 25% OF TICKET TO DREAM EFFORTS ARE DEVOTED TO THESE EVENTS.

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

4d Other program services (Describe in Schedule O)

4e Total program service expenses ► **2,142,020.**

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 similar funds or 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, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If 'Yes,' complete Schedule D, Part V

11 Is the organization's answer to any of the following questions 'Yes'? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable

- Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI
- Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII
- Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII
- Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX
- Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X
- Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If 'Yes,' complete Schedule D, Part X

12 Did the organization obtain separate, independent audited financial statement for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII

12A Was the organization included in consolidated, independent audited financial statement for the tax year? If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional

13 Is the organization a school 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 United States?

- b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? 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 a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I

18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II

19 Did the organization report more than \$15,000 of gross income from gaming activities 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

	Yes	No
1	X	
2	X	
3		X
4		X
5		
6		X
7		X
8		X
9		X
10		X
11		X
12		X
12 A		X
13		X
14a		X
14b		X
15		X
16		X
17		X
18	X	
19		X
20		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II	21 X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III	22 X	
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If 'Yes,' complete Schedule J	23 X	
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, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25	24a X	
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
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?	24c	
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d	
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	25a X	
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I	25b X	
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	26 X	
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If 'Yes,' complete Schedule L, Part III	27 X	
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28a X	
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28b X	
c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV	28c X	
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M	29 X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M	30 X	
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I	31 X	
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II	32 X	
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I	33 X	
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	34 X	
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	35 X	
36 Section 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	36 X	
37 Did the organization conduct more than 5% 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	37 X	
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	38 X	

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Form 990 (2009)

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U S Information Returns. Enter -0- if not applicable	1a	0
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?		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions)		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	3a	X
3b	b If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O		
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	X
4b	b 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		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	X
5b	b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	X
5c	c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	X
6b	b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X
7b	b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	7b	X
7c	c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	X
7d	d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d	
7e	e Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	X
7f	f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	X
7g	g For all contributions of qualified intellectual property, did the organization file Form 8899 as required?	7g	
7h	h For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?	7h	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9a	Sponsoring organizations maintaining donor advised funds.		
9b	a Did the organization make any taxable distributions under section 4966?		
10a	b Did the organization make any distribution to a donor, donor advisor, or related person?	10a	
10b	Section 501(c)(7) organizations. Enter:	10b	
11a	a Initiation fees and capital contributions included on Part VIII, line 12	11a	
11b	b Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	11b	
12a	Section 501(c)(12) organizations. Enter:	12a	
12b	a Gross income from other members or shareholders	12b	
	b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b	

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Form 990 (2009)

Part VI

Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions

Section A. Governing Body and Management

1a Enter the number of voting members of the governing body
1a 5

b Enter the number of voting members that are independent
1b 5

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? **SEE SCHEDULE O**
2 X

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 X

4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?
4 X

5 Did the organization become aware during the year of a material diversion of the organization's assets?
5 X

6 Does the organization have members or stockholders?
6 X

7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?
7a X

b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?
7b X

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following
a The governing body?
8a X
b Each committee with authority to act on behalf of the governing body?
8b X

9 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
9 X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code)

10a Does the organization have local chapters, branches, or affiliates?
10a X

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?
10b

11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?
11 X

11A Describe in Schedule O the process, if any, used by the organization to review this Form 990 **SEE SCHEDULE O**

12a Does the organization have a written conflict of interest policy? If 'No,' go to line 13
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done **SEE SCHEDULE O**
12a X
12b X
12c X

13 Does the organization have a written whistleblower policy?
13 X

14 Does the organization have a written document retention and destruction policy?
14 X

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
b Other officers of key employees of the organization
If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions.)
15a X
15b X

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?
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?
16a X
16b

Section C. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed ► CA OR WA

18 Section 6104 requires an organization to make its Forms 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 SCHEDULE O**

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
► MAURI KNOWLES PO BOX 7070 CITRUS HEIGHTS CA 95621

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. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees. See instructions for definition of 'key employees'
- 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, and 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 the box if the organization did not communicate your comment off-camera to an trustee.

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

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont.)

1b Total

0

0

0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization ► 0

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

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.

Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1a Federated campaigns	1a			
	1b Membership dues	1b			
	1c Fundraising events	1c	187,000.		
	1d Related organizations	1d			
	1e Government grants (contributions)	1e			
	1f All other contributions, gifts, grants, and similar amounts not included above	1f	1,936,492.		
	1g Noncash contribns included in lns 1a-1f		\$ 1,936,492.		
	h Total. Add lines 1a-1f		► 2,123,492.		
PROGRAM SERVICE REVENUE	2a	Business Code			
	b				
	c				
	d				
	e				
	f All other program service revenue				
	g Total. Add lines 2a-2f		►		
	3 Investment income (including dividends, interest and other similar amounts)		►		
4 Income from investment of tax exempt bond proceeds		►			
5 Royalties		►			
6a Gross Rents	(i) Real	(ii) Personal			
b Less rental expenses					
c Rental income or (loss)					
d Net rental income or (loss)		►			
7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
b Less cost or other basis and sales expenses					
c Gain or (loss)					
d Net gain or (loss)		►			
8a Gross income from fundraising events (not including \$ 187,000.) of contributions reported on line 1c) See Part IV, line 18	a	134,350.			
b Less direct expenses	b	61,917.			
c Net income or (loss) from fundraising events		►	72,433.	72,433.	
9a Gross income from gaming activities See Part IV, line 19	a				
b Less direct expenses	b				
c Net income or (loss) from gaming activities		►			
10a Gross sales of inventory, less returns and allowances	a				
b Less cost of goods sold	b				
c Net income or (loss) from sales of inventory		►			
Miscellaneous Revenue	Business Code				
11a					
b					
c					
d All other revenue					
e Total. Add lines 11a-11d		►			
12 Total revenue. See instructions		► 2,195,925.	72,433.	0.	0.

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).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(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	2,118,486.	2,118,486.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	0.	0.	0.	0.
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.	0.	0.	0.
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Prof fundraising svcs. See Part IV, ln 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	1,821.		1,821.	
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 NON-CASH CONTRIBUTIONS-MISC	23,534.	23,534.		
b POSTAGE AND SHIPPING	251.		251.	
c TAXES AND LICENSES	165.		165.	
d				
e				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	2,144,257.	2,142,020.	2,237.	0.
26 Joint costs. Check here <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				

BAA

Form 990 (2009)

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash – non-interest bearing	37,827.	1	89,495.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a		
	b Less accumulated depreciation	10b		10c
	11 Investments – publicly traded securities		11	
	12 Investments – other securities See Part IV, line 11		12	
	13 Investments – program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
	16 Total assets. Add lines 1 through 15 (must equal line 34)	37,827.	16	89,495.
LIABILITIES	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0.	26	0.
NET ASSETS OR FUNDS	Organizations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets	37,827.	27	89,495.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, and equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	37,827.	33	89,495.
	34 Total liabilities and net assets/fund balances	37,827.	34	89,495.

BAA

Form 990 (2009)

Part XI | Financial Statements and Reporting

	Yes	No
1 Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other		
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X
b Were the organization's financial statements audited by an independent accountant?	2b	X
c If 'Yes' to line 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?	2c	
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
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?	3a	X
b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	

BAA

Form 990 (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

2009

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

TICKET TO DREAM FOUNDATION

Employer Identification number

90-0355853

Part I Reason for Public Charity Status (All organizations must complete this part) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

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 cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
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)**.
11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or 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
a Type I b Type II c Type III – Functionally integrated d Type III – Other
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 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?
h
i

h. Provide the following information about the supported organizations.

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

Total

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

Schedule A (Form 990 or 990 EZ) 2009

Part II Support Schedule for Organizations Described in Sections 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.)

Section A. Public Support**Calendar year (or fiscal year beginning in) ▶**

- 1 Gifts, grants, contributions and membership fees received (Do not include 'unusual grants')
- 2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf
- 3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge
- 4 **Total.** Add lines 1-through 3
- 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)
- 6 **Public support.** Subtract line 5 from line 4

	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1				1,831,118.	2,123,492.	3,954,610.
2						0.
3						0.
4	0.	0.	0.	1,831,118.	2,123,492.	3,954,610.
5						0.
6						3,954,610.

Section B. Total Support**Calendar year (or fiscal year beginning in) ▶**

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

	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7	0.	0.	0.	1,831,118.	2,123,492.	3,954,610.
8						0.
9						0.
10						0.
11						3,954,610.
12					12	234,475.

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

Section C. Computation of Public Support Percentage

- 14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) ▶ 14 %
- 15 Public support percentage from 2008 Schedule A, Part II, line 14 ▶ 15 %
- 16a **33-1/3 support test — 2009.** If the organization did not check the box on line 13, and the 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 support test — 2008.** If the organization did not check a 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 — 2009** 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 — 2008.** 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 a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶

BAA

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support**Calendar year (or fiscal yr beginning in) ▶**

1 Gifts, grants, contributions and membership fees received (Do not include 'unusual grants')
 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose
 3 Gross receipts from activities that are not an unrelated trade or business under section 513
 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf
 5 The value of services or facilities furnished by a governmental unit to the organization without charge
 6 **Total.** Add lines 1 through 5
 7a Amounts included on lines 1, 2, 3 received from disqualified persons
 b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the amount on line 13 for the year
 c Add lines 7a and 7b
 8 **Public support** (Subtract line 7c from line 6.)

	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1						
2						
3						
4						
5						
6						
7a						
b						
c						
8						

Section B. Total Support**Calendar year (or fiscal yr beginning in) ▶**

9 Amounts from line 6
 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources
 b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975
 c Add lines 10a and 10b
 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on
 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)
 13 **Total support.** (add lines 9, 10c, 11, and 12)

	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9						
10a						
b						
c						
11						
12						
13						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))

15	%
----	---

16 Public support percentage from 2008 Schedule A, Part III, line 15

16	%
----	---

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))

17	%
----	---

18 Investment income percentage from 2008 Schedule A, Part III, line 17

18	%
----	---

19a **33-1/3 support tests – 2009.** 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 support tests – 2008.** If the organization did not check a box on line 14 or 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 explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545 0047

2009

**Open to Public
Inspection**

Name of the organization

Employer identification number

TICKET TO DREAM FOUNDATION

90-0355853

Part I **Fundraising Activities.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 17. Form 990EZ filers are not required to complete this part.

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

<input type="checkbox"/> Mail solicitations	<input type="checkbox"/> Solicitation of non-government grants
<input type="checkbox"/> Internet and email solicitations	<input type="checkbox"/> Solicitation of government grants
<input type="checkbox"/> Phone solicitations	<input checked="" type="checkbox"/> Special fundraising events
<input type="checkbox"/> In-person solicitations	

2a Did the organization have 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 services? 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.

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

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.

REVENUE		(a) Event #1 GOLF TOURNEY (event type)	(b) Event #2 PAJAMA BOWL (event type)	(c) Other Events 1 (total number)	(d) Total Events (Add col (a) through col (c))
	1 Gross receipts	214,937.	95,228.	11,185.	321,350.
	2 Less Charitable contributions	179,250.	7,750.		187,000.
	3 Gross income (line 1 minus line 2)	35,687.	87,478.	11,185.	134,350.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	14,025.			14,025.
	7 Food and beverages	12,972.			12,972.
	8 Entertainment	13,978.			13,978.
	9 Other direct expenses	3,296.	10,527.	7,119.	20,942.
	10 Direct expense summary. Add lines 4- through 9 in column (d)				61,917.
	11 Net income summary. Combine lines 3, column (d) and line 10				72,433.

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.

REVENUE		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col (a) through col (c))
	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, column (d) and line 7				

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states? _____

b If 'No,' explain _____

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? _____

b If 'Yes,' explain _____

11 Does the organization operate gaming activities with nonmembers? _____

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? _____

YES	NO
9a	
10a	
11	
12	

13 Indicate the percentage of gaming activity operated in
 a The organization's facility
 b An outside facility

	YES	NO
13a	%	
13b	%	

14 Enter 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 contact with a third party from whom the organization receives gaming revenue?

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 of the third party

Name ► _____

Address ► _____

16 Gaming manager information

Name ► _____

Gaming manager compensation ► \$ _____

Description of services provided: ► _____

Director/officer Employee 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?
 b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year. ► \$ _____

17a

SCHEDULE I
(Form 990)

2009

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments and Individuals in the United States**

Complete if the organization answered 'Yes' to Form 990, Part IV, lines 21 or 22
► Attach to Form 990.

Name of the organization

TICKET TO DREAM FOUNDATION

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. **SEE PART IV**

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed

1 (a) Name and address of organization or government	1(b) EIN	1(c) IRC section if applicable	1(d) Amount of cash grant	1(e) Amount of non-cash assistance	1(f) Method of valuation (book, FMV, appraisal other)	1(g) Description of non-cash assistance	1(h) Purpose of grant or assistance
AGAPE VILLAGES FOSTER FAMILY 123 SYCAMORE #201 MANTECA, CA 95336	68-02269443		0	18,660	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
ALAMEDA CITY CHILD ABUSE PREVENTIN AMADOR WAY SUITE 537 HAYWARD, CA 94544	94-600005013		0.	104,520.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
BETHANY CHRISTIAN SERVICES 12360 LAKE CITY WAY NE, STE 301 SEATTLE, WA 98125	31-11967283		3,941	78,303	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
BOYS & GIRLS CLUBS GREATER SACRA 5212 LEMON HILL AVE SACRAMENTO, CA 95824	68-03383243		5,980.	0			DIRECT SERVICES
BRIDGE THE GAP 13023 NE HWY 99, STE 7 VANCOUVER, WA 98686	68-05231043		10,164.	27,004.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
CAPITAL KIDS CONNECTION 2103 HARRISON NEW, STE 2726 OLYMPIA, WA 98502	27-03058073		1,633.	52,842.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
CASA OF LANE COUNTY 174 DEADMOND FERRY ROAD SPRINGFIELD, OR 97477	93-11851203		0.	11,273	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
CHILD ADVOCATES SILICON VALLEY 509 VALLEY WAY MILPITAS, CA 95035	77-02507733		0	28,400	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM

2 Enter total number of section 501(c)(3) and government organizations

3 Enter total number of other organizations

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

TEEA390IL 02/10/10

Schedule I (Form 990) 2009

► 37
► 0

Part III Grants and Other Assistance to Individuals in the United States. Comp. Use Part IV and Schedule I-1 (Form 220) if additional space is needed.

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22. Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV appraisal other)	(f) Description of non-cash assistance
---------------------------------	--------------------------	--------------------------	-----------------------------------	---	--

Part IV Supplements Complete this part to provide the information required in Part I, line 2, and any other additional information.

PART I: LINE 2 - GRANTMAKER'S DESCRIPTION OF HOW GRANTS ARE USED

RECIPIENT ORGANIZATIONS ARE REQUIRED TO COMPLETE AN APPLICATION AND AGREEMENT ON AN ANNUAL BASIS TO BE CONSIDERED AS A RECIPIENT. GRANTS ARE ONLY MADE TO SECTION

ANNUAL BASIS TO BE CONSIDERED AS A RECIPIENT. GRANTS ARE ONLY MADE TO SECTION

FOI (C) (3) GOVERNMENT ORGANIZATIONS

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SCHEDULE I-1
(Form 990)

Continuation Sheet for Schedule I (Form 990)

Department of the Treasury
Internal Revenue Service

- Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

OMB No. 1545-0047
2009

Open to Public
Inspection

Name of the organization

TICKET TO DREAM FOUNDATION

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c)IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance	Employer identification number
CHILDREN'S VILLAGE OF SONOMA CITY 1321 LIA LANE SANTA ROSA, CA 95404	68-0412763				43,720	NEW ITEMS	FOSTER KIDS PROGRAM	90-0355853
CHRISTIAN COMMUNITY PLACEMENT CE 4890 32ND STREET SALEM, OR 97317	94-3112571		2,758.	27,004.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM	
COMMUNITY AND FAMILY SERVICES FD 1502 ROLAND AVENUE PORT ORCHARD, WA 98366	91-1976364		2,699	118,814.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM	
COMP HILTH THERAPEUTIC FOSTER CARE P O BOX 3810, MS 40 EVERETT, WA 98213	91-1180810		6,532.	52,792	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
EMQ FAMILIESFIRST 2100 FIFTH STREET AVENUE DAVIS, CA 95618	94-2295953			67,079	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FAMILIES FOR CHILDREN 2990 LAVA RIDGE COURT SUITE 170 ROSEVILLE, CA 95661	94-6083329			36,763.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FAMILIES FOR KIDS 433 MINOR AVENUE SEATTLE, WA 98109	93-0386860		4,174	78,844.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FOSTER A DREAM 4585 PACHECO BLVD, # 110 MARTINEZ, CA 94553	54-2064728		5,000	235,650	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM	
FOSTER FAMILY CARE NETWORK 722 NE 162ND STREET PORTLAND, OR 97230	27-0007290		4,728	53,680	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM	
GIVE US THIS DAY 2536 NE 15TH PORTLAND, OR 97212	933.		39,943	39,943	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM	

**SCHEDULE I-1
(Form 990)****Continuation Sheet for Schedule I (Form 990)**Department of the Treasury
Internal Revenue Service**Name of the organization****TICKET TO DREAM FOUNDATION****Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)**

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount or cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
INTENSIVE CHILDREN SVCS/KITSAP 5455 ALMIRA DRIVE NE BREMERTON, WA 98311	91-10201063		2,453.	52,442	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
JUNIOR ACHIEVEMENT OF SACRAMENTO P.O. BOX 255602 SACRAMENTO, CA 95865	94-60808663		15,000.				DIRECT SERVICES
JUST IN TIME P.O. BOX 81292 SAN DIEGO, CA 92138	20-54484163		50,000				DIRECT SERVICES
KINSHIP CENTER 124 RIVER ROAD SALINAS, CA 93908	77-00375783			11,925.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAMS
NEW MILLEN. FOSTER FAMILY AGENCY 7230 SOUTHLAND PARK DRIVE SACRAMENTO, CA 95831	91-17981363			31,686	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAMS
OLIVE CREST HOMES/ABUSED CHILDRN 555 TECHNOLOGY CT, # 300 RIVERSIDE, CA 92507	95-28771023			28,570.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
OLIVE CREST 515 116TH AVE NE, STE 174 BELLEVUE, WA 98004	95-28771023			75,678	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
OREGON FOSTER PARENT ASSN 707 13TH STREET, STE 275 SALEM, OR 97301	91-18038633		6,192	93,514.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
PROMISES2KIDS 9440 RUFFIN COURTHL SUITE 2 SAN DIEGO, CA 92123	95-36552883		2,668.	27,670.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM
RIVER OAK CENTER FOR CHILDREN 5030 EL CAMINO AVENUE CARMICHAEL, CA 95608	94-25190013			104,521	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC	FOSTER KIDS PROGRAM

► Attach to Form 990 to list additional information for
Schedule I (Form 990), Part II and Part III.

OMB No. 1545-0047
2009

Open to Public
Inspection

Employer identification number

90-0355853

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

► Attach to Form 990 to list additional information for
Schedule I (Form 990), Part II and Part III.

Name of the organization

TICKET TO DREAM FOUNDATION

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
<u>SACRAMENTO CHILD ADVOCATES</u> <u>8745 FOISOM BLVD. #150</u> <u>SACRAMENTO, CA 95826</u>	68-0249756			15,540.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAMS
<u>SAN DIEGO CENTER FOR CHILDREN</u> <u>3002 ARMSTRONG STREET</u> <u>SAN DIEGO, CA 92111</u>	95-1661089			12,630	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
<u>SAN DIEGO COUNTY FOSTER PARENT A</u> <u>1089 EL CAJON BLVD. STE D</u> <u>EL CAJON, CA 92020</u>	33-0925183			40,035.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
<u>SAN DIEGO YOUTH SERVICES FOSTER</u> <u>3255 WING STREET</u> <u>SAN DIEGO, CA 92110</u>	95-2648050			29,520	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
<u>TREEHOUSE</u> <u>2100 24TH AVENUE S # 200</u> <u>SEATTLE, WA 98114</u>	91-1425676			21,657.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
<u>TRILLIUM FAMILY SERVICES</u> <u>3415 SE POWELL BLVD</u> <u>PORTLAND, OR 97202</u>	93-0386966			6,164.	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
<u>UNIVERSITY FOUNDATION AT SAC ST</u> <u>6000 J ST</u> <u>SACRAMENTO, CA 95819</u>	94-3001359			50,000.			DIRECT SERVICES
<u>VALLEY OF THE MOON CHILDREN'S FD</u> <u>PO BOX 111671</u> <u>SANTA ROSA, CA 95406</u>	68-0343720			96,800	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM
<u>YOUTH AND FAMILY PROGRAMS</u> <u>2577 CALIFORNIA PARK DRIVE</u> <u>CHICO, CA 95928</u>	68-0027507			107,963	FMV/COST FOR NEW ITEMS	CLOTHING, SHOES, ETC.	FOSTER KIDS PROGRAM

SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

► Complete if the organization answered 'Yes'
on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

OMB No 1545 0047

2009

**Open To Public
Inspection**

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

Part I | Types of Property

	(a) Check if applicable	(b) Number of Contributions	(c) Revenues reported on Form 990, Part VIII, line 1g	(d) Method of determining revenues
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution— Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (_____)				
26 Other ► (_____)				
27 Other ► (_____)				
28 Other ► (_____)				
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement			29	

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?
b If 'Yes,' describe the arrangement in Part II

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?
b If 'Yes,' describe in Part II

33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II.

	Yes	No
30a		X
31		X
32a		X

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

Schedule M (Form 990) 2009

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

SCHEDULE O
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990**

OMB No 1545 0047

2009Open to Public
Inspection

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

EXPLANATION OF AMENDED RETURN

THIS AMENDED FORM 990 REFLECTS NON-CASH CONTRIBUTIONS RECEIVED (SCHEDULE M) AND CASH AND NON-CASH CONTRIBUTIONS PAID TO OTHER CHARITABLE ORGANIZATIONS (SCHEDULE I). IN ADDITION, THE DESCRIPTIONS OF ORGANIZATION'S MISSION AND ACTIVITIES STATEMENTS WERE UPDATED WITH MORE DETAILS.

FORM 990, PART III, LINE 1 - ORGANIZATION MISSION

TICKET TO DREAM FOUNDATION PROVIDES IN-KIND AND MONETARY CONTRIBUTIONS TO NON-PROFIT ORGANIZATIONS LOCATED IN CALIFORNIA, WASHINGTON AND OREGON WHERE SLEEP TRAIN, MATTRESS DISOUNTERS AND SLEEP COUNTRY USA DO BUSINESS. OUR CHARITABLE PURPOSE IS TO SUPPORT WORTHY CHARITABLE CAUSES AND CHARITIES WITH PARTICULAR EMPHASIS ON CHARITIES RELATED TO CHILDREN IN NEED.

FORM 990, PART VI, LINE 2 - BUSINESS OR FAMILY RELATIONSHIP OF OFFICERS, DIRECT

THERE ARE BUSINESS AND FAMILY RELATIONSHIPS BETWEEN OFFICERS AND DIRECTORS. DALE CARLSEN (BOARD MEMBER) IS THE OWNER OF THE SLEEP TRAIN, INC. WHO EMPLOYS MIKE WILSON (BOARD MEMBER), MAURI KNOWLES (OFFICER) AND SARAH TIERNEY (OFFICER).

DALE CARLSEN (BOARD MEMBER) AND KATHRYN CARLSEN (OFFICER) ARE MARRIED.

THE SLEEP TRAIN, INC. IS A MAJOR SUPPORTER OF THE IN-STORE COLLECTION DRIVES AND PROVIDES SPACE FOR COLLECTIONS AND MEETINGS, PAID WORKERS AND VOLUNTEERS FOR TICKET TO DREAM FOUNDATION. HOWEVER, THE SLEEP TRAIN, INC. DOES NOT HAVE CONTROL OVER TICKET TO DREAM FOUNDATION BECAUSE THREE OUT OF THE FIVE VOTING BOARD OF DIRECTORS ARE UNRELATED TO THE SLEEP TRAIN, INC IN EITHER A BUSINESS OR FAMILY RELATIONSHIP.

FORM 990, PART VI, LINE 11 - FORM 990 REVIEW PROCESS

THE INITIAL REVIEW OF THE FORM 990 IS PERFORMED BY OFFICERS OF THE ORGANIZATION WITH SUBSEQUENT BOARD MEETING DISCUSSIONS. A COPY IS PROVIDED TO ALL MEMBERS BEFORE FILING.

Name of the organization

TICKET TO DREAM FOUNDATION

Employer identification number

90-0355853

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

THE BOARD OF DIRECTORS REVIEWS ALL OFFICERS AND DIRECTORS ANNUALLY TO DETERMINE THAT THERE ARE NO CONFLICTS OF INTEREST IN ADDITION TO REQUIRING DISCLOSURE OF POTENTIAL CONFLICTS BY SUCH PERSONS.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

DOCUMENTS ARE AVAILABLE UPON REQUEST.