Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

OMB No 1545-0047

2009

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning JUL 1, 2009 **and ending** JUN 30, 2010

B Check if applicable: [ ] Address change [X] Name change [ ] Initial return [ ] Terminated [ ] Amended return [ ] Application pending

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

C Name of organization: SOUTH ARTS, INC.

Doing Business As

Number and street (or P O box if mail is not delivered to street address): 1800 PEACHTREE STREET NW — Room/suite: 808

City or town, state or country, and ZIP + 4: ATLANTA, GA 30309

D Employer identification number: 56-1129587

E Telephone number: 404-874-7244

G Gross receipts $ 3,209,682.

F Name and address of principal officer: GERRI COMBS, SAME AS C ABOVE

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

H(b) Are all affiliates included? [ ] Yes [ ] No — If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status [X] 501(c) (3) ◀ (insert no) [ ] 4947(a)(1) or [ ] 527

J Website: ▶ WWW.SOUTHARTS.ORG

K Form of organization [X] Corporation [ ] Trust [ ] Association [ ] Other ▶ — L Year of formation 1975 — M State of legal domicile NC

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: SOUTH ARTS, INC. (FORMERLY THE SOUTHERN ARTS FEDERATION), A NONPROFIT REGIONAL ARTS ORGANIZATION,

2 Check this box ▶ [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	23
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	23
5	Total number of employees (Part V, line 2a)	5	13
6	Total number of volunteers (estimate if necessary)	6	65
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.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	1,817,670.	2,557,158.
	9	Program service revenue (Part VIII, line 2g)	656,096.	505,499.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	22,140.	<17,125.>
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,495,906.	3,045,532.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	600,265.	1,003,665.
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	867,240.	886,856.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 95,911.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	984,784.	1,088,358.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	2,452,289.	2,978,879.
	19	Revenue less expenses. Subtract line 18 from line 12	43,617.	66,653.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	772,002.	874,289.
	21	Total liabilities (Part X, line 26)	483,639.	436,821.
	22	Net assets or fund balances Subtract line 21 from line 20	288,363.	437,468.

Part II Signature Block

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

Sign Here ▶ Gerri Combs — Signature of officer — Date 11-11-10

▶ GERRI COMBS, EXECUTIVE DIRECTOR — Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ — Date 10-27-10 — Check if self-employed ▶ [X] — Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ MAULDIN & JENKINS, CPA'S LLC, 200 GALLERIA PARKWAY, SE, SUITE 1700, ATLANTA, GA 30339-5946

EIN ▶

Phone no ▶ 770-955-8600

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [ ] No

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

Part III | Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:
SOUTH ARTS STRENGTHENS THE SOUTH THROUGH ADVANCING EXCELLENCE IN THE ARTS, CONNECTING THE ARTS TO KEY STATE AND NATIONAL POLICIES AND NURTURING A VIBRANT QUALITY OF LIFE.

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 O.

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.

SEE SCHEDULE O FOR CONTINUATION(S)

4a (Code) (Expenses $ 1,254,409. including grants of $ 968,211.) (Revenue $)
PRESENTING AND TOURING GRANTS PROGRAM - SOUTH ARTS, WITH SUPPORT FROM THE NATIONAL ENDOWMENT OF THE ARTS, OFFERS GRANTS AND SUBSIDIES IN AN EFFORT TO STRENGTHEN PRESENTERS' ORGANIZATIONAL CAPACITY, AND TO SUSTAIN AND EXPAND MARKETS FOR ARTS ORGANIZATIONS AND ARTISTS. THROUGH OUR TOURING DOLLARS, WE SUPPORT PUBLICLY ACCESSIBLE PERFORMANCES THAT PROVIDE OPPORTUNITIES FOR THE ENGAGEMENT OF UNDERSERVED COMMUNITIES. THIS PROGRAM CONTRIBUTES TO THE SUSTAINABILITY OF ARTS ORGANIZATIONS AND SUPPORTS HIGH ARTISTIC QUALITY PROJECTS WITH STRONG EDUCATIONAL AND OUTREACH COMPONENTS FOR THE RESIDENTS ACROSS OUR REGION. INCLUDED ARE TRAINING, EDUCATION, TECHNICAL ASSISTANCE, EXHIBITS AND TOURING GRANTS TO PERFORMING ARTS ORGANIZATIONS. IN FY2010, SOUTH ARTS AWARDED 180 GRANTS TOTALING $475,462. SOUTH ARTS ALSO RECEIVED AN ALLOCATION FROM

4b (Code) (Expenses $ 428,563. including grants of $) (Revenue $ 353,103.)
PERFORMING ARTS EXCHANGE - THE PERFORMING ARTS EXCHANGE IS THE PRIMARY MARKETPLACE AND FORUM FOR PERFORMING ARTS PRESENTING AND TOURING IN THE EASTERN US. THE 33RD ANNUAL PERFORMING ARTS EXCHANGE (PAE) WAS HELD IN NORFOLK, VIRGINIA FROM SEPTEMBER 23RD - 26TH. 617 ATTENDEES FROM 23 STATES, CANADA, IRELAND AND CHINA ATTENDED PROFESSIONAL DEVELOPMENT WORKSHOPS, ARTIST SHOWCASES, AND NETWORKING ACTIVITIES AT THE CONFERENCE. 181 PRESENTING ORGANIZATIONS CHOSE PAE AS THEIR PRIMARY BOOKING EVENT AND SEARCHED AMONGST THE 200 ARTISTS, AGENCIES AND MANAGERS IN ATTENDANCE FOR THEIR STAGES.

4c (Code:) (Expenses $ 299,702. including grants of $ 17,729.) (Revenue $ 143,416.)
VISUAL AND MEDIA ARTS - WITH THE SUPPORT OF THE NATIONAL ENDOWMENT FOR THE ARTS, SOUTH ARTS COORDINATES TOURING EXHIBITS TO REGIONAL MUSEUMS AND GALLERIES IN THE SOUTH. VISUAL AND MEDIA ARTS INCLUDES SOUTHERN VISIONS, AMERICAN MASTERPIECES, SOUTHERN CIRCUIT TOUR OF INDEPENDENT FILMMAKERS, SHORT CIRCUIT TRAVELING FILM FESTIVAL AND CONTEMPORARY ARTS PROGRAMS. SOUTHERN VISIONS IS A TRAVELING EXHIBIT PROGRAM THAT SHOWCASES TRADITIONAL AND CONTEMPORARY ART. IN FY2010, RURAL AND UNDERSERVED COMMUNITIES PRESENTED 12 SHOWINGS OF OUR EXHIBITIONS, EXPOSING A COMBINED AUDIENCE OF OVER 10,000 TO THE CREATIVITY AND ARTISTIC DIVERSITY OF SOUTHERN ARTS AND CULTURE. AMERICAN MASTERPIECES (TRADITION/INNOVATION) IS A TRAVELING EXHIBIT THAT FEATURES 120 ARTWORKS CREATED BY MASTERS LIVING AND WORKING IN THE SOUTH TODAY.

4d Other program services (Describe in Schedule O.)
(Expenses $ 457,227. including grants of $ 17,724.) (Revenue $ 8,980.)

4e **Total program service expenses** ▶ $ 2,439,901.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
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*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If "Yes," complete Schedule C, Part II*	4		X
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*	5		
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*	6		X
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*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
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*	9		X
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*	10		X
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*	11	X	
	• 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 statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII.*	12	X	
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional* — 12A: Yes [ ] No [X]			
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
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*	14b		X
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*	15		X
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*	16		X
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*	17		X
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*	18		X
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*	19		X
20	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	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, 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	

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	42			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
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	13			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	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
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			3b		
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
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
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
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?			5c		
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
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
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	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?			7g		
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?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter:					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				

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02-04-10

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

		Line	Yes	No
1a	Enter the number of voting members of the governing body (1a) 23			
b	Enter the number of voting members that are independent (1b) 23			
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		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, 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.)*

		Line	Yes	No
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			
12a	Does the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
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	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	15a	X	
b	Other officers or key employees of the organization	15b	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions.)			
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		X
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		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶GA

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.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶

GERRI COMBS - 404-874-7244

1800 PEACHTREE STREET, NW SUITE 808, ATLANTA, GA 30309

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 employee "
- 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 this box if the organization did not compensate any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
TODD PARKER LOWE CHAIRMAN	1.00	X						0.	0.	0.
KEN MAY DIRECTOR	1.00	X						0.	0.	0.
ALBERT B HEAD DIRECTOR	1.00	X						0.	0.	0.
DANA LA FONTA DIRECTOR	1.00	X						0.	0.	0.
DEREK GORDON DIRECTOR	1.00	X						0.	0.	0.
DIANNE WALTON DIRECTOR	1.00	X						0.	0.	0.
JIM CLINTON DIRECTOR	1.00	X						0.	0.	0.
LORI MEADOWS DIRECTOR	1.00	X						0.	0.	0.
MALCOLM WHITE DIRECTOR	1.00	X						0.	0.	0.
MARY B REGAN DIRECTOR	1.00	X						0.	0.	0.
PAM BREAUX DIRECTOR	1.00	X						0.	0.	0.
RICH BOYD DIRECTOR	1.00	X						0.	0.	0.
STEPHANIE CONNER DIRECTOR	1.00	X						0.	0.	0.
SUSAN S WEINER DIRECTOR	1.00	X						0.	0.	0.
TED ABERNATHY DIRECTOR	1.00	X						0.	0.	0.
VANZETTA PENN MCPHERSON DIRECTOR	1.00	X						0.	0.	0.
HELLENA TIDWELL DIRECTOR	1.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
BILL NIX EXEC. VICE CHAIRMAN	1.00	X						0.	0.	0.
MARGARET NEWMAN IMMEDIATE PAST CHAIR	1.00	X						0.	0.	0.
SCOTT SHANKLIN-PETERSON SECRETARY	1.00	X						0.	0.	0.
DR RICHARD RANTA TREASURER	1.00	X						0.	0.	0.
DR MARGARET S MERTZ VICE CHAIRMAN	1.00	X						0.	0.	0.
SANDY SHAUGHNESSY VICE CHAIRMAN	1.00	X						0.	0.	0.
GERRI COMBS EXECUTIVE DIRECTOR	40.00			X				118,579.	0.	9,004.
NAEEMAH FRAZIER FINANCE DIRECTOR	40.00			X				60,564.	0.	8,985.
1b Total ▶								179,143.	0.	17,989.

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 ▶ 1

		Yes	No
3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
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? *If "Yes," complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

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. NONE

(A) Name and business address	(B) Description of services	(C) Compensation

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

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	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e 2,344,954.				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f 212,204.				
	g	Noncash contributions included in lines 1a-1f $ 9,478.					
	h	**Total.** Add lines 1a-1f ▶		2,557,158.			
Program Service Revenue			Business Code				
	2 a	PERFORMING ARTS EXCHAN	711190	222,622.	222,622.		
	b	TOURING REVENUE	711190	139,150.	139,150.		
	c	CONFERENCE REGISTRATIO	711190	136,762.	136,762.		
	d	MISCELLANEOUS REVENUE	711190	6,965.	6,965.		
	e						
	f	All other program service revenue					
	g	**Total.** Add lines 2a-2f ▶		505,499.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶		14,056.			14,056.
	4	Income from investment of tax-exempt bond proceeds ▶					
	5	Royalties ▶					
			(i) Real / (ii) Personal				
	6 a	Gross Rents					
	b	Less rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss) ▶					
			(i) Securities / (ii) Other				
	7 a	Gross amount from sales of assets other than inventory	132,969. /				
	b	Less cost or other basis and sales expenses	164,150. /				
	c	Gain or (loss)	<31,181.> /				
	d	Net gain or (loss) ▶		<31,181.>			<31,181.>
	8 a	Gross income from fundraising events (not including $ ____ of contributions reported on line 1c) See Part IV, line 18	a				
	b	Less direct expenses	b				
	c	Net income or (loss) from fundraising events ▶					
	9 a	Gross income from gaming activities. See Part IV, line 19	a				
	b	Less direct expenses	b				
	c	Net income or (loss) from gaming activities ▶					
	10 a	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				
	11 a						
	b						
	c						
	d	All other revenue					
	e	**Total.** Add lines 11a-11d ▶					
	12	**Total revenue.** See instructions ▶		3,045,532.	505,499.	0.	<17,125.>

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	1,003,665.	1,003,665.		
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	197,556.	39,021.	152,113.	6,422.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	533,187.	429,094.	53,910.	50,183.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	28,065.	19,302.	6,401.	2,362.
9 Other employee benefits	70,780.	51,472.	12,989.	6,319.
10 Payroll taxes	57,268.	41,134.	11,581.	4,553.
11 Fees for services (non-employees):				
a Management				
b Legal	10,601.		10,601.	
c Accounting	15,995.		15,995.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other	219,578.	187,104.	28,391.	4,083.
12 Advertising and promotion	1,487.	1,487.		
13 Office expenses	74,711.	55,720.	16,677.	2,314.
14 Information technology	67,296.	49,837.	17,459.	
15 Royalties				
16 Occupancy	122,741.	76,793.	36,294.	9,654.
17 Travel	236,780.	215,807.	17,526.	3,447.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	82,156.	58,992.	23,094.	70.
20 Interest	129.		129.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	4,816.	2,952.	1,491.	373.
23 Insurance	19,970.	15,711.	3,410.	849.
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 PAE-FOOD & HOSPITALITY	86,910.	85,719.	357.	834.
b PUBLICATIONS	37,138.	27,659.	6,979.	2,500.
c PAE-EQUIPMENT RENTAL	32,978.	32,978.		
d BANK CHARGES	24,917.	23,135.	1,333.	449.
e REPAIRS/MAINT/RENTAL	22,165.		22,165.	
f All other expenses	27,990.	22,319.	4,172.	1,499.
25 **Total functional expenses.** Add lines 1 through 24f	2,978,879.	2,439,901.	443,067.	95,911.
26 **Joint costs.** Check here ▶ ☐ 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	146,835.	1	86,749.
	2	Savings and temporary cash investments	4,925.	2	55,209.
	3	Pledges and grants receivable, net	28,554.	3	114,638.
	4	Accounts receivable, net	34,671.	4	37,239.
	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	38,000.	9	39,038.
	10a	Land, buildings, and equipment. cost or other basis Complete Part VI of Schedule D — 10a: 253,057.			
	b	Less accumulated depreciation — 10b: 245,611.	1,935.	10c	7,446.
	11	Investments - publicly traded securities		11	
	12	Investments - other securities See Part IV, line 11	506,841.	12	521,486.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	10,241.	15	12,484.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	772,002.	16	874,289.
Liabilities	17	Accounts payable and accrued expenses	10,950.	17	27,531.
	18	Grants payable	73,970.	18	84,089.
	19	Deferred revenue	346,249.	19	269,639.
	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	52,470.	25	55,562.
	26	**Total liabilities.** Add lines 17 through 25	483,639.	26	436,821.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	281,156.	27	432,627.
	28	Temporarily restricted net assets	7,207.	28	4,841.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ▶ [ ] 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, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	288,363.	33	437,468.
	34	Total liabilities and net assets/fund balances	772,002.	34	874,289.

Part XI Financial Statements and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ 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	X	
	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: ☒ Separate basis ☐ Consolidated basis ☐ 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	X	

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization SOUTH ARTS, INC.

Employer identification number 56-1129587

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 a 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 [X] 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 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

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 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?

		Yes	No
(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 supported organization?	11g(i)		
(ii) A family member of a person described in (i) above?	11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		

h Provide the following information about the supported organization(s)

(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? Yes	No	(v) Did you notify the organization in col (i) of your support? Yes	No	(vi) Is the organization in col (i) organized in the U S ? Yes	No	(vii) Amount of support
Total									

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) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1559972.	1732706.	1640497.	1817670.	2557157.	9308002.
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 lines 1 through 3	1559972.	1732706.	1640497.	1817670.	2557157.	9308002.
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						9308002.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	1559972.	1732706.	1640497.	1817670.	2557157.	9308002.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	38,527.	40,882.	25,976.	18,771.	14,056.	138,212.
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						9446214.

12 Gross receipts from related activities, etc. (see instructions) | 12 | 3,162,037.

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 | 98.54 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 | 15 | 98.15 %

16a **33 1/3% support test - 2009.** 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% 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 ▶ ☐

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 year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
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						
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, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 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)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
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)						

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 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 ▶ ☐

Schedule D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.
Employer identification number: 56-1129587

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? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ 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)
- ☐ Protection of natural habitat
- ☐ Preservation of open space
- ☐ Preservation of an historically important land area
- ☐ Preservation of a certified historic structure

2 Complete lines 2a through 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 Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax 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, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation 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 section 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 acquisition, 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
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ____

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 Escrow and Custodial Arrangements. Complete if 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 the arrangement in Part XIV and complete the following table

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	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					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

a Board designated or quasi-endowment ▶ ____ %

b Permanent endowment ▶ ____ %

c Term endowment ▶ ____ %

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

		Yes	No
(i) unrelated organizations	3a(i)		
(ii) related organizations	3a(ii)		
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

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

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		253,057.	245,611.	7,446.
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				7,446.

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		
Closely-held equity interests		
Other		
BOND & EQUITY FUNDS	521,486.	END-OF-YEAR MARKET VALUE
Total (Col (b) must equal Form 990, Part X, col (B) line 12) ▶	521,486.	

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. (Col (b) must 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) must equal Form 990, Part X, col (B) line 15)* ▶	

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

1 (a) Description of liability	(b) Amount
Federal income taxes	
ACCRUED LIABILITIES	55,562.
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25.)* ▶	55,562.

2. FIN 48 Footnote. 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 Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	3,045,532.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	2,978,879.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	66,653.
4	Net unrealized gains (losses) on investments	4	82,452.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net) Add lines 4 through 8	9	82,452.
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	10	149,105.

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	3,127,984.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	82,452.		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	82,452.
3	Subtract line **2e** from line **1**			3	3,045,532.
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			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12)*			5	3,045,532.

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

1	Total expenses and losses per audited financial statements			1	2,978,879.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	0.
3	Subtract line **2e** from line **1**			3	2,978,879.
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	0.
5	Total expenses Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18)*			5	2,978,879.

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 IV, lines 1b and 2b, Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b Also complete this part to provide any additional information.

SCHEDULE I
(Form 990)

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" on Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number 56-1129587

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? [X] Yes [ ] No

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

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	(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
ACTORS THEATRE OF LOUISVILLE, INC. 316 WEST MAIN STREET LOUISVILLE, KY 40202	61-0645030	501(C)(3)	20,000.	0.			$20,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE RESIDENT DRAMATURG POSITION.
ADRIENNE ARSHT CENTER FOR THE PERFORMING ARTS - 1300 BISCAYNE BOULEVARD - MIAMI, FL 33132-1608	65-0353695	501(C)(3)	6,625.	0.			$6,625-TO SUPPORT THE ENGAGEMENT OF STEP AFRIKA! FOR THE PUBLIC PERFORMANCE(S) AND
ALABAMA DANCE COUNCIL P.O. BOX 2126 BIRMINGHAM, AL 35201-2126	63-0815232	501(C)(3)	22,135.	0.			$22,135-TO SUPPORT THE DANCE TOURING INITIATIVE TO DEVELOP STRONGER DANCE PRESENTATION AND
ALABAMA DANCE COUNCIL P.O. BOX 2126 BIRMINGHAM, AL 35201-2126	63-0815232	501(C)(3)	6,563.	0.			$6,563-TO SUPPORT THE ENGAGEMENT OF BATTLEWORKS DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND
ALABAMA JAZZ HALL OF FAME 1631 FOURTH AVENUE NORTH BIRMINGHAM, AL 35203	63-0870612	501(C)(3)	40,200.	0.			$40,200-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE HOUSE MANAGER AND DIRECTOR OF
AMERICAN DANCE FESTIVAL, INC. P.O. BOX 90772 DURHAM, NC 27708-0772	06-0932294	501(C)(3)	5,563.	0.			$5,563-TO SUPPORT THE ENGAGEMENT OF MARK DENDY DANCE AND THEATER FOR THE PUBLIC PERFORMANCE(S) AND

2 Enter total number of section 501(c)(3) and government organizations ▶ 57.

3 Enter total number of other organizations ▶ 57.

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

SEE PART IV FOR COLUMN (H) DESCRIPTIONS

932101 02-02-10

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 **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information

SCHEDULE I, PART I, LINE 2: EACH GRANT RECIPIENT COMPLETES A REPORT
REGARDING THE USE OF GRANT FUNDS AT THE END OF THE GRANT PERIOD.

PART II, LINE 1, COLUMN (H):
NAME OF ORGANIZATION OR GOVERNMENT:
ADRIENNE ARSHT CENTER FOR THE PERFORMING ARTS
(H) PURPOSE OF GRANT OR ASSISTANCE: $6,625-TO SUPPORT THE ENGAGEMENT OF
STEP AFRIKA! FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

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 or Part III.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number 56-1129587

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
APPALACHIAN STATE UNIVERSITY PO BOX 32045 BOONE, NC 28608-2045	56-1176030	501(C)(3)	5,750.	0.			$5,750-TO SUPPORT THE ENGAGEMENT OF MOMIX DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND
ARTS & HUMANITIES COUNCIL OF CHARLOTTE COUNTY - 2702 TAMIAMI TRAIL - PORT CHARLOTTE, FL 33952	65-0178163	501(C)(3)	25,000.	0.			$25,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ADMINISTRATIVE ASSISTANT
ASHEVILLE SYMPHONY SOCIETY, INC. P.O. BOX 2852 ASHEVILLE, NC 28802	56-6060772	501(C)(3)	29,750.	0.			$29,750-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE OPERATIONS AND STAGE MANAGER
THE ARTSCENTER 300-G EAST MAIN STREET CARRBORO, NC 27510-2359	51-0198497	501(C)(3)	6,125.	0.			$6,125-TO SUPPORT THE ENGAGEMENT OF SOUL STREET DANCE FOR THE PUBLIC PERFORMANCE(S) AND
THE ATLANTA OPERA 1575 NORTHSIDE DRIVE, BLDG. 300, SU ATLANTA, GA 30318	58-1371843	501(C)(3)	8,200.	0.			$8,200-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PRODUCTION STAGE MANAGER AND
BALLES FERRER 700 PINE RIDGE TERRACE DAVIE, FL 33325	65-0628023	501(C)(3)	6,063.	0.			$6,063-TO SUPPORT THE ENGAGEMENT FOR NELIDA TIRADO FLAMENCO FOR THE PUBLIC PERFORMANCE(S) AND
BALLET SPARTANBURG 200 EAST SAINT JOHN STREET SPARTANBURG, SC 29306	57-0658124	501(C)(3)	10,950.	0.			$10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE OUTREACH COORDINATOR, COMMUNITY
BALLET TENNESSEE 3202 KELLY'S FERRY ROAD CHATTANOOGA, TN 37419-2010	62-1323708	501(C)(3)	6,188.	0.			$6,188-TO SUPPORT THE ENGAGEMENT OF DANCE THEATRE OF HARLEM FOR THE PUBLIC PERFORMANCE(S) AND

SCHEDULE I-1
(Form 990)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
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OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number 56-1129587

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
BEACON DANCE COMPANY P.O. BOX 1553 DECATUR, GA 30031	58-0943453	501(C)(3)	5,000.	0.			$5,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTISTIC/ADMINISTRATIVE
BLACK BELT TREASURES 209 CLAIRBORNE STREET CAMDEN, AL 36726	20-2323213	501(C)(3)	14,550.	0.			$14,550-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTS INITIATIVE COORDINATOR
BUCKMAN PERFORMING ARTS CENTER 60 PERKINS EXTENDED MEMPHIS, TN 38117-0119	62-0604637	501(C)(3)	6,750.	0.			$6,750-TO SUPPORT THE ENGAGEMENT OF BALLET HISPANICO FOR THE PUBLIC PERFORMANCE(S) AND
CAROLINA ART ASSOCIATION 135 MEETING STREET CHARLESTON, SC 29401	57-0323047	501(C)(3)	10,950.	0.			$10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ASSOCIATE CURATOR OF COLLECTIONS
CENTRAL FLORIDA COMMUNITY COLLEGE FOUNDATION - 3001 SW COLLEGE ROAD - OCALA, FL 34474	59-6139037	501(C)(3)	6,313.	0.			$6,313-TO SUPPORT THE ENGAGEMENT OF FLAMENCO VIVO - CARLOTA SANTANA FOR THE PUBLIC
CHARLESTON CONCERT ASSOCIATION P.O. BOX 743 CHARLESTON, SC 29402-0743	57-6036638	501(C)(3)	5,938.	0.			$5,938-TO SUPPORT THE ENGAGEMENT OF PILOBOLUS FOR THE PUBLIC PERFORMANCE(S) AND
CHERAW ARTS COMMISSION P.O. BOX 219 CHERAW, SC 29520	57-6001011	501(C)(3)	10,950.	0.			$10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE EXECUTIVE DIRECTOR POSITION AND
CLAYTON STATE UNIVERSITY 2000 CLAYTON STATE BOULEVARD MORROW, GA 30260	58-1048855	501(C)(3)	10,000.	0.			$10,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PATRON SERVICES ASSISTANT

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 or Part III.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number 56-1129587

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
CRAFTSMEN'S GUILD OF MISSISSIPPI 950 RICE ROAD RIDGELAND, MS 39157-3040	23-7321077	501(C)(3)	20,327.	0.			$20,327-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTS EDUCATION/EVENT
CULTURAL ARTS COUNCIL OF DOUGLASVILLE/DOUGLAS COUNTY, INC. - P.O. BOX 2018 - DOUGLASVILLE, GA 30133	58-1682584	501(C)(3)	10,000.	0.			$10,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PROGRAM COORDINATOR AND SUNDAY
CULTURAL COUNCIL OF RICHLAND & LEXINGTON COUNTIES - 930 RICHARD STREET - COLUMBIA, SC 29201	57-0754328	501(C)(3)	10,950.	0.			$10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ASSISTANT DIRECTOR-PROGRAM
CULTURAL DEVELOPMENT FOUNDATION OF MEMPHIS - 516 TENNESSEE STREET, SUITE 128 - MEMPHIS, TN 38103-4717	62-1824911	501(C)(3)	6,125.	0.			$6,125-TO SUPPORT THE ENGAGEMENT OF ALVIN AILEY AMERICAN DANCE THEATER FOR THE PUBLIC
FLORIDA CRAFTSMEN, INC. 501 CENTRAL SVENUE ST. PETERSBURG, FL 33701	23-7375994	501(C)(3)	25,000.	0.			$25,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE GALLERIES MANAGER POSITION.
FLORIDA DANCE ASSOCIATION, INC. 111 SW 5TH AVENUE, SUITE 202 MIAMI, FL 33130-1381	59-1760273	501(C)(3)	6,875.	0.			$6,875-TO SUPPORT THE ENGAGEMENT OF DAVID DORFMAN DANCE FOR THE PUBLIC PERFORMANCE9S) AND
FRIENDS OF NORD, INC. ONE LEE CIRCLE NEW ORLEANS, LA 70130-3931	72-1280031	501(C)(3)	5,742.	0.			$5,742-TO SUPPORT THE ENGAGEMENT OF WIDEMAN DAVIS DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S)
GEORGIA STATE UNIVERSITY-RIALTO CENTER FOR THE ARTS - 75 POPLAR STREET - ATLANTA, GA 30303	58-6002050	501(C)(3)	6,938.	0.			$6,938-TO SUPPORT THE ENGAGEMENT OF DAYTON CONTEMPORARY DANCE COMPANY FOR THE PUBLIC

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 or Part III.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number 56-1129587

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
GEORGIA TECH RESEARCH CORPORATION-FERST CENTER FOR THE ARTS - 505 10TH STREET - ATLANTA, GA 30303	58-0603146	501(C)(3)	6,250.	0.			$6,250-TO SUPPORT THE ENGAGEMENT OF BALLET FOLKLORICO DE MEXICO FOR THE PUBLIC PERFORMANCE(S)
GREENWOOD LANDER PERFORMING ARTS, INC. - 320 STANLEY AVENUE - GREENWOOD, SC 29649-2099	51-0200560	501(C)(3)	5,119.	0.			$5,119-TO SUPPORT THE ENGAGEMENT OF LILY CAI CHINESE DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S)
THE JACKSON FOUNDATION 855 HIGHWAY 46 SOUTH DICKSON, TN 37055	62-0788376	501(C)(3)	26,750.	0.			$26,750-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE GALLERY CURATOR POSITION.
JOHNSON CITY AREA ARTS COUNCIL P.O. BOX 1033 JOHNSON CITY, TN 37605	58-1479869	501(C)(3)	28,000.	0.			$28,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PROGRAM AND GRANTS MANAGER
JULE COLLINS SMITH MUSEUM OF FINE ART - 901 SOUTH COLLEGE STREET - AUBURN, AL 36849	63-6000724	501(C)(3)	5,000.	0.			$5,000-TO SUBSIDIZE EDUCATIONAL ACTIVITIES ASSOCIATED WITH THE PRESENTATION OF
LAUREN ROGERS MUSEUM OF ART PO BOX 1108 LAUREL, MS 39441-1108	64-3084060	501(C)(3)	21,500.	0.			$21,500-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE CURATOR POSITION.
LITTLE THEATRE OF MONROE, INC. PO BOX 4822 MONROE, LA 71211	72-0242016	501(C)(3)	28,000.	0.			$28,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE YOUNG TROUPE ARTISTIC DIRECTOR
LOUISIANA ART & SCIENCE MUSEUM P.O. BOX 3373 BATON ROUGE, LA 70821	72-0542138	501(C)(3)	5,000.	0.			$5,000-TO SUBSIDIZE EDUCATIONAL ACTIVITIES ASSOCIATED WITH THE PRESENTATION OF

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 or Part III.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number 56-1129587

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
MADISONVILLE COMMUNITY COLLEGE-GLEMA MAHR CENTER FOR THE ARTS - 2000 COLLEGE DRIVE - MADISONVILLE, KY 42431-9185	61-1320380	501(C)(3)	6,188.	0.			$6,188-TO SUPPORT THE ENGAGEMENT OF PILOBOLUS FOR THE PUBLIC PERFORMANCE(S) AND
MARY C O'KEEFE CULTURAL CENTER FOR THE ARTS EDUCATION - 1600 GOVERNMENT STREET - OCEAN SPRINGS, MS 35964-3828	64-0915116	501(C)(3)	21,500.	0.			$21,500-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PROGRAM MANAGER, DEVELOPMENT &
MCNEESE STATE UNIVERSITY FOUNDATION - PO BOX 90215 - LAKE CHARLES, LA 70609-0001	72-6029144	501(C)(3)	5,681.	0.			$5,681-TO SUPPORT THE ENGAGEMENT OF LILY CAI CHINESE DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S)
MERCER UNIVERSITY 501 MACON, GA 31207	58-0566167	501(C)(3)	10,000.	0.			$10,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE LIGHTING ENGINEER AND SOUND
MILLEDGEVILLE-BALDWIN COUNTY ALLIED ARTS, INC. - 201 NORTH WAYNE STREET - MILLEDGEVILLE, GA 31061	58-1726305	501(C)(3)	6,500.	0.			$6,500-TO SUPPORT THE ENGAGEMENT OF CLEO PARKER ROBINSON DANCE FOR THE PUBLIC PERFORMANCE(S) AND
NEW ORLEANS BALLET ASSOCIATION ONE LEE CIRCLE NEW ORLEANS, LA 70130-3931	23-7122403	501(C)(3)	5,688.	0.			$5,688-TO SUPPORT THE ENGAGEMENT OF ALVIN AILEY AMERICAN DANCE THEATER FOR THE PUBLIC
PACK PLACE PERFORMING ARTS, INC. 2 SOUTH PACK SQUARE ASHEVILLE, NC 28801-3521	31-1524883	501(C)(3)	5,813.	0.			$5,813-TO SUPPORT THE ENGAGEMENT OF NICHOLAS LEICHTER DANCE FOR THE PUBLIC PERFORMANCE(S) AND
PADUCAH SYMPHONY 2101 BROADWAY PADUCAH, KY 42001	61-0965156	501(C)(3)	20,000.	0.			$20,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE EXECUTIVE DIRECTOR POSITION.

SCHEDULE I-1
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Continuation Sheet for Schedule I (Form 990)
▶ Attach to Form 990 to list additional information for Schedule I (Form 990), Part II or Part III.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SOUTH ARTS, INC.

Employer identification number: 56-1129587

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
PEACE CENTER FOUNDATION 101 WEST BROAD STREET GREENVILLE, SC 29601-2667	57-0811297	501(C)(3)	5,688.	0.			$5,688-TO SUPPORT THE ENGAGEMENT OF ALVIN AILEY AMERICAN DANCE THEATER FOR THE PUBLIC
PENNYROYAL ARTS COUNCIL, INC. 425 E. 9TH STREET HOPKINSVILLE, KY 42241-1038	31-0922296	501(C)(3)	17,500.	0.			$17,500-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE EXECUTIVE DIRECTOR POSITION.
PURE THEATRE P.O. BOX 448 CHARLESTON, SC 29402	13-4240676	501(C)(3)	10,950.	0.			$10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PRODUCING DIRECTOR POSITION.
ROSE THEATRE 102 EAST JEFFERSON STREET BASTROP, LA 71220	58-1647808	501(C)(3)	22,000.	0.			$22,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTISTIC DIRECTOR AND OFFICE
TAMPA BAY PERFORMING ARTS CENTER, INC. - 1010 NORTH W.C. MACINNES PLACE - TAMPA, FL 33602-3720	59-2037085	501(C)(3)	6,500.	0.			$6,500-TO SUPPORT THE ENGAGEMENT OF STEP AFRIKA! FOR THE PUBLIC PERFORMANCE(S) AND
TIGERTAIL PRODUCTIONS 842 NW 9TH COURT MIAMI, FL 33136-3009	59-1968705	501(C)(3)	7,500.	0.			$7,500-TO SUPPORT THE ENGAGEMENT OF AXIS DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND
TRIAD STAGE 232 SOUTH ELM STREET GREENSBORO, NC 27401	62-1743981	501(C)(3)	25,000.	0.			$25,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTISTIC ASSOCIATE/DRAMATURG,
UNIVERSITY OF ALABAMA AT BIRMINGHAM - 1530 3RD AVENUE SOUTH - BIRMINGHAM, AL 35294-1261	63-6005396	501(C)(3)	6,500.	0.			$6,500-TO SUPPORT THE ENGAGEMENT OF HUBBARD STREET 2 FOR THE PERFORMANCE(S) AND

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Name of the organization: SOUTH ARTS, INC.

Employer identification number: 56-1129587

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
UNIVERSITY OF SOUTHERN MISSISSIPPI 118 COLLEGE DRIVE HATTIESBURG, MS 39406	64-6000818	501(C)(3)	5,308.	0.			$5,308-TO SUPPORT THE ENGAGEMENT OF CHRISTAL BROWN/INSOIRIT DANCE FOR THE PUBLIC PERFORMANCE(S)
USA INTERNATIONAL BALLET COMPETITION - P.O. BOX 3696 - JACKSON, MS 39207-4491	64-0620289	501(C)(3)	6,000.	0.			$6,000-TO SUPPORT THE ENGAGEMENT OF PHILADANCO FOR THE PUBLIC PERFORMANCE(S) AND
YOUTH ORCHESTRA OF GREATER COLUMBUS - P.O. BOX 8612 - COLUMBUS, GA 31908	58-2079186	501(C)(3)	9,723.	0.			$9,723-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE EXECUTIVE DIRECTOR AND BOOKKEEPER

Part IV Supplemental Information

NAME OF ORGANIZATION OR GOVERNMENT: ALABAMA DANCE COUNCIL

(H) PURPOSE OF GRANT OR ASSISTANCE: $22,135-TO SUPPORT THE DANCE TOURING INITIATIVE TO DEVELOP STRONGER DANCE PRESENTATION AND AUDIENCES FOR MODERN DANCE AND CONTEMPORARY BALLET.

NAME OF ORGANIZATION OR GOVERNMENT: ALABAMA DANCE COUNCIL

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,563-TO SUPPORT THE ENGAGEMENT OF BATTLEWORKS DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: ALABAMA JAZZ HALL OF FAME

(H) PURPOSE OF GRANT OR ASSISTANCE: $40,200-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE HOUSE MANAGER AND DIRECTOR OF STUDENT JAZZ PROGRAMS POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT: AMERICAN DANCE FESTIVAL, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,563-TO SUPPORT THE ENGAGEMENT OF MARK DENDY DANCE AND THEATER FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: APPALACHIAN STATE UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,750-TO SUPPORT THE ENGAGEMENT OF MOMIX DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT:
ARTS & HUMANITIES COUNCIL OF CHARLOTTE COUNTY

(H) PURPOSE OF GRANT OR ASSISTANCE: $25,000-AMERICAN RECOVERY &

Part IV Supplemental Information

REINVESTMENT ACT GRANT TO SUPPORT THE ADMINISTRATIVE ASSISTANT POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: ASHEVILLE SYMPHONY SOCIETY, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: $29,750-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE OPERATIONS AND STAGE MANAGER POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: THE ARTSCENTER

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,125-TO SUPPORT THE ENGAGEMENT OF SOUL STREET DANCE FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: THE ATLANTA OPERA

(H) PURPOSE OF GRANT OR ASSISTANCE: $8,200-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PRODUCTION STAGE MANAGER AND ASSISTANT STAGE MANAGER POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT: BALLES FERRER

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,063-TO SUPPORT THE ENGAGEMENT FOR NELIDA TIRADO FLAMENCO FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: BALLET SPARTANBURG

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE OUTREACH COORDINATOR, COMMUNITY OUTREACH INSTRUCTORS, AND GUEST ARTISTS POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT: BALLET TENNESSEE

Part IV Supplemental Information

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,188-TO SUPPORT THE ENGAGEMENT OF DANCE THEATRE OF HARLEM FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: BEACON DANCE COMPANY

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTISTIC/ADMINISTRATIVE DIRECTOR POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: BLACK BELT TREASURES

(H) PURPOSE OF GRANT OR ASSISTANCE: $14,550-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTS INITIATIVE COORDINATOR POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: BUCKMAN PERFORMING ARTS CENTER

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,750-TO SUPPORT THE ENGAGEMENT OF BALLET HISPANICO FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: CAROLINA ART ASSOCIATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ASSOCIATE CURATOR OF COLLECTIONS AND ASSOCIATE CURATOR OF EXHIBITIONS AND INTERPRETATION POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT:
CENTRAL FLORIDA COMMUNITY COLLEGE FOUNDATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,313-TO SUPPORT THE ENGAGEMENT OF FLAMENCO VIVO - CARLOTA SANTANA FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

Part IV Supplemental Information

NAME OF ORGANIZATION OR GOVERNMENT: CHARLESTON CONCERT ASSOCIATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,938-TO SUPPORT THE ENGAGEMENT OF PILOBOLUS FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: CHERAW ARTS COMMISSION

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,950-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE EXECUTIVE DIRECTOR POSITION AND CONTRACTUAL TECHNICAL PERSONNEL.

NAME OF ORGANIZATION OR GOVERNMENT: CLAYTON STATE UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PATRON SERVICES ASSISTANT POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: CRAFTSMEN'S GUILD OF MISSISSIPPI

(H) PURPOSE OF GRANT OR ASSISTANCE: $20,327-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTS EDUCATION/EVENT COORDINATOR POSITION.

NAME OF ORGANIZATION OR GOVERNMENT:

CULTURAL ARTS COUNCIL OF DOUGLASVILLE/DOUGLAS COUNTY, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PROGRAM COORDINATOR AND SUNDAY GALLERY SITTER POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT:

CULTURAL COUNCIL OF RICHLAND & LEXINGTON COUNTIES

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,950-AMERICAN RECOVERY &

Part IV Supplemental Information

REINVESTMENT ACT GRANT TO SUPPORT THE ASSISTANT DIRECTOR-PROGRAM COORDINATOR POSITION.

NAME OF ORGANIZATION OR GOVERNMENT:
CULTURAL DEVELOPMENT FOUNDATION OF MEMPHIS
(H) PURPOSE OF GRANT OR ASSISTANCE: $6,125-TO SUPPORT THE ENGAGEMENT OF ALVIN AILEY AMERICAN DANCE THEATER FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: FLORIDA DANCE ASSOCIATION, INC.
(H) PURPOSE OF GRANT OR ASSISTANCE: $6,875-TO SUPPORT THE ENGAGEMENT OF DAVID DORFMAN DANCE FOR THE PUBLIC PERFORMANCE9S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: FRIENDS OF NORD, INC.
(H) PURPOSE OF GRANT OR ASSISTANCE: %5,742-TO SUPPORT THE ENGAGEMENT OF WIDEMAN DAVIS DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT:
GEORGIA STATE UNIVERSITY-RIALTO CENTER FOR THE ARTS
(H) PURPOSE OF GRANT OR ASSISTANCE: $6,938-TO SUPPORT THE ENGAGEMENT OF DAYTON CONTEMPORARY DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT:
GEORGIA TECH RESEARCH CORPORATION-FERST CENTER FOR THE ARTS
(H) PURPOSE OF GRANT OR ASSISTANCE: $6,250-TO SUPPORT THE ENGAGEMENT OF

Part IV Supplemental Information

BALLET FOLKLORICO DE MEXICO FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT:
GREENWOOD LANDER PERFORMING ARTS, INC.
(H) PURPOSE OF GRANT OR ASSISTANCE: $5,119-TO SUPPORT THE ENGAGEMENT OF LILY CAI CHINESE DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: JOHNSON CITY AREA ARTS COUNCIL
(H) PURPOSE OF GRANT OR ASSISTANCE: $28,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PROGRAM AND GRANTS MANAGER POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: JULE COLLINS SMITH MUSEUM OF FINE ART
(H) PURPOSE OF GRANT OR ASSISTANCE: $5,000-TO SUBSIDIZE EDUCATIONAL ACTIVITIES ASSOCIATED WITH THE PRESENTATION OF TRADITION/INNOVATION, AMERICAN MASTERPIECES OF SOUTHERN CRAFT & TRADITIONAL ART.

NAME OF ORGANIZATION OR GOVERNMENT: LITTLE THEATRE OF MONROE, INC.
(H) PURPOSE OF GRANT OR ASSISTANCE: $28,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE YOUNG TROUPE ARTISTIC DIRECTOR POSITION.

NAME OF ORGANIZATION OR GOVERNMENT: LOUISIANA ART & SCIENCE MUSEUM
(H) PURPOSE OF GRANT OR ASSISTANCE: $5,000-TO SUBSIDIZE EDUCATIONAL ACTIVITIES ASSOCIATED WITH THE PRESENTATION OF TRADITION/INNOVATION, AMERICAN MASTERPIECES OF SOUTHERN CRAFT & TRADITIONAL ART.

Part IV **Supplemental Information**

NAME OF ORGANIZATION OR GOVERNMENT:

MADISONVILLE COMMUNITY COLLEGE-GLEMA MAHR CENTER FOR THE ARTS

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,188-TO SUPPORT THE ENGAGEMENT OF PILOBOLUS FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT:

MARY C O'KEEFE CULTURAL CENTER FOR THE ARTS EDUCATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $21,500-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE PROGRAM MANAGER, DEVELOPMENT & GRANTS, TECHNICAL DIRECTOR, AND TECHNICAL SUPPORT POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT: MCNEESE STATE UNIVERSITY FOUNDATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,681-TO SUPPORT THE ENGAGEMENT OF LILY CAI CHINESE DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: MERCER UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: $10,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE LIGHTING ENGINEER AND SOUND ENGINEER POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT:

MILLEDGEVILLE-BALDWIN COUNTY ALLIED ARTS, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,500-TO SUPPORT THE ENGAGEMENT OF CLEO PARKER ROBINSON DANCE FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

Part IV Supplemental Information

NAME OF ORGANIZATION OR GOVERNMENT: NEW ORLEANS BALLET ASSOCIATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,688-TO SUPPORT THE ENGAGEMENT OF ALVIN AILEY AMERICAN DANCE THEATER FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: PACK PLACE PERFORMING ARTS, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,813-TO SUPPORT THE ENGAGEMENT OF NICHOLAS LEICHTER DANCE FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: PEACE CENTER FOUNDATION

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,688-TO SUPPORT THE ENGAGEMENT OF ALVIN AILEY AMERICAN DANCE THEATER FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: ROSE THEATRE

(H) PURPOSE OF GRANT OR ASSISTANCE: $22,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTISTIC DIRECTOR AND OFFICE MANAGER POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT:
TAMPA BAY PERFORMING ARTS CENTER, INC.

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,500-TO SUPPORT THE ENGAGEMENT OF STEP AFRIKA! FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: TIGERTAIL PRODUCTIONS

(H) PURPOSE OF GRANT OR ASSISTANCE: $7,500-TO SUPPORT THE ENGAGEMENT OF AXIS DANCE COMPANY FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL

Part IV Supplemental Information

COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: TRIAD STAGE

(H) PURPOSE OF GRANT OR ASSISTANCE: $25,000-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE ARTISTIC ASSOCIATE/DRAMATURG, MASTER ELECTRICIAN/FACILITIES MANAGER, PROPS MASTER, AND STICHER/DRAPER POSITIONS.

NAME OF ORGANIZATION OR GOVERNMENT: UNIVERSITY OF ALABAMA AT BIRMINGHAM

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,500-TO SUPPORT THE ENGAGEMENT OF HUBBARD STREET 2 FOR THE PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: UNIVERSITY OF SOUTHERN MISSISSIPPI

(H) PURPOSE OF GRANT OR ASSISTANCE: $5,308-TO SUPPORT THE ENGAGEMENT OF CHRISTAL BROWN/INSOIRIT DANCE FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: USA INTERNATIONAL BALLET COMPETITION

(H) PURPOSE OF GRANT OR ASSISTANCE: $6,000-TO SUPPORT THE ENGAGEMENT OF PHILADANCO FOR THE PUBLIC PERFORMANCE(S) AND EDUCATIONAL COMPONENT.

NAME OF ORGANIZATION OR GOVERNMENT: YOUTH ORCHESTRA OF GREATER COLUMBUS

(H) PURPOSE OF GRANT OR ASSISTANCE: $9,723-AMERICAN RECOVERY & REINVESTMENT ACT GRANT TO SUPPORT THE EXECUTIVE DIRECTOR AND BOOKKEEPER POSITIONS.

SCHEDULE O (Form 990)

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Supplemental Information to Form 990

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Name of the organization	Employer identification number
SOUTH ARTS, INC.	56-1129587

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

WAS FOUNDED IN 1975 TO BUILD ON THE SOUTH'S UNIQUE HERITAGE AND ENHANCE THE PUBLIC VALUE OF THE ARTS. SOUTH ARTS' WORK RESPONDS TO THE ARTS ENVIRONMENT AND CULTURAL TRENDS WITH A REGIONAL PERSPECTIVE; OFFERS AN ANNUAL PORTFOLIO OF ACTIVITIES DESIGNED TO ADDRESS THE ROLE OF THE ARTS IN IMPACTING THE ISSUES IMPORTANT TO OUR REGION; LINKS THE SOUTH WITH THE NATION AND THE WORLD THROUGH THE ARTS. THE ORGANIZATION WORKS IN PARTNERSHIP WITH THE STATE ART AGENCIES OF ALABAMA, FLORIDA, GEORGIA, KENTUCKY, LOUISIANA, MISSISSIPPI, NORTH CAROLINA, SOUTH CAROLINA, AND TENNESSEE. IT IS FUNDED BY THE NATIONAL ENDOWMENT FOR THE ARTS, MEMBER STATES, FOUNDATIONS, BUSINESSES AND INDIVIDUALS.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

NEA TO SUB-GRANT AMERICAN RECOVERY AND REINVESTMENT (ARRA) FUNDS TO SOUTHERN ARTS ORGANIZATIONS. BASED ON THE RECOMMENDATIONS OF OUR MEMBER STATE ARTS AGENCIES, A TOTAL OF $492,750 WAS AWARDED TO 27 ORGANIZATIONS TO PROVIDE FULL OR PARTIAL SALARY SUPPORT FOR ARTISTS AND ARTS PROFESSIONALS WHOSE JOBS WERE IN JEOPARDY DUE TO THE ECONOMIC DOWNTURN.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

TRADITION/INNOVATION TOURED TWO MUSEUMS FOR EXTENDED INSTALLATIONS IN FY2010. AMONG THE ARTISTS IN THE EXHIBIT ARE SIX RECIPIENTS OF THE NATIONAL ENDOWMENT FOR THE ARTS' NATIONAL HERITAGE FELLOWSHIP, THE COUNTRY'S HIGHEST HONOR FOR TRADITIONAL ARTISTS. SOUTHERN CIRCUIT TOUR OF INDEPENDENT FILMMAKERS PROVIDES COMMUNITIES ACROSS THE SOUTH WITH A

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TOUR OF HIGHLY TALENTED INDEPENDENT FILMMAKERS. AUDIENCES HAVE SEEN MORE THAN 120 FILMS AND HAVE ENGAGED FILMMAKERS IN POST-SCREENING DISCUSSIONS IN MORE THAN 56 COMMUNITIES ACROSS THE SOUTHERN UNITED STATES. SOUTHERN CIRCUIT IS THE NATION'S ONLY REGIONAL TOUR OF INDEPENDENT FILMMAKERS, PROVIDING COMMUNITIES WITH AN INTERACTIVE WAY OF EXPERIENCING INDEPENDENT FILM. IN FY2010, OVER 10,000 INDIVIDUALS SERVED INCLUDING 18 FILMMAKERS AND AUDIENCES IN 23 COMMUNITIES THROUGHOUT THE SOUTH ARTS NINE-STATE REGION. SHORT CIRCUIT TRAVELING FILM FESTIVAL SPOTLIGHTS RECENT SHORT FILMS BY FILMMAKERS LIVING AND WORKING IN THE SOUTHEASTERN UNITED STATES. JURIED FOR THEIR ARTISTIC MERIT BY A PANEL OF MEDIA ARTS PROFESSIONALS, THESE ENGAGING SHORT FILMS WILL TOUR THE U.S. AND CANADA. IN FY2010, OVER 600 INDIVIDUALS WERE SERVED, AS WELL AS 12 FILMMAKERS.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

FOLK ARTS - $72,159 INCLUDING GRANTS OF $7,585 - REVENUE $8,085

COORDINATION, PROMOTION & PRESERVATION OF FOLK ARTS IN THE SOUTHEAST.

LITERARY ARTS - $40,742 INCLUDING GRANTS OF $10,139 - REVENUE -0-

COLLABORATION WITH THE NATIONAL ENDOWMENT FOR THE ARTS TO DEVELOP AND IMPLEMENT WRITING WORKSHOPS FOR VETERANS.

SERVICES TO THE FIELD - $344,326 INCLUDING GRANTS OF -0- - REVENUE $895

EXPENSES $ 457227. INCLUDING GRANTS OF $ 17724. REVENUE $ 8980.

FOLK ARTS

COORDINATION, PROMOTION & PRESERVATION OF FOLK ARTS IN THE SOUTHEAST

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SERVICES IN THE FIELD

FORM 990, PART VI, SECTION B, LINE 11: THE 990 IS REVIEWED BY THE FINANCE COMMITTEE. THE FINANCE COMMITTEE CHAIRMAN WILL PRESENT THE FORM 990 TO THE BOARD OF DIRECTORS FOR DISCUSSION AND APPROVAL.

FORM 990, PART VI, SECTION B, LINE 12C: EACH NEW BOARD OR STAFF MEMBER ARE REQUIRED TO REVIEW A COPY OF THE CONFLICT OF INTEREST POLICY AND TO ACKNOWLEDGE IN WRITING THAT HE OR SHE HAS DONE SO. ALL BOARD AND STAFF MEMBERS ANNUALLY COMPLETE A DISCLOSURE FORM IDENTIFYING ANY RELATIONSHIPS, POSITIONS, OR CIRCUMSTANCES IN WHICH THEY ARE INVOLVED THAT THEY BELIEVE COULD CONTRIBUTE TO A CONFLICT OF INTEREST ARISING. SUCH RELATIONSHIPS, POSITIONS OR CIRCUMSTANCES MIGHT INCLUDE SERVICE AS A DIRECTOR OF OR CONSULTANT/CONTRACTOR TO A NOT-FOR-PROFIT ORGANIZATION, OR OWNERSHIP OF A BUSINESS THAT MIGHT PROVIDE GOODS OR SERVICES TO SOUTH ARTS, INC. ANY SUCH INFORMATION REGARDING BUSINESS INTERESTS OF A BOARD OR STAFF MEMBER OR THEIR IMMEDIATE FAMILY MEMBER SHALL BE TREATED AS CONFIDENTIAL AND SHALL GENERALLY BE MADE AVAILABLE ONLY TO THE CHAIR, THE EXECUTIVE DIRECTOR AND ANY COMMITTEE APPOINTED TO ADDRESS CONFLICTS OF INTEREST, EXCEPT TO THE EXTENT ADDITIONAL DISCLOSURE IS NECESSARY IN CONNECTION WITH THE IMPLEMENTATION OF THIS POLICY. THIS POLICY IS REVIEWED ANNUALLY BY EACH MEMBER OF THE BOARD OF DIRECTORS. ANY CHANGES TO THIS POLICY SHALL BE COMMUNICATED IMMEDIATELY TO ALL BOARD AND STAFF.

FORM 990, PART VI, SECTION B, LINE 15: THE ANNUAL PERFORMANCE APPRAISAL OF THE EXECUTIVE DIRECTOR IS PERFORMED BY THE EXECUTIVE COMMITTEE OF THE

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BOARD. SALARY ADJUSTMENTS OR INCREASES ARE MADE AT THE TIME OF AN ANNUAL PERFORMANCE APPRAISAL AND ARE BASED ON THE APPROVED BUDGET.

SOUTH ARTS, INC. CONDUCTS ANNUAL PERFORMANCE APPRAISALS OF ALL OF ITS EMPLOYEES. THE ANNUAL REVIEW OCCURS IN JANUARY WITH A FORMAL WRITTEN REVIEW AS WELL AS A DISCUSSION BETWEEN EMPLOYEE AND SUPERVISOR THAT ALSO MAY INCLUDE THE EXECUTIVE DIRECTOR.

THE PURPOSE OF THE PERFORMANCE APPRAISAL IS TO ASSESS HOW WELL AN EMPLOYEE IS FULFILLING POSITION RESPONSIBILITIES, EXPLORE THEIR CONTRIBUTION TO THE OVERALL SOUTH ARTS MISSION AND GOALS AS PART OF THE STAFF TEAM, AND DISCUSS PROFESSIONAL GOALS FOR THE UPCOMING YEAR. SALARY ADJUSTMENTS OR INCREASES ARE MADE AT THE TIME OF AN ANNUAL PERFORMANCE APPRAISAL AND ARE BASED ON THE APPROVED BUDGET.

FORM 990, PART VI, SECTION C, LINE 19: THE GOVERNING AND OTHER DOCUMENTS ARE AVAILABLE UPON REQUEST, THROUGH THE ANNUAL REPORT AND THROUGH GUIDESTAR.

FORM 990 PART XI, LINE 2C

THE PROCESS FOR AUDITOR SELECTION AND REVIEW OF AUDITED FINANCIAL STATEMENTS HAS NOT CHANGED FROM THE PREVIOUS YEAR.

NORTH CAROLINA
Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF RESTATEMENT

OF

SOUTHERN ARTS FEDERATION, INC.
WHICH CHANGED ITS NAME TO
SOUTH ARTS, INC.

the original of which was filed in this office on the 29th day of January, 2010.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 29th day of January, 2010

Elaine F. Marshall
Secretary of State

Document Id: C201002800042

SOSID: 0136818
Date Filed: 1/29/2010 10:51:00 AM
Elaine F. Marshall
North Carolina Secretary of State
C201002800042

State of North Carolina
Department of the Secretary of State

ARTICLES OF RESTATEMENT FOR NONPROFIT CORPORATION

Pursuant to §55A-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following for the purpose of restating its Articles of Incorporation.

1. The name of the corporation is: Southern Arts Federation, Inc

2. The text of the Restated Articles of Incorporation is attached.

3. *(Check a, b, c, and/or d, as applicable)*

   a. ______ These Restated Articles of Incorporation were adopted by the board of directors and do not contain an amendment.

   b. ✓ These Restated Articles of Incorporation were adopted by the board of directors and contain an amendment not requiring member approval. *(Set forth a brief explanation of why member approval was not required for such amendment.)* The corporation has no members

   c. ______ These Restated Articles of Incorporation contain an amendment requiring member approval, and member approval was obtained as required by Chapter 55A of the North Carolina General Statutes.

   d. ______ These Restated Articles of Incorporation contain an amendment requiring approval by a person whose approval is required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.

4. These articles will be effective upon filing, unless a delayed date and/or time is specified: ______

This the 25 day of January, 20 10

Southern Arts Federation, Inc
Name of Corporation

Gerri Combs
Signature

Gerri Combs, Executive Director
Type or Print Name and Title

Notes:
1 Filing fee is $10, unless the Restated Articles of Incorporation include an amendment, in which case the filing fee is $25. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

Control No H859776
Date Filed 02/24/2010 08 00 AM
Brian P. Kemp
Secretary of State

CORPORATIONS DIVISION
Suite 315 West Tower
2 Martin Luther King Jr. Dr..
Atlanta, Georgia 30334-1530
(404) 656-2817

2010 FEB 24 PM 3:01
SECRETARY OF STATE
CORPORATIONS DIVISION

Brian P. Kemp
Secretary Of State

Application for Amended Certificate of Authority of a Foreign Entity

An amended certificate of authority must be obtained only if a foreign entity changes its name or its jurisdiction of organization Complete (where applicable) and return this form with a check made payable to the Secretary of State in the amount of $20.00 Entity must be in "Active Compliance" status in order to use this form.

1. **Entity Name** Southern Arts Federation, Inc.
2. **Entity Control No.** H859776
3. **State/Country Of Jurisdiction** North Carolina
4. **Date of Authorization In Georgia** December 29, 1977
5. **Please Indicate Entity Type (Check One Box Only):**

   [X] **Corporation (Corporation Must Provide Certificate Of Existence From Home State With New Name)**
   [ ] **Limited Liability Company**
   [ ] **Limited Partnership**

6. **The name by which the entity will hereafter be known is:**

   South Arts, Inc.

7. **New Jurisdiction:** Same (North Carolina)

ATTENTION: If any other information required in the original application for certificate of authority has changed, the entity has an obligation under Georgia Law to inform the Secretary of State of said changes. Attach additional pages if necessary.

Signed By:

Gerri Combs, Executive Director February 12, 2010
Authorized Signature and Title **Date**

State of Georgia
Amend/Restate 7 Page(s)
T1005610066

CD 518

Control No. **H859776**

STATE OF GEORGIA

Secretary of State

Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

AMENDED CERTIFICATE OF AUTHORITY

NAME CHANGE

I, **Brian P. Kemp**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

SOUTHERN ARTS FEDERATION, INC.
a Foreign Profit Corporation

formed under the laws of the State of North Carolina and authorized to transact business in Georgia on 01/18/1977, has amended its application to transact business in this state by the filing of an amendment changing its name to

SOUTH ARTS, INC.

and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated Attached hereto is a true and correct copy of said application

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on February 24, 2010

Brian P. Kemp
Secretary of State

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SOUTHERN ARTS FEDERATION, INC.
(hereafter referred to as SOUTH ARTS, INC.)

ARTICLE I. NAME

The name of the corporation is hereby changed from Southern Arts Federation, Inc. and will hereafter be.

South Arts, Inc.

ARTICLE II. INCORPORATION

The corporation is incorporated pursuant to the North Carolina Nonprofit Corporation Act.

ARTICLE III. MEMBERS

The corporation shall have no members.

ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation shall be at 150 Fayetteville Street, Box 1011, Raleigh Wake County, North Carolina, 27601. The initial registered agent of the corporation at such address shall be CT Corporation System.

ARTICLE V. ADDRESS

The mailing address of the principal office of the corporation is 1800 Peachtree Street NW, Suite 808, Atlanta, Fulton County, Georgia 30309.

ARTICLE VI PURPOSE

A. The corporation is organized pursuant to the North Carolina Nonprofit Corporation Act exclusively for the following purposes:

(i) To enhance the public value of the arts within the states, commonwealths, and territories of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, and Puerto Rico, in particular promoting and supporting the unique heritage of the arts in the South;

(ii) To promote and enhance the artistic excellence and professionalism of Southern arts organizations and Southern artists and serve the diverse population of the South;

(iii) To assist in the development of artists, arts professionals and arts organizations;

(iv) To present, promote and produce programming and reference materials on Southern arts and culture;

(v) To promote and advocate the arts and arts education;

(vi) To collaborate with other national, state, and local charitable organizations whose mission and purposes are consistent with the Corporation; and

(vii) To engage in any other lawful activities whatsoever that are necessary, incident, or convenient to the carrying on of the charitable purposes of the Corporation pursuant to the North Carolina Nonprofit Corporation Act or any act amendatory thereof or supplemental thereto that may now or hereafter be in force.

ARTICLE VII. INTERNAL REVENUE CODE REQUIREMENTS

A. The Corporation shall be operated exclusively as a nonprofit corporation for charitable, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

B. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VI hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. The method of election for the members of the Board of Directors shall be set out in the Bylaws.

ARTICLE IX. DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of or be distributable to any of its directors, officers or other private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

ARTICLE X. DIRECTOR LIABILITY

No director shall have any personal liability to the corporation or its members for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of any director for (a) acts or omissions that the director knew or believed were clearly in conflict with the best interests of the corporation; (b) any liability imposed by General Statutes 55A-8-32 or 55A-8-33 of the North Carolina Nonprofit Corporation Act; (c) any transaction from which the director derived an improper personal benefit; or (d) any acts or omissions occurring prior to the date of these Amended and Restated Articles of Incorporation.

ARTICLE XI. APPROVAL BY BOARD OF DIRECTORS

The Board of Directors of the corporation duly approved, adopted, and ratified these Amended and Restated Articles of Incorporation at its meeting held on November 12, 2009, and authorized and directed the Executive Director of the corporation to execute the same on behalf of the corporation and file the same with the Secretary of State of North Carolina.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 25th day of January, 2010. The Articles shall be deemed effective as of the earliest date filed with the Secretary of State of North Carolina.

Gerri Combs, Executive Director

2010 FEB 24 PM 3:01
SECRETARY OF STATE
CORPORATIONS DIVISION