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|                                                                                                                                                           |                                                                                                                                                                                                                                                                                                        |                                  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| Form 990<br><br><br>Department of the Treasury<br>Internal Revenue Service | <b>Return of Organization Exempt From Income Tax</b><br><br><b>Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)</b><br><br>The organization may have to use a copy of this return to satisfy state reporting requirements | OMB No 1545-0047                 |
|                                                                                                                                                           |                                                                                                                                                                                                                                                                                                        | <b>2010</b>                      |
|                                                                                                                                                           |                                                                                                                                                                                                                                                                                                        | <b>Open to Public Inspection</b> |

|                                                                                                                                                                                                                                                                                              |                                                                                                                   |                                                                                                                                                |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>A For the 2010 calendar year, or tax year beginning 01-01-2010 and ending 12-31-2010</b>                                                                                                                                                                                                  |                                                                                                                   |                                                                                                                                                |
| <b>B</b> Check if applicable<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Terminated<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | <b>C</b> Name of organization<br>WIND CREST INC                                                                   | <b>D Employer identification number</b><br><br>51-0549976                                                                                      |
|                                                                                                                                                                                                                                                                                              | Doing Business As                                                                                                 |                                                                                                                                                |
|                                                                                                                                                                                                                                                                                              | Number and street (or P O box if mail is not delivered to street address)<br>3235 MILL VISTA ROAD                 | Room/suite                                                                                                                                     |
|                                                                                                                                                                                                                                                                                              | City or town, state or country, and ZIP + 4<br>HIGHLANDS RANCH, CO 80129                                          |                                                                                                                                                |
|                                                                                                                                                                                                                                                                                              | <b>F</b> Name and address of principal officer<br>RODNEY COE<br>3235 MILL VISTA ROAD<br>HIGHLANDS RANCH, CO 80129 |                                                                                                                                                |
|                                                                                                                                                                                                                                                                                              |                                                                                                                   | <b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                         |
|                                                                                                                                                                                                                                                                                              |                                                                                                                   | <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list (see instructions) |
|                                                                                                                                                                                                                                                                                              |                                                                                                                   | <b>H(c)</b> Group exemption number ▶                                                                                                           |
| <b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (Insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527                                                                                              |                                                                                                                   |                                                                                                                                                |
| <b>J Website:</b> ▶ WWW.NATIONALSENIORCAMPUSES.ORG                                                                                                                                                                                                                                           |                                                                                                                   |                                                                                                                                                |
| <b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶                                                                                                           |                                                                                                                   | <b>L</b> Year of formation 2005                                                                                                                |
|                                                                                                                                                                                                                                                                                              |                                                                                                                   | <b>M</b> State of legal domicile<br>MD                                                                                                         |

| Part I                                                                         |                                                                                                                                                                           | Summary                   |              |
|--------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|--------------|
| Activities & Governance                                                        | <b>1</b> Briefly describe the organization's mission or most significant activities<br>PROVIDE A HOME FOR SENIORS THAT SATISFIES THEIR THREE PRIMARY NEEDS SEE SCHEDULE O |                           |              |
|                                                                                |                                                                                                                                                                           |                           |              |
|                                                                                |                                                                                                                                                                           |                           |              |
|                                                                                |                                                                                                                                                                           |                           |              |
|                                                                                | <b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets                           |                           |              |
|                                                                                | <b>3</b> Number of voting members of the governing body (Part VI, line 1a)                                                                                                | <b>3</b>                  | 8            |
|                                                                                | <b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)                                                                                    | <b>4</b>                  | 8            |
|                                                                                | <b>5</b> Total number of individuals employed in calendar year 2010 (Part V, line 2a)                                                                                     | <b>5</b>                  | 384          |
| <b>6</b> Total number of volunteers (estimate if necessary)                    | <b>6</b>                                                                                                                                                                  | 225                       |              |
| <b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12 | <b>7a</b>                                                                                                                                                                 | 0                         |              |
| <b>b</b> Net unrelated business taxable income from Form 990-T, line 34        | <b>7b</b>                                                                                                                                                                 | 0                         |              |
| Revenue                                                                        | <b>8</b> Contributions and grants (Part VIII, line 1h)                                                                                                                    | Prior Year                | Current Year |
|                                                                                | <b>9</b> Program service revenue (Part VIII, line 2g)                                                                                                                     | 151,560                   | 367,437      |
|                                                                                | <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)                                                                                                   | 13,950,279                | 14,604,954   |
|                                                                                | <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)                                                                                        | 7,445,976                 | 7,785,601    |
|                                                                                | <b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)                                                                                | 193,809                   | 24,155,083   |
|                                                                                |                                                                                                                                                                           | 21,741,624                | 46,913,075   |
| Expenses                                                                       | <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1–3)                                                                                                | 10,500                    | 24,750       |
|                                                                                | <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)                                                                                                   | 0                         | 0            |
|                                                                                | <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)                                                                               | 6,124,517                 | 6,081,518    |
|                                                                                | <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)                                                                                                  | 0                         | 0            |
|                                                                                | <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) <input type="checkbox"/> 0                                                                             |                           |              |
|                                                                                | <b>17</b> Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)                                                                                                    | 17,352,371                | 19,562,016   |
|                                                                                | <b>18</b> Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)                                                                                        | 23,487,388                | 25,668,284   |
|                                                                                | <b>19</b> Revenue less expenses Subtract line 18 from line 12                                                                                                             | -1,745,764                | 21,244,791   |
| Net Assets or Fund Balances                                                    |                                                                                                                                                                           | Beginning of Current Year | End of Year  |
|                                                                                | <b>20</b> Total assets (Part X, line 16)                                                                                                                                  | 155,861,180               | 232,861,818  |
|                                                                                | <b>21</b> Total liabilities (Part X, line 26)                                                                                                                             | 164,414,025               | 220,169,872  |
|                                                                                | <b>22</b> Net assets or fund balances Subtract line 21 from line 20                                                                                                       | -8,552,845                | 12,691,946   |

|                                                                                                                                                                                                                                                                                                                       |                                                                            |                                        |      |                                                 |                                                                     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------------------|------|-------------------------------------------------|---------------------------------------------------------------------|
| <b>Part II Signature Block</b>                                                                                                                                                                                                                                                                                        |                                                                            |                                        |      |                                                 |                                                                     |
| Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. |                                                                            |                                        |      |                                                 |                                                                     |
| Sign Here                                                                                                                                                                                                                                                                                                             | Signature of officer                                                       |                                        |      | 2011-06-29<br>Date                              |                                                                     |
|                                                                                                                                                                                                                                                                                                                       | DAVID L BURK DIRECTOR<br>Type or print name and title                      |                                        |      |                                                 |                                                                     |
| Paid Preparer Use Only                                                                                                                                                                                                                                                                                                | Print/Type preparer's name<br>JULIA FLANNERY                               | Preparer's signature<br>JULIA FLANNERY | Date | Check if self-employed <input type="checkbox"/> | PTIN                                                                |
|                                                                                                                                                                                                                                                                                                                       | Firm's name ▶ RSM MCGLADREY INC                                            |                                        |      |                                                 | Firm's EIN ▶                                                        |
|                                                                                                                                                                                                                                                                                                                       | Firm's address ▶ 100 INTERNATIONAL DRIVE SUITE 1400<br>BALTIMORE, MD 20202 |                                        |      |                                                 | Phone no ▶ (410) 246-9300                                           |
| May the IRS discuss this return with the preparer shown above? (see instructions) . . . . .                                                                                                                                                                                                                           |                                                                            |                                        |      |                                                 | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1

Briefly describe the organization’s mission

THE BOARD OF DIRECTORS OF NATIONAL SENIOR CAMPUSES, INC AND ITS SUPPORTED COMMUNITIES ARE COMMITTED TO CREATING COMMUNITIES THAT CELEBRATE LIFE SEE SCHEDULE O FOR THE COMPLETE MISSION STATEMENT

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

4a

(Code ) (Expenses \$ 24,033,910 including grants of \$ 24,750 ) (Revenue \$ 14,604,954 )

WIND CREST PROVIDES SERVICES NEEDED BY SENIOR RESIDENTS, WHO RESIDE IN 484 INDEPEDENT LIVING UNITS THE SERVICES WE PROVIDE TO OUR RESIDENTS INCLUDE, BUT ARE NOT LIMITED TO HOUSING, FOOD, MEDICAL, SECURITY AND MAINTENANCE SERVICES, RECREATIONAL AND PASTORAL ACTIVITIES

4b

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

4c

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

4d

Other program services (Describe in Schedule O )

(Expenses \$ including grants of \$ ) (Revenue \$ )

4e

Total program service expenses

\$ 24,033,910

Form 990 (2010)

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)? <i>If "Yes," complete Schedule A.</i>                                                                                                                    | 1   | Yes |
| 2   | Is the organization required to complete Schedule B, Schedule of Contributors (see instruction)?                                                                                                                                                           | 2   | Yes |
| 3   | Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i>                                                                                                                                                  | 3   | No  |
| 4   | <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i>                                                                                                                                   | 4   | No  |
| 5   | Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i>                                                                                                           | 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? <i>If "Yes," complete Schedule D, Part I.</i>   | 6   | No  |
| 7   | Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II.</i>                                      | 7   | No  |
| 8   | Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i>                                                                                                    | 8   | No  |
| 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? <i>If "Yes," complete Schedule D, Part IV.</i>  | 9   | No  |
| 10  | Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i>                                                                                         | 10  | No  |
| 11  | If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable                                                                                                                                                                                                |     |     |
| a   | Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i>                                                                                                                  | 11a | Yes |
| b   | 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? <i>If "Yes," complete Schedule D, Part VII.</i>                                              | 11b | No  |
| c   | 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? <i>If "Yes," complete Schedule D, Part VIII.</i>                                             | 11c | No  |
| d   | 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? <i>If "Yes," complete Schedule D, Part IX.</i>                                                               | 11d | No  |
| e   | Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i>                                                                                                                            | 11e | No  |
| f   | 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 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i>     | 11f | Yes |
| 12a | Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i>                                                                                            | 12a | Yes |
| b   | Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i>              | 12b | No  |
| 13  | Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>                                                                                                                                                                                                                                     | 13  | No  |
| 14a | Did the organization maintain an office, employees, or agents outside of the United States?                                                                                                                                                                                                                                                   | 14a | No  |
| 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? <i>If "Yes," complete Schedule F, Parts I and IV.</i>                                                                                                       | 14b | No  |
| 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 U S ? <i>If "Yes," complete Schedule F, Parts II and IV.</i>                                                                                                                          | 15  | No  |
| 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 U S ? <i>If "Yes," complete Schedule F, Parts III and IV.</i>                                                                                                                              | 16  | No  |
| 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? <i>If "Yes," complete Schedule G, Part I (see instructions).</i>                                                                                                                        | 17  | No  |
| 18  | Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i>                                                                                                                                                        | 18  | No  |
| 19  | Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i>                                                                                                                                                                                  | 19  | No  |
| 20a | Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i>                                                                                                                                                                                                                                                     | 20a | No  |
| b   | If "Yes" to line 20a, did the organization attach its audited financial statement to this return? <b>Note.</b> Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions).                                                                                                           | 20b |     |

Part IV

Checklist of Required Schedules (continued)

|     |                                                                                                                                                                                                                                                                                 |     |     |    |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|----|
| 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  |     | No |
| 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  | Yes |    |
| 23  | Did the organization answer "Yes" to Part VII, Section A, questions 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  | Yes |    |
| 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-24d and complete Schedule K. If "No," go to line 25 . . . . . | 24a |     | No |
| 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 | <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I . . . . .                                                                  | 25a |     | No |
| 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 |     | No |
| 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  |     | No |
| 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  |     | No |
| 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 |     | No |
| b   | A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .                                                                                                                                            | 28b |     | No |
| c   | An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV . . . . .                                                | 28c | Yes |    |
| 29  | Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M . . . . .                                                                                                                                                              | 29  |     | No |
| 30  | Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M . . . . .                                                                                              | 30  |     | No |
| 31  | Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I . . . . .                                                                                                                                                    | 31  |     | No |
| 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  |     | No |
| 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  |     | No |
| 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  | Yes |    |
| 35  | Is any related organization a controlled entity within the meaning of section 512(b)(13)? . . . . .                                                                                                                                                                             | 35  |     | No |
| a   | Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 . . . . .                                                                           |     |     |    |
| 36  | <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2 . . . . .                                                                                       | 36  |     | No |
| 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  |     | No |
| 38  | Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .                                                                                    | 38  | Yes |    |

| Part V Statements Regarding Other IRS Filings and Tax Compliance                                           |                                                                                                                                                                                                                                                                       |     |     |    |    |
|------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|----|----|
| Check if Schedule O contains a response to any question in this Part V <input type="checkbox"/>            |                                                                                                                                                                                                                                                                       |     |     |    |    |
|                                                                                                            |                                                                                                                                                                                                                                                                       |     | Yes | No |    |
| 1a                                                                                                         | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.                                                                                                                                                                                         | 1a  | 53  |    |    |
| 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  | Yes |    |    |
| 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  | 384 |    |    |
| b                                                                                                          | If at least one is reported on line 2a, did the organization file all required federal employment tax returns?                                                                                                                                                        | 2b  | Yes |    |    |
| Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions). |                                                                                                                                                                                                                                                                       |     |     |    |    |
| 3a                                                                                                         | Did the organization have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                         | 3a  |     |    | No |
| 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  |     |    | No |
| b                                                                                                          | If "Yes," enter the name of the foreign country:<br>See instructions for 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  |     |    | No |
| b                                                                                                          | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?                                                                                                                                                      | 5b  |     |    | No |
| c                                                                                                          | If "Yes" to line 5a or 5b, did the organization file Form 8886-T?                                                                                                                                                                                                     | 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  | Yes |    |    |
| b                                                                                                          | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?                                                                                                                         | 6b  | Yes |    |    |
| 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  | Yes |    |    |
| b                                                                                                          | If "Yes," did the organization notify the donor of the value of the goods or services provided?                                                                                                                                                                       | 7b  | Yes |    |    |
| c                                                                                                          | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?                                                                                                                                  | 7c  |     |    | No |
| d                                                                                                          | If "Yes," indicate the number of Forms 8282 filed during the year.                                                                                                                                                                                                    | 7d  |     |    |    |
| e                                                                                                          | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                                                                       | 7e  |     |    | No |
| f                                                                                                          | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                                                          | 7f  |     |    | No |
| g                                                                                                          | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?                                                                                                                                      | 7g  |     |    |    |
| h                                                                                                          | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?                                                                                                                                    | 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 |     |    |    |
| 13 Section 501(c)(29) qualified nonprofit health insurance issuers.                                        |                                                                                                                                                                                                                                                                       |     |     |    |    |
| a                                                                                                          | Is the organization licensed to issue qualified health plans in more than one state?<br>Note. See the instructions for additional information the organization must report on Schedule O.                                                                             | 13a |     |    |    |
| b                                                                                                          | Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.                                                                                                            | 13b |     |    |    |
| c                                                                                                          | Enter the amount of reserves on hand.                                                                                                                                                                                                                                 | 13c |     |    |    |
| 14a                                                                                                        | Did the organization receive any payments for indoor tanning services during the tax year?                                                                                                                                                                            | 14a |     |    | No |
| b                                                                                                          | If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.                                                                                                                                                            | 14b |     |    |    |

Part VI

Governance, Management, and Disclosure

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

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

|    |                                                                                                                                                                                                                     |    |     |    |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
|    |                                                                                                                                                                                                                     |    | Yes | No |
| 1a | Enter the number of voting members of the governing body at the end of the tax year                                                                                                                                 | 1a | 8   |    |
| b  | Enter the number of voting members included in line 1a, above, who are independent                                                                                                                                  | 1b | 8   |    |
| 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  | Yes |    |
| 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  | Yes |    |
| 4  | Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?                                                                                                    | 4  | Yes |    |
| 5  | Did the organization become aware during the year of a significant diversion of the organization's assets?                                                                                                          | 5  |     | No |
| 6  | Does the organization have members or stockholders?                                                                                                                                                                 | 6  | Yes |    |
| 7a | Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?                                                                                         | 7a | Yes |    |
| b  | Are any decisions of the governing body subject to approval by members, stockholders, or other persons?                                                                                                             | 7b | Yes |    |
| 8  | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following                                                                                    |    |     |    |
| a  | The governing body?                                                                                                                                                                                                 | 8a | Yes |    |
| b  | Each committee with authority to act on behalf of the governing body?                                                                                                                                               | 8b | Yes |    |
| 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  | Yes |    |

Section B. Policies

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

|     |                                                                                                                                                                                                                                                                                                |     |     |    |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|----|
|     |                                                                                                                                                                                                                                                                                                |     | Yes | No |
| 10a | Does the organization have local chapters, branches, or affiliates?                                                                                                                                                                                                                            | 10a |     | No |
| 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 |     |    |
| 11a | Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?                                                                                                                                                                             | 11a | Yes |    |
| b   | 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 | Yes |    |
| b   | Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?                                                                                                                                                              | 12b | Yes |    |
| c   | Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done                                                                                                                                             | 12c | Yes |    |
| 13  | Does the organization have a written whistleblower policy?                                                                                                                                                                                                                                     | 13  | Yes |    |
| 14  | Does the organization have a written document retention and destruction policy?                                                                                                                                                                                                                | 14  | Yes |    |
| 15  | Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?                                                                           |     |     |    |
| a   | The organization's CEO, Executive Director, or top management official                                                                                                                                                                                                                         | 15a | Yes |    |
| b   | Other officers or key employees of the organization                                                                                                                                                                                                                                            | 15b | Yes |    |
|     | 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 |     | No |
| b   | If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? | 16b |     |    |

Section C. Disclosure

|    |                                                                                                                                                                                                                                                                                                                                                                    |                                                                                 |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|
| 17 | List the States with which a copy of this Form 990 is required to be filed                                                                                                                                                                                                                                                                                         | CO                                                                              |
| 18 | Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.<br><input type="checkbox"/> Own website <input checked="" type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request |                                                                                 |
| 19 | Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.                                                                                                                                                         |                                                                                 |
| 20 | State the name, physical address, and telephone number of the person who possesses the books and records of the organization.                                                                                                                                                                                                                                      | BRUCE SIXX<br>701 MAIDEN CHOICE LANE<br>CATONSVILLE, MD 21228<br>(410) 402-2375 |

Part VII

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

Check if Schedule O contains a response to any question in this Part VII

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.
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
  - List all of the organization's **current** key employees, if any. 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 neither the organization nor any related organization compensated any current officer, director, or trustee

| (A)<br>Name and Title                          | (B)<br>Average hours per week (describe hours for related organizations in Schedule O) | (C)<br>Position (check all that apply) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|------------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                |                                                                                        | Individual trustee or director         | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| (1) RODNEY M COE<br>DIRECTOR/CHAIRPERSON       | 2.00                                                                                   | X                                      |                       | X       |              |                              |        | 11,816                                                               | 65,184                                                                    | 0                                                                                             |
| (2) HAROLD ASHBY<br>DIRECTOR                   | 1.00                                                                                   | X                                      |                       |         |              |                              |        | 2,938                                                                | 59,062                                                                    | 0                                                                                             |
| (3) DAVID BURK<br>DIRECTOR                     | 3.00                                                                                   | X                                      |                       |         |              |                              |        | 6,688                                                                | 20,062                                                                    | 0                                                                                             |
| (4) JAMES HAYES<br>DIRECTOR/PRESIDENT          | 1.00                                                                                   | X                                      |                       | X       |              |                              |        | 6,189                                                                | 70,811                                                                    | 0                                                                                             |
| (5) STEVEN HUNSICKER<br>DIRECTOR               | 1.00                                                                                   | X                                      |                       |         |              |                              |        | 6,688                                                                | 20,062                                                                    | 0                                                                                             |
| (6) BOONE POWELL JR<br>DIRECTOR/TREASURER      | 1.00                                                                                   | X                                      |                       | X       |              |                              |        | 6,688                                                                | 20,062                                                                    | 0                                                                                             |
| (7) ZINA JACQUE<br>DIRECTOR                    | 1.00                                                                                   | X                                      |                       |         |              |                              |        | 0                                                                    | 22,250                                                                    | 0                                                                                             |
| (8) MIKE ROSKIEWICZ<br>DIRECTOR                | 1.00                                                                                   | X                                      |                       |         |              |                              |        | 0                                                                    | 22,250                                                                    | 0                                                                                             |
| (9) DUFFY DEARDORFF<br>DIRECTOR/SECRETARY      | 7.00                                                                                   | X                                      |                       | X       |              |                              |        | 5,000                                                                | 0                                                                         | 0                                                                                             |
| (10) DEBRA B DOYLE<br>VICE PRESIDENT           | 10.00                                                                                  |                                        |                       | X       |              |                              |        | 0                                                                    | 0                                                                         | 0                                                                                             |
| (11) CRAIG ERICKSON<br>EXECUTIVE DIRECTOR/VP   | 40.00                                                                                  |                                        |                       | X       |              |                              |        | 210,009                                                              | 0                                                                         | 10,073                                                                                        |
| (12) JEFFREY A JACOBSON<br>ASSISTANT TREASURER | 10.00                                                                                  |                                        |                       | X       |              |                              |        | 0                                                                    | 0                                                                         | 0                                                                                             |
| (13) KAREN LUX<br>DIRECTOR OF FINANCE          | 40.00                                                                                  |                                        |                       | X       |              |                              |        | 87,725                                                               | 0                                                                         | 8,542                                                                                         |
|                                                |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                                |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                                |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                                |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |

## Part VII

| (A)<br>Name and Title | (B)<br>Average hours per week (describe hours for related organizations in Schedule O) | (C)<br>Position (check all that apply) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|-----------------------|----------------------------------------------------------------------------------------|----------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                       |                                                                                        | Individual trustee or director         | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                       |                                                                                        |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| <b>1b</b>             | <b>Sub-Total</b>                                                                       |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| <b>c</b>              | <b>Total from continuation sheets to Part VII, Section A</b>                           |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| <b>d</b>              | <b>Total (add lines 1b and 1c)</b>                                                     |                                        |                       |         |              |                              |        | 343,741                                                              | 299,743                                                                   | 18,615                                                                                        |

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

## **Section B. Independent Contractors**

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

| (A)<br>Name and business address                                                                                                                                                   | (B)<br>Description of services | (C)<br>Compensation |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|---------------------|
| SYSCO FOOD SERVICES OF DENVER<br>5000 BEELER STREET<br>DENVER, CO 80238                                                                                                            | FOOD SERVICE                   | 873,255             |
| CASS INFORMATION SYSTEMS INC<br>13001 HOLLENBERG DRIVE<br>BRIDGETON, MO 63044                                                                                                      | BUSINESS PROCESS OUTSOURCING   | 640,047             |
| ERICKSON LIVING MANAGEMENT LLC<br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD 21228                                                                                                    | MANAGEMENT                     | 423,341             |
| SHAMROCK FOODS<br>DEPT 219<br>DENVER, CO 802910219                                                                                                                                 | FOOD SERVICE                   | 242,968             |
| ERICKSON RETIREMENT COMMUNITIES<br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD 21228                                                                                                   | MANAGEMENT                     | 206,781             |
| <b>2</b> Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization <b>7</b> |                                |                     |

Part VIII

Statement of Revenue

|                                                           |                                                                 |                                                                                                                                         | (A)                                                                                      | (B)                                            | (C)                              | (D)                                                                                   |
|-----------------------------------------------------------|-----------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|------------------------------------------------|----------------------------------|---------------------------------------------------------------------------------------|
|                                                           |                                                                 |                                                                                                                                         | Total revenue                                                                            | Related<br>or<br>exempt<br>function<br>revenue | Unrelated<br>business<br>revenue | Revenue<br>excluded<br>from<br>tax<br>under<br>sections<br><br>512,<br>513, or<br>514 |
| Contributions, gifts, grants<br>and other similar amounts | 1a                                                              | Federated campaigns . . . . .                                                                                                           | 1a                                                                                       |                                                |                                  |                                                                                       |
|                                                           | b                                                               | Membership dues . . . . .                                                                                                               | 1b                                                                                       |                                                |                                  |                                                                                       |
|                                                           | c                                                               | Fundraising events . . . . .                                                                                                            | 1c                                                                                       |                                                |                                  |                                                                                       |
|                                                           | d                                                               | Related organizations . . . . .                                                                                                         | 1d                                                                                       |                                                |                                  |                                                                                       |
|                                                           | e                                                               | Government grants (contributions)                                                                                                       | 1e                                                                                       |                                                |                                  |                                                                                       |
|                                                           | f                                                               | All other contributions, gifts, grants, and<br>similar amounts not included above                                                       | 1f                                                                                       | 367,437                                        |                                  |                                                                                       |
|                                                           | g                                                               | Noncash contributions included in lines 1a-1f \$                                                                                        |                                                                                          |                                                |                                  |                                                                                       |
|                                                           | h                                                               | Total. Add lines 1a-1f . . . . .                                                                                                        |                                                                                          | 367,437                                        |                                  |                                                                                       |
|                                                           | Program Service Revenue                                         | 2a                                                                                                                                      | RESIDENT FEES                                                                            | 623990                                         | 12,614,441                       | 12,614,441                                                                            |
| b                                                         |                                                                 | ANCILLARY FEES                                                                                                                          | 623990                                                                                   | 1,882,405                                      | 1,882,405                        |                                                                                       |
| c                                                         |                                                                 | OTHER DEPOSITS                                                                                                                          | 623990                                                                                   | 47,000                                         | 47,000                           |                                                                                       |
| d                                                         |                                                                 | RESIDENT DEPOSITS                                                                                                                       | 623990                                                                                   | 43,558                                         | 43,558                           |                                                                                       |
| e                                                         |                                                                 | PROCESSING FEES                                                                                                                         | 623990                                                                                   | 17,550                                         | 17,550                           |                                                                                       |
| f                                                         |                                                                 | All other program service revenue                                                                                                       |                                                                                          |                                                |                                  |                                                                                       |
| g                                                         |                                                                 | Total. Add lines 2a-2f . . . . .                                                                                                        |                                                                                          | 14,604,954                                     |                                  |                                                                                       |
| Other Revenue                                             |                                                                 | 3                                                                                                                                       | Investment income (including dividends, interest<br>and other similar amounts) . . . . . |                                                | 7,785,678                        |                                                                                       |
|                                                           | 4                                                               | Income from investment of tax-exempt bond proceeds . . . . .                                                                            |                                                                                          |                                                |                                  |                                                                                       |
|                                                           | 5                                                               | Royalties . . . . .                                                                                                                     |                                                                                          |                                                |                                  |                                                                                       |
|                                                           | 6a                                                              | Gross Rents                                                                                                                             | (i) Real<br>195,683                                                                      | (ii) Personal                                  |                                  |                                                                                       |
|                                                           | b                                                               | Less rental expenses                                                                                                                    |                                                                                          |                                                |                                  |                                                                                       |
|                                                           | c                                                               | Rental income or (loss)                                                                                                                 | 195,683                                                                                  |                                                |                                  |                                                                                       |
|                                                           | d                                                               | Net rental income or (loss) . . . . .                                                                                                   |                                                                                          | 195,683                                        |                                  | 195,683                                                                               |
|                                                           | 7a                                                              | Gross amount from sales of assets other than inventory                                                                                  | (i) Securities                                                                           | (ii) Other                                     |                                  |                                                                                       |
|                                                           | b                                                               | Less cost or other basis and sales expenses                                                                                             |                                                                                          | 77                                             |                                  |                                                                                       |
|                                                           | c                                                               | Gain or (loss)                                                                                                                          |                                                                                          | -77                                            |                                  |                                                                                       |
|                                                           | d                                                               | Net gain or (loss) . . . . .                                                                                                            |                                                                                          | -77                                            |                                  | -77                                                                                   |
|                                                           | 8a                                                              | Gross income from fundraising events (not including<br>\$ _____ of contributions reported on line 1c)<br>See Part IV, line 18 . . . . . | a                                                                                        |                                                |                                  |                                                                                       |
|                                                           | b                                                               | Less direct expenses . . . . .                                                                                                          | b                                                                                        |                                                |                                  |                                                                                       |
|                                                           | c                                                               | Net income or (loss) from fundraising events . . . . .                                                                                  |                                                                                          |                                                |                                  |                                                                                       |
|                                                           | 9a                                                              | Gross income from gaming activities See Part IV, line 19 . . . . .                                                                      | a                                                                                        |                                                |                                  |                                                                                       |
| b                                                         | Less direct expenses . . . . .                                  | b                                                                                                                                       |                                                                                          |                                                |                                  |                                                                                       |
| c                                                         | Net income or (loss) from gaming activities . . . . .           |                                                                                                                                         |                                                                                          |                                                |                                  |                                                                                       |
| 10a                                                       | Gross sales of inventory, less returns and allowances . . . . . | a                                                                                                                                       |                                                                                          |                                                |                                  |                                                                                       |
| b                                                         | Less cost of goods sold . . . . .                               | b                                                                                                                                       |                                                                                          |                                                |                                  |                                                                                       |
| c                                                         | Net income or (loss) from sales of inventory . . . . .          |                                                                                                                                         |                                                                                          |                                                |                                  |                                                                                       |
|                                                           | Miscellaneous Revenue                                           | Business Code                                                                                                                           |                                                                                          |                                                |                                  |                                                                                       |
| 11a                                                       | CANCELLATION OF DEBT                                            | 900099                                                                                                                                  | 23,959,400                                                                               | 23,959,400                                     |                                  |                                                                                       |
| b                                                         |                                                                 |                                                                                                                                         |                                                                                          |                                                |                                  |                                                                                       |
| c                                                         |                                                                 |                                                                                                                                         |                                                                                          |                                                |                                  |                                                                                       |
| d                                                         | All other revenue . . . . .                                     |                                                                                                                                         |                                                                                          |                                                |                                  |                                                                                       |
| e                                                         | Total. Add lines 11a-11d . . . . .                              |                                                                                                                                         | 23,959,400                                                                               |                                                |                                  |                                                                                       |
| 12                                                        | Total revenue. See Instructions . . . . .                       |                                                                                                                                         | 46,913,075                                                                               | 38,564,354                                     | 0                                | 7,981,284                                                                             |

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)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|--------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| 1                                                                              | Grants and other assistance to governments and organizations in the U S See Part IV, line 21                                                                                                                                                     |                       |                                 |                                        |                             |
| 2                                                                              | Grants and other assistance to individuals in the U S See Part IV, line 22                                                                                                                                                                       | 24,750                | 24,750                          |                                        |                             |
| 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 . . . . .                                                                                                                                                               | 362,356               |                                 | 362,356                                |                             |
| 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                                                                                                                                                                                                                         | 4,411,663             | 3,906,946                       | 504,717                                |                             |
| 8                                                                              | Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . . .                                                                                                                                          | 28,771                | 26,101                          | 2,670                                  |                             |
| 9                                                                              | Other employee benefits . . . . .                                                                                                                                                                                                                | 902,547               | 802,343                         | 100,204                                |                             |
| 10                                                                             | Payroll taxes . . . . .                                                                                                                                                                                                                          | 376,181               | 313,830                         | 62,351                                 |                             |
| a                                                                              | Fees for services (non-employees)                                                                                                                                                                                                                |                       |                                 |                                        |                             |
|                                                                                | Management . . . . .                                                                                                                                                                                                                             | 630,123               | 630,123                         |                                        |                             |
| b                                                                              | Legal . . . . .                                                                                                                                                                                                                                  | 9,338                 | 4,187                           | 5,151                                  |                             |
| c                                                                              | Accounting . . . . .                                                                                                                                                                                                                             | 78,857                | 78,857                          |                                        |                             |
| d                                                                              | Lobbying . . . . .                                                                                                                                                                                                                               |                       |                                 |                                        |                             |
| e                                                                              | Professional fundraising services See Part IV, line 17 . . . . .                                                                                                                                                                                 |                       |                                 |                                        |                             |
| f                                                                              | Investment management fees . . . . .                                                                                                                                                                                                             |                       |                                 |                                        |                             |
| g                                                                              | Other . . . . .                                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| 12                                                                             | Advertising and promotion . . . . .                                                                                                                                                                                                              |                       |                                 |                                        |                             |
| 13                                                                             | Office expenses . . . . .                                                                                                                                                                                                                        | 1,753,316             | 1,724,926                       | 28,390                                 |                             |
| 14                                                                             | Information technology . . . . .                                                                                                                                                                                                                 |                       |                                 |                                        |                             |
| 15                                                                             | Royalties . . . . .                                                                                                                                                                                                                              |                       |                                 |                                        |                             |
| 16                                                                             | Occupancy . . . . .                                                                                                                                                                                                                              | 4,869,343             | 4,868,600                       | 743                                    |                             |
| 17                                                                             | Travel . . . . .                                                                                                                                                                                                                                 | 58,411                | 36,228                          | 22,183                                 |                             |
| 18                                                                             | Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .                                                                                                                                         |                       |                                 |                                        |                             |
| 19                                                                             | Conferences, conventions, and meetings . . . . .                                                                                                                                                                                                 |                       |                                 |                                        |                             |
| 20                                                                             | Interest . . . . .                                                                                                                                                                                                                               | 7,470,301             | 7,470,301                       |                                        |                             |
| 21                                                                             | Payments to affiliates . . . . .                                                                                                                                                                                                                 |                       |                                 |                                        |                             |
| 22                                                                             | Depreciation, depletion, and amortization . . . . .                                                                                                                                                                                              | 1,926,149             | 1,926,149                       |                                        |                             |
| 23                                                                             | Insurance . . . . .                                                                                                                                                                                                                              | 159,745               | 159,745                         |                                        |                             |
| 24                                                                             | Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )                                                  |                       |                                 |                                        |                             |
| a                                                                              | MARKETING COSTS                                                                                                                                                                                                                                  | 1,241,086             | 1,241,086                       |                                        |                             |
| b                                                                              | CONTRACT PROF SERVICES                                                                                                                                                                                                                           | 931,745               | 448,459                         | 483,286                                |                             |
| c                                                                              | EQUIPMENT RENTAL                                                                                                                                                                                                                                 | 328,221               | 308,257                         | 19,964                                 |                             |
| d                                                                              | RESIDENT RELATIONS                                                                                                                                                                                                                               | 62,026                | 25,534                          | 36,492                                 |                             |
| e                                                                              | ADMINISTRATIVE AND MISC                                                                                                                                                                                                                          | 43,355                | 37,488                          | 5,867                                  |                             |
| f                                                                              | All other expenses                                                                                                                                                                                                                               |                       |                                 |                                        |                             |
| 25                                                                             | Total functional expenses. Add lines 1 through 24f                                                                                                                                                                                               | 25,668,284            | 24,033,910                      | 1,634,374                              | 0                           |
| 26                                                                             | Joint costs. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) 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)               |             | (B)         |
|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-------------|-------------------|-------------|-------------|
|                             |                                                                                                                                           |                                                                                                                                                                                                                                                                                                      |     |             | Beginning of year |             | End of year |
| Assets                      | 1                                                                                                                                         | Cash—non-interest-bearing . . . . .                                                                                                                                                                                                                                                                  |     |             | 2,575             | 1           | 4,250       |
|                             | 2                                                                                                                                         | Savings and temporary cash investments . . . . .                                                                                                                                                                                                                                                     |     |             | 6,484,568         | 2           | 7,830,124   |
|                             | 3                                                                                                                                         | Pledges and grants receivable, net . . . . .                                                                                                                                                                                                                                                         |     |             |                   | 3           |             |
|                             | 4                                                                                                                                         | Accounts receivable, net . . . . .                                                                                                                                                                                                                                                                   |     |             | 325,230           | 4           | 374,883     |
|                             | 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)), persons described in section 4958(c)(3)(B), and contributing employers, and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Schedule L . . . . . |     |             |                   | 6           |             |
|                             | 7                                                                                                                                         | Notes and loans receivable, net . . . . .                                                                                                                                                                                                                                                            |     |             | 147,060,543       | 7           | 156,010,224 |
|                             | 8                                                                                                                                         | Inventories for sale or use . . . . .                                                                                                                                                                                                                                                                |     |             | 66,675            | 8           | 65,482      |
|                             | 9                                                                                                                                         | Prepaid expenses and deferred charges . . . . .                                                                                                                                                                                                                                                      |     |             | 52,293            | 9           | 9,438       |
|                             | 10a                                                                                                                                       | Land, buildings, and equipment—cost or other basis. Complete Part VI of Schedule D . . . . .                                                                                                                                                                                                         | 10a | 72,169,679  |                   |             |             |
|                             | b                                                                                                                                         | Less: accumulated depreciation . . . . .                                                                                                                                                                                                                                                             | 10b | 3,602,262   | 1,869,296         | 10c         | 68,567,417  |
|                             | 11                                                                                                                                        | Investments—publicly traded securities . . . . .                                                                                                                                                                                                                                                     |     |             |                   | 11          |             |
|                             | 12                                                                                                                                        | Investments—other securities. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                         |     |             |                   | 12          |             |
|                             | 13                                                                                                                                        | Investments—program-related. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                          |     |             |                   | 13          |             |
|                             | 14                                                                                                                                        | Intangible assets . . . . .                                                                                                                                                                                                                                                                          |     |             |                   | 14          |             |
|                             | 15                                                                                                                                        | Other assets. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                         |     |             |                   | 15          |             |
| 16                          | Total assets. Add lines 1 through 15 (must equal line 34) . . . . .                                                                       |                                                                                                                                                                                                                                                                                                      |     | 155,861,180 | 16                | 232,861,818 |             |
| Liabilities                 | 17                                                                                                                                        | Accounts payable and accrued expenses . . . . .                                                                                                                                                                                                                                                      |     |             | 1,703,516         | 17          | 2,021,227   |
|                             | 18                                                                                                                                        | Grants payable . . . . .                                                                                                                                                                                                                                                                             |     |             |                   | 18          |             |
|                             | 19                                                                                                                                        | Deferred revenue . . . . .                                                                                                                                                                                                                                                                           |     |             |                   | 19          |             |
|                             | 20                                                                                                                                        | Tax-exempt bond liabilities . . . . .                                                                                                                                                                                                                                                                |     |             |                   | 20          |             |
|                             | 21                                                                                                                                        | Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .                                                                                                                                                                                                                      |     |             |                   | 21          |             |
|                             | 22                                                                                                                                        | Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .                                                                                                                       |     |             |                   | 22          |             |
|                             | 23                                                                                                                                        | Secured mortgages and notes payable to unrelated third parties . . . . .                                                                                                                                                                                                                             |     |             | 18,425,391        | 23          |             |
|                             | 24                                                                                                                                        | Unsecured notes and loans payable to unrelated third parties . . . . .                                                                                                                                                                                                                               |     |             |                   | 24          |             |
|                             | 25                                                                                                                                        | Other liabilities. Complete Part X of Schedule D . . . . .                                                                                                                                                                                                                                           |     |             | 144,285,118       | 25          | 218,148,645 |
|                             | 26                                                                                                                                        | Total liabilities. Add lines 17 through 25 . . . . .                                                                                                                                                                                                                                                 |     |             | 164,414,025       | 26          | 220,169,872 |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. |                                                                                                                                                                                                                                                                                                      |     |             |                   |             |             |
|                             | 27                                                                                                                                        | Unrestricted net assets . . . . .                                                                                                                                                                                                                                                                    |     |             | -8,680,461        | 27          | 12,326,296  |
|                             | 28                                                                                                                                        | Temporarily restricted net assets . . . . .                                                                                                                                                                                                                                                          |     |             | 127,616           | 28          | 365,650     |
|                             | 29                                                                                                                                        | Permanently restricted net assets . . . . .                                                                                                                                                                                                                                                          |     |             |                   | 29          |             |
|                             | Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.                          |                                                                                                                                                                                                                                                                                                      |     |             |                   |             |             |
|                             | 30                                                                                                                                        | Capital stock or trust principal, or current funds . . . . .                                                                                                                                                                                                                                         |     |             |                   | 30          |             |
|                             | 31                                                                                                                                        | Paid-in or capital surplus, or land, building or equipment fund . . . . .                                                                                                                                                                                                                            |     |             |                   | 31          |             |
|                             | 32                                                                                                                                        | Retained earnings, endowment, accumulated income, or other funds . . . . .                                                                                                                                                                                                                           |     |             |                   | 32          |             |
|                             | 33                                                                                                                                        | Total net assets or fund balances . . . . .                                                                                                                                                                                                                                                          |     |             | -8,552,845        | 33          | 12,691,946  |
|                             | 34                                                                                                                                        | Total liabilities and net assets/fund balances . . . . .                                                                                                                                                                                                                                             |     |             | 155,861,180       | 34          | 232,861,818 |

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response to any question in this Part XI ☐

|          |                                                                                                               |          |            |
|----------|---------------------------------------------------------------------------------------------------------------|----------|------------|
| <b>1</b> | Total revenue (must equal Part VIII, column (A), line 12)                                                     | <b>1</b> | 46,913,075 |
| <b>2</b> | Total expenses (must equal Part IX, column (A), line 25)                                                      | <b>2</b> | 25,668,284 |
| <b>3</b> | Revenue less expenses Subtract line 2 from line 1                                                             | <b>3</b> | 21,244,791 |
| <b>4</b> | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))                     | <b>4</b> | -8,552,845 |
| <b>5</b> | Other changes in net assets or fund balances (explain in Schedule O)                                          | <b>5</b> |            |
| <b>6</b> | Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B)) | <b>6</b> | 12,691,946 |

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response to any question in this Part XII ☒

|           |                                                                                                                                                                                                                                                                                                                                                  | Yes | No |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| <b>1</b>  | Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____<br>If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O                                                                |     |    |
| <b>2a</b> | Were the organization's financial statements compiled or reviewed by an independent accountant?                                                                                                                                                                                                                                                  |     | No |
| <b>b</b>  | Were the organization's financial statements audited by an independent accountant?                                                                                                                                                                                                                                                               | Yes |    |
| <b>c</b>  | If "Yes," to 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?<br>If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O | Yes |    |
| <b>d</b>  | If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both<br><input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis             |     |    |
| <b>3a</b> | 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?                                                                                                                                                                                         |     | No |
| <b>b</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                                                                                                                             |     |    |

SCHEDULE A  
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2010

Open to Public Inspection

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.

Name of the organization  
WIND CREST INC

Employer identification number  
51-0549976

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

☐

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?  
(i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?  
(ii) a family member of a person described in (i) above?  
(iii) a 35% controlled entity of a person described in (i) or (ii) above?

h

☐

Provide the following information about the supported organization(s)

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990

Cat No 11285F

Schedule A (Form 990 or 990-EZ) 2010

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 or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

| Section A. Public Support                                                                                                                                                                             |          |          |          |          |          |           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                         | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) 2010 | (f) Total |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                                                   |          |          |          |          |          |           |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                                                     |          |          |          |          |          |           |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge                                                                                             |          |          |          |          |          |           |
| 4 Total. Add lines 1 through 3                                                                                                                                                                        |          |          |          |          |          |           |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) |          |          |          |          |          |           |
| 6 Public Support. Subtract line 5 from line 4                                                                                                                                                         |          |          |          |          |          |           |

| Section B. Total Support                                                                                                         |          |          |          |          |          |           |
|----------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                    | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) 2010 | (f) Total |
| 7 Amounts from line 4                                                                                                            |          |          |          |          |          |           |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources |          |          |          |          |          |           |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on                             |          |          |          |          |          |           |
| 10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )                                |          |          |          |          |          |           |
| 11 Total support (Add lines 7 through 10)                                                                                        |          |          |          |          |          |           |
| 12 Gross receipts from related activities, etc (See instructions )                                                               |          |          |          |          | 12       |           |

13

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

▶

| Section C. Computation of Public Support Percentage |                                                                                                                                                                                                                                                                                                                                                                                          |    |
|-----------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|
| 14                                                  | Public Support Percentage for 2010 (line 6 column (f) divided by line 11 column (f))                                                                                                                                                                                                                                                                                                     | 14 |
| 15                                                  | Public Support Percentage for 2009 Schedule A, Part II, line 14                                                                                                                                                                                                                                                                                                                          | 15 |
| 16a                                                 | 33 1/3% support test—2010. 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—2009. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization                                                                                                                                                                    | ▶  |
| 17a                                                 | 10%-facts-and-circumstances test—2010. 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—2009. 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 IIIPart III

Support Schedule for Organizations Described in Section 509(a)(2)  
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶                                                                                                                              | (a) 2006 | (b) 2007  | (c) 2008   | (d) 2009   | (e) 2010   | (f) Total  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|------------|------------|------------|------------|
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                        | 35       | 28,303    | 125,426    | 151,560    | 367,437    | 672,761    |
| 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 | 102,203  | 3,945,701 | 12,068,608 | 13,963,509 | 38,564,354 | 68,644,375 |
| 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                                                                                                                                             | 102,238  | 3,974,004 | 12,194,034 | 14,115,069 | 38,931,791 | 69,317,136 |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons                                                                                                |          |           |            |            |            | 0          |
| 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           |          |           |            |            |            | 0          |
| c Add lines 7a and 7b                                                                                                                                                      |          |           |            |            |            | 0          |
| 8 Public Support (Subtract line 7c from line 6 )                                                                                                                           |          |           |            |            |            | 69,317,136 |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                     | (a) 2006 | (b) 2007  | (c) 2008   | (d) 2009   | (e) 2010   | (f) Total  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|------------|------------|------------|------------|
| 9 Amounts from line 6                                                                                                                                                             | 102,238  | 3,974,004 | 12,194,034 | 14,115,069 | 38,931,791 | 69,317,136 |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                                |          | 1,657,828 | 5,462,877  | 7,635,950  | 7,981,361  | 22,738,016 |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                                                                         |          |           |            |            |            |            |
| c Add lines 10a and 10b                                                                                                                                                           |          | 1,657,828 | 5,462,877  | 7,635,950  | 7,981,361  | 22,738,016 |
| 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.)                                                                                                                                   | 102,238  | 5,631,832 | 17,656,911 | 21,751,019 | 46,913,152 | 92,055,152 |
| 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 2010 (line 8 column (f) divided by line 13 column (f)) | 15 | 75.300 % |
| 16 Public support percentage from 2009 Schedule A, Part III, line 15                    | 16 | 67.340 % |

Section D. Computation of Investment Income Percentage

|                                                                                                                                                                                                                                                                      |    |          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|----------|
| 17 Investment income percentage for 2010 (line 10c column (f) divided by line 13 column (f))                                                                                                                                                                         | 17 | 24.700 % |
| 18 Investment income percentage from 2009 Schedule A, Part III, line 17                                                                                                                                                                                              | 18 | 32.660 % |
| 19a 33 1/3% support tests—2010. 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—2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ |    |          |
| 20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions ▶                                                                                                                                          |    |          |

Part IV

**Supplemental Information.** Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

|                              |
|------------------------------|
| Facts And Circumstances Test |
|                              |
|                              |

SCHEDULE D  
(Form 990)

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

2010

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization  
WIND CREST INC

Employer identification number  
51-0549976

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? <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>                                                           |                              |
| 6 | Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div> |                              |

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

1

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

☐ Preservation of land for public use (e g , recreation or pleasure)

☐ Preservation of an historically importantly land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

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

|   |                                                                                    |
|---|------------------------------------------------------------------------------------|
|   | Held at the End of the Year                                                        |
| a | Total number of conservation easements                                             |
| b | Total acreage restricted by conservation easements                                 |
| c | Number of conservation easements on a certified historic structure included in (a) |
| d | Number of conservation easements included in (c) acquired after 8/17/06            |

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ \_\_\_\_\_

4

Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_

5

Does the organization have a written policy regarding the periodic monitoring, inspection, 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 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 ▶ \$ \_\_\_\_\_

For Privacy Act and Paperwork Reduction Act Notice, see the Intructions for Form 990

Cat No 52283D

Schedule D (Form 990) 2010

Part III

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

3

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

a

☐ Public exhibition

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 the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b

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

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

|    |        |
|----|--------|
|    | Amount |
| 1c |        |
| 1d |        |
| 1e |        |
| 1f |        |

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV

Part V

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

|    | (a)Current Year                                          | (b)Prior Year | (c)Two Years Back | (d)Three Years Back | (e)Four Years Back |
|----|----------------------------------------------------------|---------------|-------------------|---------------------|--------------------|
| 1a | Beginning of year balance . . . . .                      |               |                   |                     |                    |
| b  | Contributions . . . . .                                  |               |                   |                     |                    |
| c  | Investment earnings or 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

(i)

unrelated organizations . . . . .

(ii)

related organizations . . . . .

b

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

|        |     |    |
|--------|-----|----|
|        | Yes | No |
| 3a(i)  |     |    |
| 3a(ii) |     |    |
| 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 . . . . .                                                                                  |                                      | 68,406,837                     | 1,224,512                    | 67,182,325     |
| c Leasehold improvements . . . . .                                                                     |                                      | 158,770                        | 29,537                       | 129,233        |
| d Equipment . . . . .                                                                                  |                                      | 3,604,072                      | 2,348,213                    | 1,255,859      |
| e Other . . . . .                                                                                      |                                      |                                |                              |                |
| Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . . ▶ |                                      |                                |                              | 68,567,417     |



Part XI

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

|    |                                                                                 |    |            |
|----|---------------------------------------------------------------------------------|----|------------|
| 1  | Total revenue (Form 990, Part VIII, column (A), line 12)                        | 1  | 46,913,075 |
| 2  | Total expenses (Form 990, Part IX, column (A), line 25)                         | 2  | 25,668,284 |
| 3  | Excess or (deficit) for the year Subtract line 2 from line 1                    | 3  | 21,244,791 |
| 4  | Net unrealized gains (losses) on investments                                    | 4  |            |
| 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 - 8                                         | 9  | 0          |
| 10 | Excess or (deficit) for the year per financial statements Combine lines 3 and 9 | 10 | 21,244,791 |

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  | 46,913,075 |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12                         |    |            |
| a | Net unrealized gains on investments . . . . .                                              | 2a |            |
| 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 | 0          |
| 3 | Subtract line 2e from line 1 . . . . .                                                     | 3  | 46,913,075 |
| 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 should equal Form 990, Part I, line 12 ) . . . . . | 5  | 46,913,075 |

Part XIII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

|   |                                                                                             |    |            |
|---|---------------------------------------------------------------------------------------------|----|------------|
| 1 | Total expenses and losses per audited financial statements . . . . .                        | 1  | 25,668,284 |
| 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  | 25,668,284 |
| 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 should equal Form 990, Part I, line 18 ) . . . . . | 5  | 25,668,284 |

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, 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.

| Identifier                                          | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                |
|-----------------------------------------------------|------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48 | PART X           | WIND CREST, INC. IS EXEMPT FROM FEDERAL INCOME TAXES UNDER SECTION 501 (C)(3) OF THE INTERNAL REVENUE CODE AND THE APPLICABLE STATE INCOME TAX REGULATIONS. WCD HAS ADOPTED THE GUIDANCE ON ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES - AN INTERPRETATION THE ACCOUNTING GUIDANCE RELATED TO ACCOUNTING FOR INCOME TAXES. |

Additional Data

Software ID:  
Software Version:  
EIN: 51-0549976  
Name: WIND CREST INC

Form 990, Schedule D, Part X, - Other Liabilities

| 1 | (a) Description of Liability  | (b) Amount  |
|---|-------------------------------|-------------|
|   | CLAIMS RESERVE                | 269,294     |
|   | ADVANCE DEPOSITS              | 389,000     |
|   | OTHER NON-CURRENT LIABILITIES | 3,038       |
|   | FUNDS HELD FOR RESIDENTS      | 6,506       |
|   | RESIDENT DEPOSITS (NET)       | 145,520,892 |
|   | PARKING DEPOSITS              | 230,000     |
|   | UNCLAIMED PROPERTY            | 902,847     |
|   | RESIDENT REFUNDS PAYABLE      | 2,066,954   |
|   | CAPITAL LEASE OBLIGATION      | 68,760,114  |

Schedule I  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Name of the organization  
WIND CREST INC

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

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990

OMB No 1545-0047

2010

Open to Public  
Inspection

Employer identification number

51-0549976

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? . . . . .

☒ 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. Part II can be duplicated if additional space is needed. . . . . ▶ ☐

| 1 (a) Name and address of organization or government | (b) EIN | (c) IRC Code 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 |
|------------------------------------------------------|---------|------------------------------------|--------------------------|-----------------------------------|-------------------------------------------------------|----------------------------------------|------------------------------------|
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |
|                                                      |         |                                    |                          |                                   |                                                       |                                        |                                    |

2

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

▶

3

Enter total number of other organizations . . . . .

▶

**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 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 |
|--------------------------------------------|-------------------------|-------------------------|----------------------------------|------------------------------------------------------|---------------------------------------|
| (1) EDUCATIONAL SCHOLARSHIPS - SEE PART IV | 22                      | 24,750                  |                                  |                                                      |                                       |
|                                            |                         |                         |                                  |                                                      |                                       |
|                                            |                         |                         |                                  |                                                      |                                       |
|                                            |                         |                         |                                  |                                                      |                                       |
|                                            |                         |                         |                                  |                                                      |                                       |
|                                            |                         |                         |                                  |                                                      |                                       |
|                                            |                         |                         |                                  |                                                      |                                       |

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

| Identifier        | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-------------------|------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| OTHER INFORMATION | PART IV          | SCHOLAR CANDIDATES MUST BE CURRENTLY EMPLOYED YEAR-ROUND AT WIND CREST, INC ONLY MEDICAL LEAVES OF ABSENCE ARE ALLOWABLE DURING THE TWO YEARS OTHER REQUESTS FOR A LEAVE OF ABSENCE WILL BE REVIEWED AND DETERMINED CASE BY CASE A SCHOLAR CANDIDATE MUST HAVE BEEN EMPLOYED BY WIND CREST, INC ON OR BEFORE SEPTEMBER 30, 2010 THE CANDIDATE MUST ALSO ACHIEVE 1,000 HOURS OF WORK DURING A TIME SPAN THAT BEGINS NO EARLIER THAN JUNE 1, 2010 OF THEIR JUNIOR YEAR OF HIGH SCHOOL (500 OF 1,000 HOURS MUST BE COMPLETED BY THE END OF THEIR JUNIOR YEAR OF HIGH SCHOOL TO QUALIFY) CONTINUED ON SCHEDULE I, PAGE 2, PART IV ANY HOURS WORKED PRIOR TO JUNE 1, 2010 DO NOT COUNT TOWARDS THE 1,000 HOURS REQUIREMENT CANDIDATES MUST ACHIEVE THE 1,000 HOUR REQUIREMENT AS WELL AS FULFILL THE TWO-YEAR MINIMUM EMPLOYMENT REQUIREMENT CANDIDATES MUST BE IN "GOOD STANDING" FROM THEIR ORIGINAL DATE OF HIRE THROUGH THEIR LAST DAY OF WORK TO MAINTAIN "GOOD STANDING," SCHOLAR CANDIDATES, AS EMPLOYEES, MUST ABIDE BY ALL EMPLOYMENT POLICIES AND PROCEDURES, TO INCLUDE GIVING TWO WEEKS NOTICE TO THEIR SUPERVISOR WHEN TERMINATING EMPLOYMENT SCHOLAR CANDIDATES MUST COMPLETE EACH STEP AS OUTLINED IN THE PROGRAM DESCRIPTION BY THE RESPECTIVE DUE DATE FURTHERMORE, CANDIDATES MUST TURN IN PROOF OF FULL-TIME STATUS WITHIN THE DATES SPECIFIED IN THE PROGRAM DESCRIPTION FOR EACH SPRING AND FALL SEMESTER THEY ATTEND SCHOOL FAILURE TO DO SO WILL DISQUALIFY THE SCHOLAR THAT SEMESTER AND WILL COUNT TOWARDS ONE OF THE TWO ALLOWABLE SEMESTER LAPSES CANDIDATES SHOULD INTEND TO GO TO COLLEGE OR TRADE SCHOOL AFTER HIGH SCHOOL SCHOLAR CANDIDATES MUST ATTEND SCHOOL FULL-TIME (12 CREDIT HOURS EACH SEMESTER) AFTER HIGH SCHOOL SCHOLAR CANDIDATES MUST BE ACCEPTED AND/OR REGISTERED IN THE FALL OF 2011 AT A TRADE SCHOOL, COLLEGE, OR UNIVERSITY TO BENEFIT (IN EXCEPTIONAL CASES, A SCHOLAR CANDIDATE MAY ARRANGE TO START SCHOOL UP TO TWO SEMESTERS AFTER BEING INDUCTED INTO THE PROGRAM, BUT THEY MUST MAKE ARRANGEMENTS WITH THE RESIDENT LIFE DEPARTMENT THESE TWO SEMESTERS WILL COUNT AS THE TWO ALLOCABLE SEMESTER LAPSES ) SCHOLARS WHO LAPSE FROM THE PROGRAM FOR MORE THAN A TOTAL OF TWO SEMESTERS AFTER BEING INDUCTED INTO THE PROGRAM ARE NO LONGER ELIGIBLE TO RECEIVE THE AWARD |

Schedule J  
(Form 990)

Compensation Information

OMB No 1545-0047

2010

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

|                                            |                                              |
|--------------------------------------------|----------------------------------------------|
| Name of the organization<br>WIND CREST INC | Employer identification number<br>51-0549976 |
|--------------------------------------------|----------------------------------------------|

Part I

Questions Regarding Compensation

|                                                                                                                                                                                                                                    |     |    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
|                                                                                                                                                                                                                                    | Yes | No |
| 1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items |     |    |
| <input type="checkbox"/> First-class or charter travel                                                                                                                                                                             |     |    |
| <input type="checkbox"/> Travel for companions                                                                                                                                                                                     |     |    |
| <input type="checkbox"/> Tax idemnification and gross-up payments                                                                                                                                                                  |     |    |
| <input type="checkbox"/> Discretionary spending account                                                                                                                                                                            |     |    |
| <input type="checkbox"/> Housing allowance or residence for personal use                                                                                                                                                           |     |    |
| <input type="checkbox"/> Payments for business use of personal residence                                                                                                                                                           |     |    |
| <input type="checkbox"/> Health or social club dues or initiation fees                                                                                                                                                             |     |    |
| <input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)                                                                                                                                                           |     |    |
| 1b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain             |     |    |
| 2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?                     |     |    |
| 3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply                                                                   |     |    |
| <input type="checkbox"/> Compensation committee                                                                                                                                                                                    |     |    |
| <input checked="" type="checkbox"/> Independent compensation consultant                                                                                                                                                            |     |    |
| <input type="checkbox"/> Form 990 of other organizations                                                                                                                                                                           |     |    |
| <input type="checkbox"/> Written employment contract                                                                                                                                                                               |     |    |
| <input checked="" type="checkbox"/> Compensation survey or study                                                                                                                                                                   |     |    |
| <input checked="" type="checkbox"/> Approval by the board or compensation committee                                                                                                                                                |     |    |
| 4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization                                                                               |     |    |
| a Receive a severance payment or change-of-control payment from the organization or a related organization?                                                                                                                        |     | No |
| b Participate in, or receive payment from, a supplemental nonqualified retirement plan?                                                                                                                                            |     | No |
| c Participate in, or receive payment from, an equity-based compensation arrangement?                                                                                                                                               |     | No |
| If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III                                                                                                                       |     |    |
| Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.                                                                                                                                                           |     |    |
| 5 For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of                                                                                  |     |    |
| a The organization?                                                                                                                                                                                                                |     | No |
| b Any related organization?                                                                                                                                                                                                        |     | No |
| If "Yes," to line 5a or 5b, describe in Part III                                                                                                                                                                                   |     |    |
| 6 For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of                                                                              |     |    |
| a The organization?                                                                                                                                                                                                                |     | No |
| b Any related organization?                                                                                                                                                                                                        |     | No |
| If "Yes," to line 6a or 6b, describe in Part III                                                                                                                                                                                   |     |    |
| 7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III                                                 |     | No |
| 8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III             |     | No |
| 9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?                                                                                         |     |    |

**Part II** **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

**Note.** The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

| (A) Name           |      | (B) Breakdown of W-2 and/or 1099-MISC compensation |                                     |                                     | (C) Retirement and other deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation reported in prior Form 990 or Form 990-EZ |
|--------------------|------|----------------------------------------------------|-------------------------------------|-------------------------------------|------------------------------------------------|-------------------------|---------------------------------|------------------------------------------------------------|
|                    |      | (i) Base compensation                              | (ii) Bonus & incentive compensation | (iii) Other reportable compensation |                                                |                         |                                 |                                                            |
| (1) CRAIG ERICKSON | (i)  | 182,009                                            | 28,000                              | 0                                   | 750                                            | 11,504                  | 222,263                         | 0                                                          |
|                    | (ii) | 0                                                  | 0                                   | 0                                   | 0                                              | 0                       | 0                               | 0                                                          |
| ( 2 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 3 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 4 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 5 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 6 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 7 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 8 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 9 )              |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 10 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 11 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 12 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 13 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 14 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 15 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |
| ( 16 )             |      |                                                    |                                     |                                     |                                                |                         |                                 |                                                            |

**Part III**   **Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

| Identifier               | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|--------------------------|------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| SUPPLEMENTAL INFORMATION | PART III         | ALL OF THE INDIVIDUALS LISTED IN SCHEDULE J, PART II ARE EMPLOYEES OF ERICKSON RETIREMENT COMMUNITIES, LLC (ERC) AND ERICKSON LIVING MANAGEMENT, LLC (ELM), UNRELATED ORGANIZATIONS TO WIND CREST, INC , IN ACCORDANCE WITH THE MANAGEMENT AGREEMENT BETWEEN WIND CREST, INC AND ERC AND ELM. SEE SCHEDULE O EXPLANATION FOR FORM 990, PART VI, SECTION A, LINE 3. THEREFORE, FOR IRS MATCHING PURPOSES, ERC AND ELM ARE THE ISSUERS OF THESE FORMS W-2. UNDER THE MANAGEMENT AGREEMENT, WIND CREST, INC REIMBURSES ERC AND ELM FOR THE COST OF SERVICES PERFORMED FOR WIND CREST, INC. A PORTION OF BONUS AND INCENTIVE COMPENSATION PAYMENTS IN SCHEDULE J, PART II, COLUMN (B)(II) ARE UNRELATED TO SERVICES PERFORMED FOR WIND CREST, INC AND ARE THEREFORE NOT REIMBURSED BY WIND CREST, INC. |

Schedule L  
(Form 990 or 990-EZ)

Transactions with Interested Persons

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization  
WIND CREST INC

Employer identification number  
  
51-0549976

Part I

Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

| 1 | (a) Name of disqualified person | (b) Description of transaction | (c) Corrected? |    |
|---|---------------------------------|--------------------------------|----------------|----|
|   |                                 |                                | Yes            | No |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |
|   |                                 |                                |                |    |

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 . . . . . ▶ \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . . . ▶ \$

Part II

Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

| (a) Name of interested person and purpose | (b) Loan to or from the organization? |      | (c)Original principal amount | (d)Balance due | (e) In default? |    | (f) Approved by board or committee? |    | (g)Written agreement? |    |
|-------------------------------------------|---------------------------------------|------|------------------------------|----------------|-----------------|----|-------------------------------------|----|-----------------------|----|
|                                           | To                                    | From |                              |                | Yes             | No | Yes                                 | No | Yes                   | No |
|                                           |                                       |      |                              |                |                 |    |                                     |    |                       |    |
|                                           |                                       |      |                              |                |                 |    |                                     |    |                       |    |
|                                           |                                       |      |                              |                |                 |    |                                     |    |                       |    |
|                                           |                                       |      |                              |                |                 |    |                                     |    |                       |    |
|                                           |                                       |      |                              |                |                 |    |                                     |    |                       |    |
|                                           |                                       |      |                              |                |                 |    |                                     |    |                       |    |
| Total . . . . . ▶ \$                      |                                       |      |                              |                |                 |    |                                     |    |                       |    |

Part III

Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

| (a) Name of interested person | (b)Relationship between interested person and the organization | (c)Amount of grant or type of assistance |
|-------------------------------|----------------------------------------------------------------|------------------------------------------|
|                               |                                                                |                                          |
|                               |                                                                |                                          |
|                               |                                                                |                                          |
|                               |                                                                |                                          |
|                               |                                                                |                                          |

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

| (a) Name of interested person                 | (b) Relationship between interested person and the organization | (c) Amount of transaction | (d) Description of transaction | (e) Sharing of organization's revenues? |    |
|-----------------------------------------------|-----------------------------------------------------------------|---------------------------|--------------------------------|-----------------------------------------|----|
|                                               |                                                                 |                           |                                | Yes                                     | No |
| (1) ERICKSON RETIREMENT COMMUNITIES LLC (ERC) | D DOYLE, J JACOBSON & C ERICKSON ARE OFFICERS OF ERC            | 206,781                   | MANAGEMENT SERVICES            |                                         | No |
|                                               |                                                                 |                           |                                |                                         |    |
|                                               |                                                                 |                           |                                |                                         |    |
|                                               |                                                                 |                           |                                |                                         |    |
|                                               |                                                                 |                           |                                |                                         |    |
|                                               |                                                                 |                           |                                |                                         |    |

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions)

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|------------|------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | TRANSACTIONS WITH INTERESTED PERSONS - SCHEDULE LTHE OFFICERS LISTED IN PART IV OF SCHEDULE L WERE EMPLOYEES OF ERICKSON RETIREMENT COMMUNITIES, LLC WHICH PROVIDED MANAGEMENT SERVICES TO THE ORGANIZATION WITH THE EXCEPTION OF CRAIG ERICKSON, WHO SERVES AS THE EXECUTIVE DIRECTOR OF THE ORGANIZATION'S FACILITIES, THE OTHERS SERVED AS OFFICERS FOR ADMINISTRATIVE CONVENIENCE ONLY IN CONNECTION WITH THEIR PERFORMANCE OF DUTIES UNDER THE MANAGEMENT AGREEMENT CERTAIN BOARD MEMBERS OF THE ORGANIZATION ALSO SERVE AS OFFICERS OF THE ORGANIZATION AND THOSE BOARD MEMBERS HAVE PRIMARY RESPONSIBILITY FOR CARRYING OUT THE DUTIES OF THE ORGANIZATION'S OFFICERS THE AMOUNT LISTED AS MANAGEMENT FEES ON SCHEDULE L, PART IV IS THE TOTAL MANAGEMENT FEE PAID BY THE COMMUNITY TO ERICKSON RETIREMENT COMMUNITIES, LLC ALL SUCH OFFICER APPOINTMENTS ENDED ON APRIL 28, 2010 WHEN NEW OFFICERS WERE APPOINTED AT THAT TIME, NO EMPLOYEES OF THE MANAGEMENT COMPANY WERE APPOINTED AS OFFICERS OF THE ORGANIZATION |

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2010

Open to Public  
Inspection

|                                            |                                              |
|--------------------------------------------|----------------------------------------------|
| Name of the organization<br>WIND CREST INC | Employer identification number<br>51-0549976 |
|--------------------------------------------|----------------------------------------------|

| Identifier                              | Return Reference | Explanation                                                                                                                                                                      |
|-----------------------------------------|------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FORM 990, PART VI,<br>SECTION A, LINE 2 |                  | DEBRA B DOYLE, OFFICER, CRAIG ERICKSON, OFFICER, AND JEFFREY A JACOBSON, OFFICER,<br>HAVE A BUSINESS RELATIONSHIP THEY WERE OFFICERS ONLY FOR THE PERIOD JANUARY -<br>APRIL 2010 |

| Identifier                           | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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|--------------------------------------|------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------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| FORM 990, PART VI, SECTION A, LINE 3 |                  | <p>WIND CREST, INC PREVIOUSLY CONTRACTED WITH ERICKSON RETIREMENT COMMUNITIES, LLC ("ERC") TO PROVIDE MANAGEMENT SERVICES WITH RESPECT TO THE CCRC FACILITY ERC IS A MARYLAND LIMITED LIABILITY COMPANY WHICH OPERATED AND MANAGED LARGE SCALE CONTINUING CARE RETIREMENT COMMUNITIES ERC FILED FOR BANKRUPTCY PROTECTION IN OCTOBER 2009 THE SALE OF ERC'S ASSETS WAS CONDUCTED BY A COMPETITIVE AUCTION PROCESS THROUGH THE BANKRUPTCY COURT ON APRIL 30, 2010, WIND CREST, INC ENTERED INTO A NEW MANAGEMENT AND MARKETING AGREEMENT WITH ERICKSON LIVING MANAGEMENT, LLC ("ELM") TO PROVIDE THE SERVICES PREVIOUSLY PROVIDED BY ERC ELM IS A SUBSIDIARY OF REDWOOD-ERC SENIOR LIVING HOLDINGS, LLC, NOW KNOWN AS ERICKSON LIVING HOLDINGS, LLC WHICH, TOGETHER WITH OTHER RELATED ENTITIES, PURCHASED THE MAJORITY OF THE ASSETS OF ERC ELM IS A MARYLAND LIMITED LIABILITY COMPANY WHICH OPERATES AND MANAGES LARGE SCALE CONTINUING CARE RETIREMENT COMMUNITIES THE NEW MANAGEMENT AGREEMENT INCLUDES (WITHOUT LIMITATION) PROVISIONS WHICH PERMIT WIND CREST, INC TO REVIEW AND RENEGOTIATE MANAGEMENT FEES WITH THE MANAGEMENT COMPANY AFTER YEAR THREE AND YEAR SEVEN, RESPECTIVELY, IF THE MANAGEMENT FEES BEING PAID UNDER THE NEW MANAGEMENT AGREEMENT DEVIATE FROM MARKET (AS DEFINED IN THE AGREEMENT) AT SUCH TIME THE MANAGEMENT AGREEMENTS IS FOR A TERM OF TEN YEARS WIND CREST, INC MAY TERMINATE THE NEW MANAGEMENT AGREEMENT IF CERTAIN OBJECTIVE PERFORMANCE CRITERIA ARE NOT MET IN ADDITION TO A NEW MANAGEMENT AND MARKETING AGREEMENT, WIND CREST, INC ALSO ENTERED INTO A NEW MASTER LEASE AND USE AGREEMENT, A NEW AMENDED AND RESTATED COMMUNITY LOAN AGREEMENT AND NOTE, A NEW WORKING CAPITAL LOAN AGREEMENT AND NOTE, AND A SUBORDINATION AGREEMENT (HEREINAFTER COLLECTIVELY REFERRED TO AS THE ("NEW AGREEMENTS")) WHILE THE MATERIAL TERMS OF THE NEW AGREEMENTS WERE DETERMINED THROUGH THE COMPETITIVE AUCTION PROCESS, WHICH PROCESS WAS APPROVED BY THE BANKRUPTCY COURT, THE PARTIES ALSO ENGAGED IN EXTENSIVE NEGOTIATIONS DURING THE THREE MONTH PERIOD PRECEDING THE APRIL 30, 2010 SALE TO FINALIZE THE NEW AGREEMENTS AN IMPORTANT OUTCOME OF THE ERC BANKRUPTCY PROCEEDING, THE AUCTION, AND THE SALE OF ERC'S ASSETS WAS THE ELIMINATION OF THE CONSTRUCTION DEBT THAT HAD ENCUMBERED THE REAL ESTATE COMPRISING THE ORGANIZATION'S FACILITY MASTER LEASE AND USE AGREEMENT THE ORGANIZATION LEASES ITS CAMPUS FROM A THIRD PARTY REDWOOD-ERC LITTLETON CAMPUS, L L C (HEREINAFTER "LITTLETON CAMPUS") WAS FORMED BY ERICKSON LIVING HOLDINGS, LLC FOR THE INTENDED PURPOSE OF ACQUIRING THE CAMPUS LEASED BY THE ORGANIZATION AS PART OF THE ERC BANKRUPTCY ONCE THE ACQUISITION WAS COMPLETED, THE ORGANIZATION ENTERED INTO A NEW MASTER LEASE AND USE AGREEMENT (HEREINAFTER THE "LEASE") WITH LITTLETON CAMPUS PLEASE NOTE THAT ALL RIGHTS OF THE RESIDENTS, INCLUDING THEIR RIGHT TO RESIDE IN THEIR UNITS AND THEIR RIGHT TO A REFUND OF THEIR ENTRANCE DEPOSITS, ARE PRESERVED IN THE LEASE VIA A NON-DISTURBANCE AGREEMENT ADDITIONALLY, LITTLETON CAMPUS IS REQUIRED TO IMPOSE THIS NON-DISTURBANCE AGREEMENT ON ANY FUTURE LENDER FOR FINANCING OF THE PROPERTY AND FACILITY THIS IS AN EXPANSION OF THE PROTECTION AFFORDED RESIDENTS IN THE PRIOR LEASE, AS IT ENSURES THAT, UNLESS THE RESIDENT IS IN BREACH OF HIS/HER RESIDENCE AND CARE AGREEMENT, THE RESIDENT WILL NOT LOSE HIS/HER RIGHT TO OCCUPY HIS/HER UNIT OR THE RIGHT TO AN ENTRANCE DEPOSIT REFUND AS A RESULT OF A DEFAULT UNDER THE LEASE OR UNDER ANY FUTURE FINANCING IF THE LEASE IS TERMINATED, LITTLETON CAMPUS ASSUMES THE RESPONSIBILITY TO PROVIDE NECESSARY SERVICES AND TO REFUND ENTRANCE DEPOSITS TO THE RESIDENTS AS SET FORTH IN THE RESIDENCE AND CARE AGREEMENT THIS IS A SIGNIFICANT IMPROVEMENT IN THE PROTECTION OF THE RESIDENTS THE PREVIOUS MASTER LEASE ONLY PROTECTED THE RESIDENTS' RIGHT TO OCCUPY THEIR UNITS NOW ALL RESIDENT RIGHTS UNDER THE RESIDENCE AND CARE AGREEMENT ARE PROTECTED, INCLUDING THE RIGHT TO RECEIVE A REFUND THE TERM OF THE LEASE IS 27 5 YEARS AND IS SUBJECT TO RENEWAL OPTIONS ON THE PART OF THE ORGANIZATION THE ORGANIZATION HAS A PURCHASE OPTION AND HAS THE RIGHT TO MAKE AN OFFER TO PURCHASE THE PROPERTY AT ANY TIME DURING THE LEASE TERM THE PURCHASE PRICE FORMULA UNDER THE PURCHASE OPTION WAS CHANGED BY REQUIRING A DETERMINATION OF THE FAIR MARKET VALUE OF THE PREMISES THE FAIR MARKET VALUE IS DETERMINED AT THE TIME OF PURCHASE BY AN INDEPENDENT APPRAISER BASED ON A FORMULA CONTAINED IN THE LEASE AMENDED AND RESTATED COMMUNITY LOAN AGREEMENT THE AMENDED AND RESTATED COMMUNITY LOAN AGREEMENT INCLUDES NEW PROVISIONS WHICH BENEFIT THE ORGANIZATION AND THE RESIDENTS FOR EXAMPLE, ONE NEW SECTION PROVIDES THAT, IN THE EVENT THE MASTER LEASE IS TERMINATED FOR ANY REASON, THE BORROWER (IE , LITTLETON CAMPUS) ASSUMES WIND CREST, INC 'S OBLIGATIONS UNDER THE RESIDENCE AND CARE AGREEMENTS ALTHOUGH THE OUTSTANDING BALANCE OF THE PREPETITION COMMUNITY LOAN DUE TO WIND CREST, INC COULD HAVE BEEN DISCHARGED, THAT BALANCE WAS REINSTATED IN FULL AS PART OF ERC'S BANKRUPTCY PROCEEDING AND IT REMAINS AS AN OBLIGATION DUE TO WIND CREST, INC WIND CREST, INC ENTERED INTO IN A NEW AGREEMENT IN CONNECTION WITH THE AMENDED AND RESTATED COMMUNITY LOAN AGREEMENT, A SUBORDINATION AGREEMENT BETWEEN THE ORGANIZATION AND REDWOOD-ERC PROPERTIES, L L C THE SUBORDINATION AGREEMENT PROVIDES FOR THE RELATIVE PRIORITY OF THE PRE AND POST PETITION COMMUNITY LOAN OBLIGATIONS THE ORGANIZATION REPRESENTED IN ITS APPLICATION FOR EXEMPTION THAT IT WOULD SUBMIT THE MANAGEMENT AGREEMENT TO A COMPETITIVE BIDDING PROCESS ON A REGULAR SCHEDULE THE BOARD HAS MODIFIED ITS POLICY WITH RESPECT TO GOING OUT TO BID FOR THE MANAGEMENT AGREEMENT THIS FOLLOWED AN EXHAUSTIVE COMPETITIVE BIDDING PROCESS THAT WAS CONDUCTED IN 2008 BY A RELATED ORGANIZATION THE PROCESS TOOK ALMOST A FULL YEAR TO COMPLETE AT A COST IN EXCESS OF \$100,000 AND ONLY THREE MANAGEMENT COMPANIES WERE INTERESTED IN BIDDING GIVEN THE AMOUNT OF TIME AND MONEY SPENT ON THE COMPETITIVE PROCUREMENT PROCESS BY A RELATED ORGANIZATION AND THE END RESULT, THE BOARD OF DIRECTORS DECIDED THAT CONDUCTING A MANDATORY COMPETITIVE PROCUREMENT PROCESS ON A PREDETERMINED SCHEDULE WAS NOT NECESSARILY THE BEST METHOD OF PROCURING A MANAGEMENT COMPANY THEREFORE, ON JANUARY 29, 2009, THE POLICY REQUIRING A COMPETITIVE PROCUREMENT PROCESS WAS REVISED BY THE ORGANIZATION'S BOARD OF DIRECTORS FOR THE REASONS SET FORTH IN THE PRIOR PARAGRAPH THE RESOLUTION ADOPTED BY THE ORGANIZATION'S BOARD OF DIRECTORS TO AMEND THE MANAGEMENT COMPANY PROCUREMENT PROCESS REAFFIRMED THE ORGANIZATION'S POLICIES THAT ANY RENEWAL, RENEGOTIATION OR AMENDMENT OF THE MANAGEMENT COMPANY AGREEMENT RELATING TO THE COMPENSATION OF THE MANAGEMENT COMPANY OR ANY SUCCESSOR MANAGEMENT COMPANY (1) WILL COMPLY WITH IRS REGULATIONS IN SUPPORT OF IRC SECTION 4958, AND (2) WILL BE NEGOTIATED ON AN ARMS-LENGTH BASIS THE RESOLUTION FURTHER PROVIDED THAT THE BOARD WILL DETERMINE WHEN, IF AT ALL, IT IS IN THE BEST INTERESTS OF THE ORGANIZATION TO ENGAGE IN A PROCUREMENT PROCESS WITH RESPECT TO ENGAGING MANAGEMENT COMPANY SERVICES IN THE FUTURE A COMPETITIVE BIDDING PROCESS WAS HELD IN DECEMBER 2009 UNDER THE BANKRUPTCY COURT PROCEEDING WHEREBY A COMPETITIVE BIDDING PROCESS WAS USED TO DETERMINE THE PURCHASER OF THE ASSETS OF ERC THE MATERIAL TERMS OF THE NEW MANAGEMENT AGREEMENT WERE DETERMINED THROUGH THE COMPETIVE AUCTION PROCESS, WHICH PROCESS WAS APPROVED BY THE BANKRUPTCY COURT, THE PARTIES ALSO ENGAGED IN EXTENSIVE NEGOTIATIONS DURING THE THREE MONTH PERIOD PRECEDING THE APRIL 30, 2010 SALE TO FINALIZE THE NEW AGREEMENT</p> |

| Identifier                           | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                             |
|--------------------------------------|------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FORM 990, PART VI, SECTION A, LINE 4 |                  | WIND CREST, INC ADOPTED BYLAWS AMENDMENTS IN 2009 WHEREBY MOST OF THE RESERVED POWERS OF THE SOLE MEMBER WERE ELIMINATED ADDITIONALLY, WIND CREST, INC AMENDED ITS ARTICLES OF INCORPORATION (CHARTER) IN 2009 TO ADD A PROVISION AUTHORIZED BY SECTION 2-104 OF THE CORPORATIONS & ASSOCIATIONS ARTICLE OF THE MARYLAND ANNOTATED CODE |

| Identifier                                    | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|-----------------------------------------------|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FORM 990,<br>PART VI,<br>SECTION A,<br>LINE 6 |                  | WIND CREST, INC 'S SOLE MEMBER IS NATIONAL SENIOR CAMPUSES, INC ("NSC") NSC IS A MARYLAND NON-STOCK CORPORATION AT THE CURRENT TIME, NSC HAS FILED AN APPLICATION FOR RECOGNITION OF EXEMPTION WITH THE INTERNAL REVENUE SERVICE, AS A "SUPPORTING ORGANIZATION" WITH RESPECT TO WIND CREST, INC, AS WELL AS CERTAIN OTHER ORGANIZATIONS SPECIFIED IN ITS GOVERNING DOCUMENTS AS REQUIRED BY THE REGULATIONS RELATING TO "SUPPORTING ORGANIZATIONS," CERTAIN MEMBERS OF THE BOARD OF DIRECTORS OF NSC WILL ALSO BE MEMBERS OF THE BOARD OF DIRECTORS OF THE ORGANIZATION |

| Identifier                            | Return Reference | Explanation                                                                    |
|---------------------------------------|------------------|--------------------------------------------------------------------------------|
| FORM 990, PART VI, SECTION A, LINE 7A |                  | NATIONAL SENIOR CAMPUSES, INC HAS THE RIGHT TO APPOINT AND ELECT ALL DIRECTORS |

| Identifier                            | Return Reference | Explanation                                                                                                    |
|---------------------------------------|------------------|----------------------------------------------------------------------------------------------------------------|
| FORM 990, PART VI, SECTION A, LINE 7B |                  | CERTAIN EXTRAORDINARY ACTIONS OF THE CORPORATION REQUIRE THE APPROVAL OF THE MEMBER UNDER APPLICABLE STATE LAW |

| Identifier                                     | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|------------------------------------------------|------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FORM 990,<br>PART VI,<br>SECTION B,<br>LINE 11 |                  | THE BOARD APPOINTS A COMMITTEE FROM AMONG ITS DIRECTORS AS WELL AS THE DIRECTORS FROM ONE OR MORE RELATED ENTITIES TO OVERSEE THE PREPARATION OF FORM 990 THE BOARD CHAIR HAS THE RESPONSIBILITY TO REVIEW FORM 990 PRIOR TO ITS FILING OR TO DESIGNATE ANOTHER BOARD MEMBER TO REVIEW THE FORM THE FULL BOARD IS GIVEN THE OPPORTUNITY TO REVIEW THE FINAL VERSION OF FORM 990 BEFORE IT IS FILED AND ASK QUESTIONS OF THE COMMITTEE OR THE REVIEWER REGARDING THE FORM THE BOARD CHAIR DESIGNATES AN OFFICER TO SIGN FORM 990 |

| Identifier | Return Reference                                | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|------------|-------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | FORM 990,<br>PART VI,<br>SECTION B,<br>LINE 12C | WIND CREST, INC 'S CONFLICT OF INTEREST POLICY COVERS ALL DIRECTORS, OFFICERS, KEY EMPLOYEES, EMPLOYEES AND VOLUNTEERS IN A POSITION TO EXERCISE SUBSTANTIAL INFLUENCE OVER WIND CREST, INC 'S AFFAIRS, COMMITTEE MEMBERS, PROSPECTIVE DIRECTORS, AND SENIOR STAFF PROVIDING SERVICES TO THE ORGANIZATION UNDER A MANAGEMENT AGREEMENT EACH COVERED PERSON COMPLETES A CONFLICT OF INTEREST DISCLOSURE STATEMENT ANNUALLY AND AS POTENTIAL CONFLICTS ARISE DURING THE YEAR THESE STATEMENTS ARE REVIEWED BY THE BOARD CHAIR IF THE CONFLICT INVOLVES A COVERED EMPLOYEE, THE CHAIR DETERMINES WHETHER A CONFLICT EXISTS AND, IF SO, HOW IT IS TO BE HANDLED, OR THE CHAIR MAY REFER THE MATTER TO THE BOARD OF DIRECTORS FOR CONSIDERATION FOR ALL OTHER CONFLICTS, THE BOARD OF DIRECTORS OR A COMMITTEE OF DISINTERESTED DIRECTORS WILL DETERMINE WHETHER A CONFLICT ACTUALLY EXISTS A COVERED PERSON MAY NOT PARTICIPATE IN ANY DISCUSSION OR DEBATE BY THE BOARD BUT MAY ANSWER QUESTIONS OR PROVIDE CLARIFYING INFORMATION UNLESS ANY BOARD MEMBER OBJECTS |

| Identifier | Return Reference                               | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|------------|------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | FORM 990,<br>PART VI,<br>SECTION B,<br>LINE 15 | <p>THE BOARD HAS APPROVED A DIRECTORS' COMPENSATION POLICY WHICH ESTABLISHES THE PROCESS BY WHICH ALL DIRECTOR COMPENSATION IS DETERMINED. OFFICERS SERVE WITHOUT COMPENSATION. A REVIEW OF THE DIRECTORS' COMPENSATION IS CONDUCTED EACH FISCAL YEAR. COMPENSATION IS APPROACHED ON AN OVERALL BASIS AND THE TOTAL VALUE OF ALL FORMS OF COMPENSATION IS ESTABLISHED AND MONITORED. AN INDEPENDENT COMPENSATION CONSULTANT IS PERIODICALLY RETAINED TO PERFORM AN ANALYSIS OF WIND CREST, INC.'S COMPENSATION USING COMPARABLES OF BOTH FOR-PROFIT AND NON-PROFIT PEERS. A COMMITTEE OF THE NSC BOARD REVIEWS THE CONSULTANT'S REPORT AND MAKES A RECOMMENDATION TO THE ORGANIZATION AS TO APPROPRIATE COMPENSATION OF DIRECTORS. THE FULL BOARD HAS ACCESS TO WIND CREST INC.'S CONSULTANT'S REPORT AND AN OPPORTUNITY TO QUESTION THE CONSULTANT ABOUT THE PROCESS, METRICS, AND COMPARABLES THAT WERE USED IN DETERMINING THE RECOMMENDED COMPENSATION. THE BOARD THEN VOTES ON THE COMPENSATION RECOMMENDATIONS AND A CONTEMPORANEOUS RECORD IS MADE OF THE MEETING AND THE VOTE. THE CONSULTANT REVIEW WAS LAST UNDERTAKEN IN 2010 AND WAS ACTED UPON BY THE BOARD IN EARLY 2011.</p> |

| Identifier | Return Reference                         | Explanation                                                                                                                                          |
|------------|------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | FORM 990, PART VI,<br>SECTION C, LINE 19 | THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY , AND THE FINANCIAL STATEMENTS<br>ARE AVAILABLE UPON REQUEST AT THE EXECUTIVE DIRECTOR'S OFFICE |

| Identifier | Return Reference | Explanation                                                                |
|------------|------------------|----------------------------------------------------------------------------|
|            |                  | FORM 990,PART XII, LINE 2C THE PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR |

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|------------|------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | MISSION STATEMENT - 990 PAGE 1, PART I, LINE 1 AND PART III, LINE 1 MISSION STATEMENT SHARING OUR GIFTS TO CREATE COMMUNITIES THAT CELEBRATE LIFE THE BOARD OF DIRECTORS OF NATIONAL SENIOR CAMPUSES, INC AND ITS SUPPORTED COMMUNITIES ARE COMMITTED TO ACHIEVING THE MISSION BY 1 PROMOTING AN ACTIVE QUALITY OF LIFE FOR SENIORS -CREATING LARGE SCALE RETIREMENT CAMPUSES TO PROMOTE ACTIVITY AND HEALTHY LIVING -PROVIDING A RESIDENT CENTERED SERVICE CULTURE -ENCOURAGING RESIDENT RUN ACTIVITIES WITH PROFESSIONAL SUPPORT 2 ACHIEVING EXCELLENCE IN SERVICES AND PROGRAMS -EXERCISING ITS AUTHORITY IN SERVICES, PROGRAMS, FEES, FACILITIES AND FINANCING - EMBRACING COMPLIANCE, ETHICS AND INTEGRITY -OVERSEEING SERVICES AND PROGRAMS PERSONALLY AND IN MEETINGS WITH THE RESIDENTS ADVISORY COUNCIL -TAKING A LONG-TERM VIEW OF FIDUCIARY RESPONSIBILITY 3 INSURING AFFORDABILITY TO MIDDLE INCOME SENIORS -FOCUSING ON THE LONG TERM VIABILITY OF THE COMMUNITY FOR CURRENT AND FUTURE RESIDENTS -USING FINANCING STRATEGIES TO LOWER THE COST OF CAPITAL -QUALIFYING FOR EXEMPTION FROM FEDERAL AND STATE INCOME TAX - OBTAINING PROPERTY TAX REDUCTIONS FROM COMMUNITY GOVERNMENTS -ACCUMULATING NET INCOME TO FURTHER THE MISSION -MAINTAINING A POLICY FOR FULLY REFUNDABLE ENTRANCE DEPOSIT -OFFERING FEE-FOR-SERVICE HEALTH CARE 4 MAKING A LIFE CARE COMMITMENT -TO THE EXTENT FEASIBLE, ENSURING THAT NO RESIDENT SHOULD EVER HAVE TO LEAVE A COMMUNITY AS A RESULT OF FINANCIAL INABILITY TO PAY FOR THE COST OF THEIR CARE -ENCOURAGING FUNDRAISING EFFORTS IN SUPPORT OF BENEVOLENT CARE 5 FOSTERING GROWTH -COMMITTING TO MAKING THIS LIFESTYLE AVAILABLE TO AN INCREASING NUMBER OF SENIORS -INCREASING EFFORTS TO ACHIEVE AFFORDABILITY -DEVELOPING NEW COMMUNITIES IN CURRENT MARKETS -DEVELOPING COMMUNITIES IN NEW MARKETS |

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                     |
|------------|------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | FORM 990, PART VI, LINE 9 THE BOARD OF DIRECTORS AS LISTED IN PART VII, SECTION A, CAN BE REACHED AT THE FOLLOWING ADDRESS C/O BOARD RELATIONS MANAGER NATIONAL SENIOR CAMPUSES, INC 701 MAIDEN CHOICE LANE BALTIMORE, MD 21228 |

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|------------|------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | <p>FORM 990, PART VII - BOARD OF DIRECTORS COMPENSATION THE COMPENSATION PAID BY RELATED ENTITIES AND THE HOURS SERVED ON RELATED ENTITIES' BOARDS FOR EACH DIRECTOR ARE AS FOLLOWS</p> <p>INDIVIDUAL HAROLD ASHBY ORGANIZATION COMPENSATION NATIONAL SENIOR CAMPUSES, INC \$ 37,500 OAK CREST VILLAGE, INC \$ 0 SEABROOK VILLAGE, INC \$ 500 GREENSPRING VILLAGE, INC \$ 0 RIDERWOOD VILLAGE, INC \$ 0 CEDAR CREST VILLAGE, INC \$ 500 MARIS GROVE, INC \$ 500 LINDEN PONDS, INC \$ 500 SEDGEBROOK, INC \$ 3,250 ANN'S CHOICE, INC \$ 500 BROOKSBY VILLAGE, INC \$ 0 FOX RUN VILLAGE, INC \$ 3,250 TALLGRASS CREEK, INC \$ 2,938 HIGHLAND SPRINGS, INC \$ 2,938 EAGLE'S TRACE, INC \$ 2,936 WIND CREST, INC \$ 2,938 MONARCH LANDING, INC \$ 3,250 ASHBY PONDS, INC \$ 500 ----- INDIVIDUAL SUB-TOTAL \$62,000</p> <p>INDIVIDUAL RODNEY COE ORGANIZATION COMPENSATION NATIONAL SENIOR CAMPUSES, INC \$ 10,000 OAK CREST VILLAGE, INC \$ 0 SEABROOK VILLAGE, INC \$ 38 GREENSPRING VILLAGE, INC \$ 0 RIDERWOOD VILLAGE, INC \$ 0 CEDAR CREST VILLAGE, INC \$ 38 MARIS GROVE, INC \$ 38 LINDEN PONDS, INC \$ 38 SEDGEBROOK, INC \$ 6,503 ANN'S CHOICE, INC \$ 38 BROOKSBY VILLAGE, INC \$ 0 FOX RUN VILLAGE, INC \$ 6,503 TALLGRASS CREEK, INC \$ 11,816 HIGHLAND SPRINGS, INC \$ 11,816 EAGLE'S TRACE, INC \$ 11,814 WIND CREST, INC \$ 11,816 MONARCH LANDING, INC \$ 6,503 ASHBY PONDS, INC \$ 39 ----- INDIVIDUAL SUB-TOTAL \$ 77,000</p> <p>INDIVIDUAL JAMES P HAYES ORGANIZATION COMPENSATION NATIONAL SENIOR CAMPUSES, INC \$ 10,000 OAK CREST VILLAGE, INC \$ 0 SEABROOK VILLAGE, INC \$ 38 GREENSPRING VILLAGE, INC \$ 0 RIDERWOOD VILLAGE, INC \$ 0 CEDAR CREST VILLAGE, INC \$ 38 MARIS GROVE, INC \$ 38 LINDEN PONDS, INC \$ 38 SEDGEBROOK, INC \$ 14,003 ANN'S CHOICE, INC \$ 38 BROOKSBY VILLAGE, INC \$ 0 FOX RUN VILLAGE, INC \$ 14,003 TALLGRASS CREEK, INC \$ 6,191 HIGHLAND SPRINGS, INC \$ 6,191 EAGLE'S TRACE, INC \$ 6,191 WIND CREST, INC \$ 6,189 MONARCH LANDING, INC \$ 14,003 ASHBY PONDS, INC \$ 39 ----- INDIVIDUAL SUB-TOTAL \$ 77,000</p> |

| Identifier | Return<br>Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|------------|---------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                     | INDIVIDUAL STEVE HUNSICKER ORGANIZATION COMPENSATION NATIONAL SENIOR CAMPUSES, INC \$ 0<br>TALLGRASS CREEK, INC \$ 6,688 HIGHLAND SPRINGS, INC \$ 6,688 EAGLE'S TRACE, INC \$ 6,686 WIND CREST,<br>INC \$ 6,688 ----- INDIVIDUAL SUB-TOTAL \$26,750 INDIVIDUAL ZINA JACQUE ORGANIZATION COMPENSATION<br>SEDGEBROOK, INC \$ 7,416 FOX RUN VILLAGE, INC \$ 7,417 MONARCH LANDING, INC \$ 7,417 ----- INDIVIDUAL<br>SUB-TOTAL \$22,250 INDIVIDUAL MIKE ROSKIEWICZ ORGANIZATION COMPENSATION SEDGEBROOK, INC \$ 7,416<br>FOX RUN VILLAGE, INC \$ 7,417 MONARCH LANDING, INC \$ 7,417 ----- INDIVIDUAL SUB-TOTAL \$22,250<br>INDIVIDUAL DAVID L BURK ORGANIZATION COMPENSATION NATIONAL SENIOR CAMPUSES, INC \$ 0<br>TALLGRASS CREEK, INC \$ 6,686 HIGHLAND SPRINGS, INC \$ 6,688 EAGLE'S TRACE, INC \$ 6,688 WIND CREST,<br>INC \$ 6,688 ----- INDIVIDUAL SUB-TOTAL \$26,750 INDIVIDUAL BOONE POWELL, JR ORGANIZATION<br>COMPENSATION TALLGRASS CREEK, INC \$ 6,688 HIGHLAND SPRINGS, INC \$ 6,688 EAGLE'S TRACE, INC \$ 6,686<br>WIND CREST, INC \$ 6,688 ----- INDIVIDUAL SUB-TOTAL \$26,750 INDIVIDUAL DUFFY DEARDORFF<br>ORGANIZATION COMPENSATION WIND CREST, INC \$ 5,000 |

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|------------|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | BOARD OF DIRECTORS HOURS WORKED PER WEEK - FORM 990, PART VII NSC OCV SBV GSV RWV CCV MGC<br>LPH ACH BBV GFM LCC R COE 6 0 0 0 0 0 0 0 0 0 0 0 J HAYES 5 0 0 0 0 0 0 0 0 0 0 0 S HUNSICKER 0 0 0 0 0 0<br>0 0 0 0 0 D BURK 0 0 0 0 0 0 0 0 0 0 0 0 B POWELL 0 0 0 0 0 0 0 0 0 0 0 0 Z JACQUE 0 0 0 0 0 0 0 0 0 0 0 0 M<br>ROSKIEWCZ 0 0 0 0 0 0 0 0 0 0 0 0 H ASHBY 30 0 0 0 0 0 0 0 0 0 0 0 D DEARDORFF 0 0 0 0 0 0 0 0 0 0 0 0 FRV<br>TCK HSD ETH WCD APL SED MLN TWC WRC NSCF R COE 12 2 2 2 0 1 1 0 0 0 J HAYES 2 1 1 1 1 0 2 2 0 0 0 S<br>HUNSICKER 0 1 1 1 1 0 0 0 0 0 0 D BURK 0 3 3 3 3 0 0 0 0 0 0 B POWELL 0 1 1 1 1 0 0 0 0 0 0 Z JACQUE 2 1 0 0 0<br>0 2 2 0 0 0 M ROSKIEWCZ 2 1 0 0 0 0 2 2 0 0 0 H ASHBY 0 1 0 0 0 0 0 0 0 0 0 D DEARDORFF 0 0 0 0 7 0 0 0 0 0 0 |

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|------------|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | MORTGAGES AND OTHER NOTES PAYABLE - PART X, LINE 23 THE ORGANIZATION ENTERED INTO A NEW WORKING CAPITAL LOAN AGREEMENT IN THE AMOUNT OF UP TO \$2,000,000 TO FUND WORKING CAPITAL DEFICITS THE NEW WORKING CAPITAL LOAN AGREEMENT PROVIDES THAT THE ORGANIZATION'S PAYMENT OBLIGATION MAY BE DEFERRED WITHOUT PENALTY TO ALLOW THE ORGANIZATION TO MAINTAIN CERTAIN REQUIRED CASH ON HAND UNTIL SUCH TIME AS IT IS ABLE TO RESUME MAKING PAYMENTS ON THE LOAN AND MEET THE REQUIREMENTS FOR CASH RESERVES (IF PAYMENT WOULD CAUSE THE ORGANIZATION TO FALL BELOW REGULATORY REQUIREMENTS FOR CASH RESERVES) ONE OF THE RESULTS ACHIEVED BY THE ORGANIZATION THROUGH ERC'S BANKRUPTCY PROCEEDING WAS THE ELIMINATION OF THE OUTSTANDING WORKING CAPITAL LOAN BALANCE OF APPROXIMATELY \$ 24 MILLION OWED BY THE ORGANIZATION AS OF APRIL 30, 2010 |

SCHEDULE R  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization  
WIND CREST INC

Employer identification number  
51-0549976

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

| (a)<br>Name, address, and EIN of disregarded entity | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Total income | (e)<br>End-of-year assets | (f)<br>Direct controlling entity |
|-----------------------------------------------------|-------------------------|--------------------------------------------------|---------------------|---------------------------|----------------------------------|
|                                                     |                         |                                                  |                     |                           |                                  |
|                                                     |                         |                                                  |                     |                           |                                  |
|                                                     |                         |                                                  |                     |                           |                                  |
|                                                     |                         |                                                  |                     |                           |                                  |
|                                                     |                         |                                                  |                     |                           |                                  |
|                                                     |                         |                                                  |                     |                           |                                  |

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

| (a)<br>Name, address, and EIN of related organization | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status (if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512(b)(13) controlled organization |    |
|-------------------------------------------------------|-------------------------|--------------------------------------------------|----------------------------|-----------------------------------------------------|----------------------------------|---------------------------------------------------|----|
|                                                       |                         |                                                  |                            |                                                     |                                  | Yes                                               | No |
| See Additional Data Table                             |                         |                                                  |                            |                                                     |                                  |                                                   |    |
|                                                       |                         |                                                  |                            |                                                     |                                  |                                                   |    |
|                                                       |                         |                                                  |                            |                                                     |                                  |                                                   |    |
|                                                       |                         |                                                  |                            |                                                     |                                  |                                                   |    |
|                                                       |                         |                                                  |                            |                                                     |                                  |                                                   |    |
|                                                       |                         |                                                  |                            |                                                     |                                  |                                                   |    |
|                                                       |                         |                                                  |                            |                                                     |                                  |                                                   |    |

Part III

Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

| (a)<br>Name, address, and EIN of<br>related organization | (b)<br>Primary activity | (c)<br>Legal<br>domicile<br>(state or<br>foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Predominant income<br>(related, unrelated,<br>excluded from tax<br>under sections 512-<br>514) | (f)<br>Share of total income | (g)<br>Share of end-of-year<br>assets | (h)<br>Disproporionate<br>allocations? |    | (i)<br>Code V—UBI<br>amount in box 20 of<br>Schedule K-1<br>(Form 1065) | (j)<br>General or<br>managing<br>partner? |    | (k)<br>Percentage<br>ownership |
|----------------------------------------------------------|-------------------------|--------------------------------------------------------------|-------------------------------------|-------------------------------------------------------------------------------------------------------|------------------------------|---------------------------------------|----------------------------------------|----|-------------------------------------------------------------------------|-------------------------------------------|----|--------------------------------|
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       | Yes                                    | No |                                                                         | Yes                                       | No |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |
|                                                          |                         |                                                              |                                     |                                                                                                       |                              |                                       |                                        |    |                                                                         |                                           |    |                                |

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

| (a)<br>Name, address, and EIN of related organization | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state or<br>foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Type of entity<br>(C corp, S corp,<br>or trust) | (f)<br>Share of total income | (g)<br>Share of<br>end-of-year<br>assets | (h)<br>Percentage<br>ownership |
|-------------------------------------------------------|-------------------------|-----------------------------------------------------------|-------------------------------------|--------------------------------------------------------|------------------------------|------------------------------------------|--------------------------------|
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |
|                                                       |                         |                                                           |                                     |                                                        |                              |                                          |                                |

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III or IV

1

During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a

Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to other organization(s)

c

Gift, grant, or capital contribution from other organization(s)

d

Loans or loan guarantees to or for other organization(s)

e

Loans or loan guarantees by other organization(s)

f

Sale of assets to other organization(s)

g

Purchase of assets from other organization(s)

h

Exchange of assets

i

Lease of facilities, equipment, or other assets to other organization(s)

j

Lease of facilities, equipment, or other assets from other organization(s)

k

Performance of services or membership or fundraising solicitations for other organization(s)

l

Performance of services or membership or fundraising solicitations by other organization(s)

m

Sharing of facilities, equipment, mailing lists, or other assets

n

Sharing of paid employees

o

Reimbursement paid to other organization for expenses

p

Reimbursement paid by other organization for expenses

q

Other transfer of cash or property to other organization(s)

r

Other transfer of cash or property from other organization(s)

Yes

No

1a

1b

1c

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

No

No

No

No

No

No

No

No

No

No

No

No

No

No

Yes

No

No

No

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

| (a)<br>Name of other organization | (b)<br>Transaction<br>type(a-r) | (c)<br>Amount involved | (d)<br>Method of determining amount<br>involved |
|-----------------------------------|---------------------------------|------------------------|-------------------------------------------------|
| (1)                               |                                 |                        |                                                 |
| (2)                               |                                 |                        |                                                 |
| (3)                               |                                 |                        |                                                 |
| (4)                               |                                 |                        |                                                 |
| (5)                               |                                 |                        |                                                 |
| (6)                               |                                 |                        |                                                 |

Schedule R (Form 990) 2010

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

[illegible]

Part VII

Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                |
|------------|------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            |                  | SCHEDULE R, PART II, RELATED TAX-EXEMPT ORGANIZATIONS ON NOVEMBER 23, 2010, SEDGEBROOK, INC (EIN 30-0192403) CHANGED ITS NAME TO SB-LAKE, INC AND MONARCH LANDING, INC (EIN 55-0878965) CHANGED ITS NAME TO ML-DUPAGE, INC |

Software ID:

Software Version:

EIN: 51-0549976

Name: WIND CREST INC

Form 990, Schedule R, Part II - Identification of Related Tax-Exempt Organizations

| (a)<br>Name, address, and EIN of related organization                                               | (b)<br>Primary activity              | (c)<br>Legal domicile (state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status (if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512 (b)(13) controlled organization |    |
|-----------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------------------|----------------------------|-----------------------------------------------------|----------------------------------|----------------------------------------------------|----|
|                                                                                                     |                                      |                                                  |                            |                                                     |                                  | Yes                                                | No |
| ASHBY PONDS INC<br><br>21170 ASHBY PONDS BLVD<br>ASHBURN, VA20147<br>20-5609803                     | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| BROOKSBY VILLAGE INC<br><br>100 BROOKSBY VILLAGE DRIVE<br>PEABODY, MA01960<br>52-2126755            | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| CEDAR CREST VILLAGE INC<br><br>1 CEDAR CREST VILLAGE DRIVE<br>POMPTON PLAINS, NJ07444<br>52-2184915 | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| EAGLE'S TRACE INC<br><br>14703 EAGLE VISTA DRIVE<br>HOUSTON, TX77077<br>03-0498683                  | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| FOX RUN VILLAGE INC<br><br>41000 13 MILE ROAD<br>NOVI, MI48377<br>52-2291271                        | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| ANN'S CHOICE INC<br><br>10000 ANNS CHOICE WAY<br>WARMINSTER, PA18974<br>52-2095427                  | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| HICKORY CHASE INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>20-8991395                 | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| HIGHLAND SPRINGS INC<br><br>8000 FRANKFORD ROAD<br>DALLAS, TX75252<br>51-0536892                    | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| LINDEN PONDS INC<br><br>300 LINDEN PONDS WAY<br>HINGHAM, MA02043<br>14-1849849                      | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| MARIS GROVE INC<br><br>100 MARIS GROVE WAY<br>GLEN MILLS, PA19342<br>55-0878964                     | CONTINUING CARE RETIREMENT COMMUNITY | PA                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| MONARCH LANDING INC<br><br>2255 ERICKSON DRIVE<br>NAPERVILLE, IL60563<br>55-0878965                 | CONTINUING CARE RETIREMENT COMMUNITY | MD                                               | 501(C)(3)                  | 9                                                   | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| NATIONAL SENIOR CAMPUSES INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>20-4356247      | SUPPORTING ORGANIZATION              | MD                                               | 501(C)(3)                  | LINE 11C, III-FI                                    | N/A                              |                                                    | No |

Form 990, Schedule R, Part II - Identification of Related Tax-Exempt Organizations

| (a)<br>Name, address, and EIN of related organization                                                     | (b)<br>Primary activity              | (c)<br>Legal domicile<br>(state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status<br>(if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512 (b)(13) controlled organization |    |
|-----------------------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|----------------------------|--------------------------------------------------------|----------------------------------|----------------------------------------------------|----|
|                                                                                                           |                                      |                                                     |                            |                                                        |                                  | Yes                                                | No |
| NATIONAL SENIOR CAMPUSES FOUNDATION INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>03-0611973 | FOUNDATION                           | MD                                                  | 501(C)(3)                  | LINE 11C, III-FI                                       | N/A                              |                                                    | No |
| OAK CREST VILLAGE INC<br><br>8800 WALTHER BOULEVARD<br>PARKVILLE, MD21234<br>52-1874053                   | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| RIDERWOOD VILLAGE INC<br><br>3110 GRACEFIELD ROAD<br>SILVER SPRING, MD20904<br>52-2126753                 | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| SEABROOK VILLAGE INC<br><br>3000 ESSEX ROAD<br>TINTON FALLS, NJ07753<br>52-2126751                        | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| SEDGEBROOK INC<br><br>800 AUDUBON WAY<br>LINCOLNSHIRE, IL60069<br>30-0192403                              | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| TALLGRASS CREEK INC<br><br>13800 METCALF AVENUE<br>OVERLAND PARK, KS66223<br>87-0765641                   | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| GRANT'S FARM MANOR COMMUNITY INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>26-2505987        | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| LAUREL CHASE INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>26-3542112                        | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| TANGLEWOOD CREEK INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>26-2708615                    | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| WINDSOR RUN INC<br><br>701 MAIDEN CHOICE LANE<br>BALTIMORE, MD21228<br>26-2255005                         | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |
| GREENSPRING VILLAGE INC<br><br>7440 SPRING VILLAGE DRIVE<br>SPRINGFIELD, VA22150<br>52-2095427            | CONTINUING CARE RETIREMENT COMMUNITY | MD                                                  | 501(C)(3)                  | 9                                                      | NATIONAL SENIOR CAMPUSES INC     |                                                    | No |