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CHANGE OF ACCOUNTING PERIOD

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2010

Open to Public Inspection

A For the 2010 calendar year, or tax year beginning OCT 1, 2010 and ending JUN 30, 2011

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization
ALL CHILDREN'S HOSPITAL FOUNDATION, INC
ATTN: FINANCE DEPT 9010

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address) Room/suite
501 SIXTH AVENUE SOUTH

City or town, state or country, and ZIP + 4
ST. PETERSBURG, FL 33701

F Name and address of principal officer: JONATHAN ELLEN, M.D.
SAME AS C ABOVE

D Employer identification number
59-2481738

E Telephone number
727-767-4401

G Gross receipts $ 76,434,503.

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

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

H(c) Group exemption number ▶

I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) ( ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.ALLKIDS.ORG

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1984

M State of legal domicile: FL

Part I Summary

1 Briefly describe the organization's mission or most significant activities: TO SUPPORT THE MISSION OF ALL CHILDREN'S HOSPITAL, INC. THROUGH PHILANTHROPIC AND VOLUNTEER

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

3	Number of voting members of the governing body (Part VI, line 1a)	3	26
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	21
5	Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	23
6	Total number of volunteers (estimate if necessary)	6	517
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

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		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	10,670,030.	6,336,397.
9	Program service revenue (Part VIII, line 2g)	433,659.	316,070.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	4,323,941.	5,867,526.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-873,424.	-702,257.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	14,554,206.	11,817,736.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	24,263,919.	2,198,146.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,603,060.	1,468,190.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	24,877.	30,701.
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 2,688,819.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	3,235,495.	2,436,824.
18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	29,127,351.	6,133,861.
19	Revenue less expenses Subtract line 18 from line 12	-14,573,145.	5,683,875.

		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	125,999,942.	137,928,618.
21	Total liabilities (Part X, line 26)	898,605.	1,589,837.
22	Net assets or fund balances Subtract line 21 from line 20	125,101,337.	136,338,781.

Part II Signature Block

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

Sign Here

▶ Signature of officer Nancy Templin Date 4/30/2012

▶ NANCY TEMPLIN, VP-FINANCE & CFO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ Firm's EIN ▶

Firm's address ▶ Phone no.

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

032001 02-22-11 LHA **For Paperwork Reduction Act Notice, see the separate instructions.** Form **990** (2010)

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

SCANNED JUN 20 2012

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:
ALL CHILDREN'S HOSPITAL FOUNDATION, INC. SUPPORTS THE MISSION OF ALL CHILDREN'S HOSPITAL, INC., ALL CHILDREN'S HEALTH SYSTEM, INC., ALL CHILDREN'S RESEARCH INSTITUTE, INC. AND OTHER 501(C)(3) ORGANIZATIONS THROUGH PHILANTHROPIC AND VOLUNTEER SUPPORT. ALL CHILDREN'S HOSPITAL

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [ ] Yes [X] No
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 [X] 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 $ 468,997. including grants of $ 0.) (Revenue $ 319,054.)
ALL CHILDRENS HOSPITAL FOUNDATION, INC. IS A MEMBER OF THE CONTROLLING ENTITY ALL CHILDRENS HEALTH SYSTEM, INC. WHICH SUPPORTS AND COORDINATES ALL THE ACTIVITIES OF THE FOLLOWING ENTITIES:

ALL CHILDRENS RESEARCH INSTITUTE, INC.
WEST COAST NEONATOLOGY, INC.
PEDIATRIC PHYSICIAN SERVICES, INC.
KIDS HOME CARE, INC.
SURGIKID OF FLORIDA, INC.

ALL CHILDRENS HOSPITAL FOUNDATION ENCOMPASSES FUNDRAISING AND FRIEND RAISING ACTIVITIES TO SOLICIT COMMUNITY PHILANTHROPIC SUPPORT FOR

4b (Code:) (Expenses $ 407,094. including grants of $ 407,094.) (Revenue $ 0.)
MAJOR GIFTS ARE CONTRIBUTIONS FROM INDIVIDUALS, CORPORATIONS, FAMILY AND COMMUNITY FOUNDATION THAT ARE $10,000 OR MORE. THESE GIFTS MAY BE UNRESTRICTED OR RESTRICTED TO SUPPORT A SPECIFIC PROGRAM OR NEED BY THE HOSPITAL. CURRENTLY, THE FOUNDATION IS A MEMBER OF THE WOODMARK GROUP, AN ASSOCIATION OF THE TOP 23 CHILDRENS HOSPITALS ACROSS NORTH AMERICA, AND ALL NON-CORPORATE MAJOR DONORS ARE RECOGNIZED AMONGST THEIR PEERS THROUGH THIS ORGANIZATION VIA THE CHILDRENS CIRCLE OF CARE.

MANY ACTIVITIES ARE HELD BY THE MAJOR GIFTS TEAM TO GENERATE SUPPORT FOR THESE GIFTS INCLUDING ONE-ON-ONE APPOINTMENTS, SMALL AWARENESS EVENTS AT DONORS HOMES, HOSPITAL TOURS, COMMUNITY ROUNDS (A WHITE COAT SHADOWING PROGRAM), AND GROUP PRESENTATIONS. THESE ACTIVITIES ARE

4c (Code.) (Expenses $ 1,791,052. including grants of $ 1,791,052.) (Revenue $ 37,215.)
THE FOUNDATION HAS FOUR VOLUNTEER GROUPS WITH WHOM IT WORKS TO ENGAGE SUPPORT AND FURTHER THE FUNDRAISING AND FRIEND RAISING SUPPORT THROUGHOUT THE GREATER TAMPA BAY COMMUNITY.

THE ALL CHILDRENS HOSPITAL FOUNDATION DEVELOPMENT COUNCIL: THE COUNCIL IS AN AD-HOC GROUP OF VOLUNTEERS WHOSE SOLE PURPOSE IS TO RAISE FRIENDS AND FUNDS FOR ALL CHILDRENS. WITH A MEMBERSHIP OF 150+ PROFESSIONAL MEN AND WOMEN, PRIMARILY FROM ST. PETERSBURG, CLEARWATER AND TAMPA, THE GROUP HOLDS PERIODIC MEMBERSHIP MEETINGS FOR EDUCATION, NETWORKING, AND MEMBERSHIP RECRUITMENT, COOKS DINNER FOR HOSPITAL FAMILIES AT THE RONALD MCDONALD HOUSE, ASSISTS WITH ADVOCACY NEEDS AS DIRECTED BY THE HOSPITAL, SUPPORTS COMMUNITY EDUCATION EVENTS AS DAY OF VOLUNTEERS, AND

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

4e Total program service expenses ▶ 2,667,143.

SEE SCHEDULE O FOR CONTINUATION(S)

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		X
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? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10	X	
11	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? *If "Yes," complete Schedule D, Part VI*	11a	X	
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? *If "Yes," complete Schedule D, Part VII*	11b		X
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? *If "Yes," complete Schedule D, Part VIII*	11c		X
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? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	X	
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)? *If "Yes," complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17	X	
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach its audited financial statements to this return? **Note.** 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)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	34	X	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)?	35		X
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* ☐ Yes ☒ No			
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V [X]

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	23		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	23		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b		X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?	3a			X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b	If "Yes," enter the name of the foreign country ▶ _____ See 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			X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?	6a			X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?	7a			X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b			
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g	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?	13a			
	Note. See the instructions for additional information the organization must report on Schedule O				
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			X
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 line 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 . . . X

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	26		
b	Enter the number of voting members included in line 1a, above, who are independent	1b	21		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6	Does the organization have members or stockholders?		6	X	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		7a	X	
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		7b	X	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a	The governing body?		8a	X	
b	Each committee with authority to act on behalf of the governing body?		8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*		9		X

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you make these available. Check all that apply

☐ Own website ☐ Another's website ☒ Upon request

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

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

NANCY TEMPLIN, VP-FINANCE & CFO - 727-767-2582

501 SIXTH AVENUE SOUTH, ST. PETERSBURG, FL 33701

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 [X]

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 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) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
STEPHANIE GOFORTH CHAIRMAN OF BOARD OF TRUSTEE	3.00	X		X				0.	0.	0.
MARTHA LITTLE VICE CHAIR BOARD OF TRUSTEE	3.00	X		X				0.	0.	0.
HARRIET DYER TREASURER BOARD OF TRUSTEE	1.00	X		X				0.	0.	0.
MARK LAPRADE SECRETARY BOARD OF TRUSTEE	1.00	X		X				0.	0.	0.
JILLIAN DOYLE TRUSTEE	1.00	X						0.	0.	0.
MILLARD GAMBLE TRUSTEE	1.00	X						0.	0.	0.
MARC JACOBSON TRUSTEE	1.00	X						0.	0.	0.
COURT JAMES TRUSTEE	1.00	X						0.	0.	0.
RON KOEPSEL TRUSTEE	1.00	X						0.	0.	0.
CAROLE MERRITT TRUSTEE	1.00	X						0.	0.	0.
RAY E. NEWTON, III TRUSTEE	1.00	X						0.	0.	0.
DAN PRASATTHONG, DDS TRUSTEE	1.00	X						0.	0.	0.
TIM RAMSBERGER TRUSTEE	1.00	X						0.	0.	0.
ALBERT SALTIEL, M.D. TRUSTEE	1.00	X						0.	0.	0.
BARBARA SANSONE TRUSTEE	1.00	X						0.	0.	0.
ROBERTO SOSA, M.D. TRUSTEE	1.00	X						0.	541,626.	49,633.
NANCY SWART TRUSTEE	1.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
GARY A. CARNES PRESIDENT & CEO/TRUSTEE	7.00	X		X				0.	1,240,697.	47,593.
JONATHAN ELLEN, M.D. VICE DEAN/PIC/TRUSTEE	3.00	X		X				0.	0.	0.
JOSEPH W. FLEECE, III EX OFFICIO/TRUSTEE	3.00	X		X				0.	0.	0.
R. WILLIAM HORTON SR VP/TRUSTEE	3.00	X		X				0.	585,349.	46,873.
JEFF ROGO EX OFFICIO/TRUSTEE	3.00	X		X				0.	0.	0.
CAROL RUSSELL EX OFFICIO/TRUSTEE	3.00	X		X				0.	0.	0.
ARNOLD T. STENBERG, JR. EXEC VP & CAO/TRUSTEE	4.00	X		X				0.	735,252.	45,367.
STEVEN RUM TRUSTEE	1.00	X						0.	0.	0.
RONALD WERTHMAN TRUSTEE	1.00	X						0.	859,311.	35,060.
1b Sub-total ▶								0.	3,962,235.	224,526.
c Total from continuation sheets to Part VII, Section A ▶								528,253.	947,456.	115,169.
d Total (add lines 1b and 1c) ▶								528,253.	4,909,691.	339,695.

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 ▶ 2

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
WFLA-TV CHANNEL 8 200 S PARKER ST, TAMPA , FL 33606	TV PROMOTIONAL	219,095.
BILL EDWARDS PRESENTS, INC 6090 CENTRAL AVE, ST. PETERSBURG, FL 33707	CONCERT PROMOTION	203,000.

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

SEE PART VII, SECTION A CONTINUATION SHEETS

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

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
MICHAEL EPSTEIN, M.D. SR VP MEDICAL AFFAIRS	4.00			X				0.	677,156.	41,367.
HELENE MARRA ASSISTANT SECRETARY	1.00			X				0.	65,596.	18,185.
THOMAS MUNDELL EXECUTIVE VP	60.00			X				396,307.	0.	23,215.
NANCY TEMPLIN VP FINANCE & CFO	4.00			X				0.	204,704.	6,404.
SYLVIA AMEEN ASSOCIATE VICE PRESIDENT	60.00					X		131,946.	0.	25,998.
Total to Part VII, Section A, line 1c								528,253.	947,456.	115,169.

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c	2882993.				
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	3453404.				
	g Noncash contributions included in lines 1a-1f $						
	h Total. Add lines 1a-1f			6336397.			
Program Service Revenue		Business Code					
	2a RENTAL INCOME	532000		316,070.	316,070.		
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f			316,070.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			1698177.			1,698,177.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
		(i) Real	(ii) Personal				
	6a Gross Rents	9,954.					
	b Less rental expenses	8,754.					
	c Rental income or (loss)	1,200.					
	d Net rental income or (loss)			1,200.			1,200.
		(i) Securities	(ii) Other				
	7a Gross amount from sales of assets other than inventory	67,899,143.					
	b Less: cost or other basis and sales expenses	63,729,794.					
	c Gain or (loss)	4,169,349.					
	d Net gain or (loss)			4169349.			4,169,349.
	8a Gross income from fundraising events (not including $ 2,882,993. of contributions reported on line 1c). See Part IV, line 18	a	134563.				
	b Less direct expenses	b	878219.				
	c Net income or (loss) from fundraising events			-743,656.			-743656.
	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 MISCELLANEOUS	900099		37,215.	37,215.		
	b TELETHON/ E-STORE SALE	454110		2,984.	2,984.		
	c						
	d All other revenue						
	e Total. Add lines 11a-11d			40,199.			
	12 Total revenue See instructions.			11,817,736.	356,269.	0.	5,125,070.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	2,198,146.	2,198,146.		
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
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	1,180,655.		160,035.	1,020,620.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	44,310.		5,799.	38,511.
9 Other employee benefits	174,918.		24,187.	150,731.
10 Payroll taxes	68,307.		9,119.	59,188.
11 Fees for services (non-employees)				
a Management	778,105.		50,347.	727,758.
b Legal	11,828.		11,828.	
c Accounting	20,000.		20,000.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	30,701.			30,701.
f Investment management fees	192,394.		192,394.	
g Other	100.		15.	85.
12 Advertising and promotion				
13 Office expenses	370,691.		39,610.	331,081.
14 Information technology	35,313.		5,297.	30,016.
15 Royalties				
16 Occupancy	49,282.		7,392.	41,890.
17 Travel	29,566.		3,536.	26,030.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	5,360.		804.	4,556.
20 Interest	37,847.			37,847.
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	457,165.	457,165.		
23 Insurance	18,416.			18,416.
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 ALLOCATED EXPENSES	236,070.	0.	236,070.	0.
b CULTIVATION, RECOGNITIO	101,652.	0.	9,314.	92,338.
c OTHER COMMUNICATION COS	36,466.	0.	0.	36,466.
d BAD DEBT	30,000.	0.	0.	30,000.
e MISCELLANEOUS	26,569.	11,832.	2,152.	12,585.
f All other expenses				
25 **Total functional expenses** Add lines 1 through 24f	6,133,861.	2,667,143.	777,899.	2,688,819.
26 **Joint costs.** Check here ▶ ☐ 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) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		75,283.	1	64,649.
	2	Savings and temporary cash investments		14,788,927.	2	23,116,442.
	3	Pledges and grants receivable, net		1,138,606.	3	453,231.
	4	Accounts receivable, net		3,048.	4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		3,500.	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)			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		226,384.	9	76,602.
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 25,227,030.			
	b	Less accumulated depreciation	10b 201,009.	21,943,829.	10c	25,026,021.
	11	Investments - publicly traded securities		80,575,457.	11	80,530,053.
	12	Investments - other securities. See Part IV, line 11		4,218,088.	12	4,716,621.
	13	Investments - program-related. See Part IV, line 11		538,000.	13	538,000.
	14	Intangible assets			14	
	15	Other assets. See Part IV, line 11		2,488,820.	15	3,406,999.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		125,999,942.	16	137,928,618.
Liabilities	17	Accounts payable and accrued expenses		125,024.	17	284,177.
	18	Grants payable			18	
	19	Deferred revenue		526,753.	19	474,417.
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D			21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities. Complete Part X of Schedule D		246,828.	25	831,243.
	26	**Total liabilities.** Add lines 17 through 25		898,605.	26	1,589,837.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		40,694,447.	27	48,663,547.
	28	Temporarily restricted net assets		67,165,839.	28	69,054,003.
	29	Permanently restricted net assets		17,241,051.	29	18,621,231.
		Organizations that do not follow SFAS 117, check here ▶ [ ] and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building, or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		125,101,337.	33	136,338,781.
	34	Total liabilities and net assets/fund balances		125,999,942.	34	137,928,618.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	11,817,736.
2	Total expenses (must equal Part IX, column (A), line 25)	2	6,133,861.
3	Revenue less expenses Subtract line 2 from line 1	3	5,683,875.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	125,101,337.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	5,553,569.
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	136,338,781.

Part XII Financial Statements and Reporting

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

			Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☒ Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization	Employer identification number
ALL CHILDREN'S HOSPITAL FOUNDATION, INC ATTN: FINANCE DEPT 9010	59-2481738

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?

		Yes	No
(i)	A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii)	A family member of a person described in (i) above?	11g(ii)	
(iii)	A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	

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

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

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I 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 ")	8,427,232.	11,244,954.	7,294,684.	10,670,030.	6,336,397.	43,973,297.
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	8,427,232.	11,244,954.	7,294,684.	10,670,030.	6,336,397.	43,973,297.
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)						4,900,405.
6 **Public support.** Subtract line 5 from line 4						39,072,892.

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	8,427,232.	11,244,954.	7,294,684.	10,670,030.	6,336,397.	43,973,297.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	3,573,558.	3,339,690.	3,255,424.	2,694,664.	1,708,131.	14,571,467.
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						58,544,764.

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 section 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	66.74 %
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	69.12 %

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 a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 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 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")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support** (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2010** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2009** Schedule A, Part III, line 17	18	%

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 ▶ ☐

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization ALL CHILDREN'S HOSPITAL FOUNDATION, INC
ATTN: FINANCE DEPT 9010

Employer identification number 59-2481738

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

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

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

☐ Preservation of land for public use (e g , recreation or education)
☐ Protection of natural habitat
☐ Preservation of open space
☐ Preservation of an historically important land area
☐ Preservation of a certified historic structure

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

		Held at the End of the Tax Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

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

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

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

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

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

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

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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), 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 (ASC 958), 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 (ASC 958) relating to these items.

a Revenues included in Form 990, Part VIII, line 1 ▶ $ _____
b Assets included in Form 990, Part X ▶ $ _____

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

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

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

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

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

Part IV Escrow and Custodial Arrangements. Complete if 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

		Amount
c	Beginning balance	1c
d	Additions during the year	1d
e	Distributions during the year	1e
f	Ending balance	1f

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

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

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

		(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance	19,354,826.	17,234,546.	18,097,700.		
b	Contributions	51,593.	1,152,136.	14,309.		
c	Net investment earnings, gains, and losses	1,910,406.	1,043,248.	-803,813.		
d	Grants or scholarships					
e	Other expenditures for facilities and programs	-14,824.	75,104.	73,650.		
f	Administrative expenses					
g	End of year balance	21,331,649.	19,354,826.	17,234,546.		

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

a Board designated or quasi-endowment ▶ _____ %
b Permanent endowment ▶ 100.00 %
c Term endowment ▶ _____ %

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

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

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

Part VI 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		17,540,000.		17,540,000.
b Buildings		7,157,040.	161,850.	6,995,190.
c Leasehold improvements				
d Equipment		529,990.	39,159.	490,831.
e Other				
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)*			▶	25,026,021.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶		

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

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 15)* ▶	

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

1. (a) Description of liability	(b) Amount
(1) Federal income taxes	
(2) DUE TO AFFILIATES	831,243.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25.)* ▶	831,243.

2. FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	11,817,736.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	6,133,861.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	5,683,875.
4	Net unrealized gains (losses) on investments	4	2,421,474.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	3,132,095.
9	Total adjustments (net) Add lines 4 through 8	9	5,553,569.
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	10	11,237,444.

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	14,962,868.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a	2,421,474.		
b	Donated services and use of facilities	2b	29,079.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d	886,973.		
e	Add lines 2a through 2d			2e	3,337,526.
3	Subtract line 2e from line 1			3	11,625,342.
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	192,394.		
b	Other (Describe in Part XIV)	4b			
c	Add lines 4a and 4b			4c	192,394.
5	Total revenue Add lines 3 and 4c. *(This must equal Form 990, Part I, line 12.)*			5	11,817,736.

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

1	Total expenses and losses per audited financial statements			1	6,857,519.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a	29,079.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d	886,973.		
e	Add lines 2a through 2d			2e	916,052.
3	Subtract line 2e from line 1			3	5,941,467.
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	192,394.		
b	Other (Describe in Part XIV)	4b			
c	Add lines 4a and 4b			4c	192,394.
5	Total expenses Add lines 3 and 4c. *(This must equal Form 990, Part I, line 18)*			5	6,133,861.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

PART V, LINE 4: THE ENDOWMENTS HELD BY THE FOUNDATION ARE USED AS DESIGNATED BY DONORS FOR SPECIFIC PROGRAM NEEDS.

PART XI, LINE 8 - OTHER ADJUSTMENTS:

TRANSFER BETWEEN AFFILIATES	305,991.
PURCHASED ACCOUNTING ADJUSTMENT	2,826,104.
TOTAL TO SCHEDULE D, PART XI, LINE 8	3,132,095.

Part XIV Supplemental Information *(continued)*

PART XII, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSE	8,754.
SPECIAL EVENTS & ACTIVITIES	878,219.
TOTAL TO SCHEDULE D, PART XII, LINE 2D	886,973.

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

RENTAL EXPENSE	8,754.
SPECIAL EVENTS & ACTIVITIES	878,219.
TOTAL TO SCHEDULE D, PART XIII, LINE 2D	886,973.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2010

Open To Public Inspection

Name of the organization: ALL CHILDREN'S HOSPITAL FOUNDATION, INC
ATTN: FINANCE DEPT 9010

Employer identification number: 59-2481738

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

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

- a [X] Mail solicitations
- b [X] Internet and email solicitations
- c [X] Phone solicitations
- d [X] In-person solicitations
- e [X] Solicitation of non-government grants
- f [ ] Solicitation of government grants
- g [X] Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? [ ] Yes [X] No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	(iii) No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
Total ▶						

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

FL

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

		(a) Event #1 TELETHON (event type)	(b) Event #2 RADIOTHON (event type)	(c) Other events 1 (total number)	(d) Total events (add col (a) through col (c))
Revenue	1 Gross receipts	2,788,513.	94,480.	134,563.	3,017,556.
	2 Less Charitable contributions	2,788,513.	94,480.	0.	2,882,993.
	3 Gross income (line 1 minus line 2)			134,563.	134,563.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages	15,218.	520.		15,738.
	8 Entertainment				
	9 Other direct expenses	698,836.	28,599.	135,046.	862,481.
	10 Direct expense summary Add lines 4 through 9 in column (d)			▶	(878,219.)
	11 Net income summary Combine line 3, column (d), and line 10			▶	-743,656.

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d)			▶	( )
	8 Net gaming income summary Combine line 1, column d, and line 7			▶	

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

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain: _____

11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No

13 Indicate the percentage of gaming activity operated in

a The organization's facility	13a	%
b An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ _____

Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ $ _____ and the amount of gaming revenue retained by the third party ▶ $ _____ .

c If "Yes," enter name and address of the third party

Name ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ $ _____

Description of services provided ▶ _____

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ $

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable Also complete this part to provide any additional information (see instructions)

SCH G, PART II, LINE 7

FUNDRAISING EVENTS EXPENSES

ALL DIRECT EXPENSES THAT ARE READILY IDENTIFIABLE FOR THE TELETHON AND RADIOTHON HAVE BEEN INCLUDED IN SCHEDULE G. SOME EXPENSES THAT ARE SHARED FUNDRAISING EXPENSES ARE INCLUDED IN PART IX, STATEMENT OF FUNCTIONAL EXPENSES, COLUMN (D).

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

▶ **Attach to Form 990.**

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization ALL CHILDREN'S HOSPITAL FOUNDATION, INC
ATTN: FINANCE DEPT 9010

Employer identification number 59-2481738

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

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

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000 Check this box if no one recipient received more than $5,000 Part II can be duplicated if additional space is needed ▶ [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALL CHILDREN'S HOSPITAL, INC 501 6TH AVE SOUTH ST ST. PETERSBURG, FL 33701	59-0683252	501(C)(3)	349,518.	0.			HOSPITAL CONSTRUCTION
ALL CHILDREN'S RESEARCH INSTITUTE, INC - 550 9TH AVE SOUTH, FL 1 - ST. PETERSBURG, FL 33701	59-2481742	501(C)(3)	1,012,500.	0.			GENERAL USE
ALL CHILDREN'S RESEARCH INSTITUTE, INC - 550 9TH AVE SOUTH, FL 1 - ST. PETERSBURG, FL 33701	59-2481742	501(C)(3)	216,711.	0.			RESEARCH
ALL CHILDREN'S HOSPITAL, INC 501 6TH AVE SOUTH ST ST. PETERSBURG, FL 33701	59-0683252	501(C)(3)	155,873.	0.			GENERAL USE
RONALD MCDONALD HOUSE OF TAMPA BAY 28 COLUMBIA DRIVE TAMPA, FL 33606	59-1835985	501(C)(3)	30,000.	0.			GENERAL SUPPORT
MORE HEALTH 3821 HENDERSON BLVD TAMPA, FL 33629	59-3397472	501(C)(3)	45,000.	0.			PROGRAM SUPPORT

2 Enter total number of section 501(c)(3) and government organizations ▶ 4.

3 Enter total number of other organizations ▶ 0.

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
Part III can be duplicated if additional space is needed

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

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

SCHEDULE I, PART I, LINE 2: ALL CHILDREN'S HOSPITAL FOUNDATION HAS AN INSTITUTIONAL GRANT FUNDING PROGRAM WHICH REQUIRES PROGRESSION AND EXPENSE DOCUMENTATION PRESENTED TO THE COMMITTEE MONTHLY. MOST ASSISTANCE GIVEN BY THE FOUNDATION IS UNRESTRICTED AND TO AFFILIATE ORGANIZATIONS.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ **Attach to Form 990.** ▶ **See separate instructions.**

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization: ALL CHILDREN'S HOSPITAL FOUNDATION, INC
ATTN: FINANCE DEPT 9010

Employer identification number: 59-2481738

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			
	☐ First-class or charter travel	☐ Housing allowance or residence for personal use		
	☐ Travel for companions	☐ Payments for business use of personal residence		
	☒ Tax indemnification and gross-up payments	☒ Health or social club dues or initiation fees		
	☐ Discretionary spending account	☐ Personal services (e g., maid, chauffeur, chef)		
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		X
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?	2		X
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.			
	☒ Compensation committee	☒ Written employment contract		
	☒ Independent compensation consultant	☒ Compensation survey or study		
	☐ Form 990 of other organizations	☒ 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?	4a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only section 501(c)(3) and 501(c)(4) organizations 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?	5a		X
b	Any related organization?	5b		X
	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?	6a		X
b	Any related organization?	6b		X
	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	7	X	
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 Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III	8		X
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	9		

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 ROBERTO SOSA, M.D.	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	478,235.	35,725.	27,666.	28,605.	21,028.	591,259.	0.
2 GARY A. CARNES	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	813,986.	0.	426,711.	28,605.	18,988.	1,288,290.	0.
3 R. WILLIAM HORTON	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	296,518.	0.	288,831.	28,605.	18,268.	632,222.	0.
4 ARNOLD T. STENBERG, JR.	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	515,148.	0.	220,104.	28,605.	16,762.	780,619.	0.
5 RONALD WERTHMAN	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	521,650.	137,220.	200,441.	11,025.	24,035.	894,371.	0.
6 MICHAEL EPSTEIN, M.D.	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	475,406.	0.	201,750.	28,605.	12,762.	718,523.	0.
7 THOMAS MUNDELL	(i)	309,245.	0.	87,062.	2,067.	21,148.	419,522.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
8 NANCY TEMPLIN	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	170,423.	0.	34,281.	2,775.	3,629.	211,108.	0.
9 SYLVIA AMEEN	(i)	121,431.	0.	10,515.	12,036.	13,962.	157,944.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

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

PART I, LINE 1A: ORGANIZATION PROVIDED BENEFITS

FORM 990, SCHEDULE J, PART 1, QUESTION 1A

THE REPORTING ORGANIZATION'S TRAVEL AND BUSINESS EXPENSE REIMBURSEMENT POLICY DOES NOT ALLOW FOR FIRST CLASS, CHARTER TRAVEL OR TRAVEL FOR COMPANIONS. ADDITIONALLY, THERE ARE NO DISCRETIONARY SPENDING ACCOUNTS OR PAYMENTS FOR BUSINESS USAGE OF A PERSONAL RESIDENCE. THOMAS MUNDELL ALSO RECEIVE PAYMENTS FOR SOCIAL CLUB DUES WHICH ARE INCLUDED FULLY IN THEIR TAXABLE COMPENSATION.

THE NON-SUBSTANTIATED PORTION OF MONTHLY AUTOMOBILE ALLOWANCES ARE GROSSED UP FOR FICA TAXES ONLY. HOUSING ALLOWANCES ARE PROVIDED ONLY IN LIMITED CIRCUMSTANCES AND FOR FINITE PERIODS OF TIME AS PART OF SOME EMPLOYEE RELOCATION AGREEMENTS.

PART I, LINE 4B: THE SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN (THE PLAN) OF ALL CHILDREN'S HEALTH SYSTEM, INC. (THE COMPANY) IS A NONQUALIFIED DEFERRED COMPENSATION PLAN INTENDED TO BE GOVERNED BY SECTION 457(F) OF THE INTERNAL REVENUE CODE. THE BOARD OF DIRECTORS OF THE COMPANY DETERMINES ELIGIBILITY FOR THE PLAN FROM AMONG A SELECT GROUP OF KEY EMPLOYEES AND

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.

MANAGEMENT. THE PLAN PROVIDES FOR A SUPPLEMENTAL RETIREMENT BENEFIT BEGINNING AT RETIREMENT OR UPON SEPARATION FROM THE COMPANY. DURING THE TIME PERIOD COVERED BY THE RETURN, THE FOLLOWING INDIVIDUALS PARTICIPATED IN THE PLAN AND WERE AWARDED AMOUNTS AS FOLLOWS WHICH ARE INCLUDED ON SCHEDULE J, COLUMN B(III):

GARY A. CARNES $369,846; ARNOLD T. STENBERG, JR. $212,918; R. WILLIAM HORTON $256,979; MICHAEL EPSTEIN, M.D. $195,455; THOMAS MUNDELL $76,467 AND NANCY TEMPLIN $34,229.

THE MAKE WHOLE AND SERP I PLANS ARE FROZEN DEFINED BENEFIT PLANS PROVIDED BY THE RELATED ORGANIZATION JOHNS HOPKINS HEALTH SYSTEM CORPORATION. THE PLANS ARE LIMITED TO THE EXISTING PLAN PARTICIPANTS. THE PLANS ARE SUBJECT TO CLAIMS OF EMPLOYER'S BANKRUPTCY/INSOLVENCY CREDITORS. THE MAKE WHOLE PLAN WAS DESIGNED TO REPLACE THE BENEFITS THE PARTICIPANTS LOST AS DO THE COMPENSATION LIMITS THAT WERE IMPOSED UPON OUR QUALIFIED DEFINED BENEFIT PLAN. FURTHERMORE, IF A PARTICIPANT TERMINATES EMPLOYMENT PRIOR TO COMPLETING THE SERVICE REQUIREMENTS, THE PARTICIPANT'S BENEFIT IS FORFEITED. NOTE THAT ANY ITEM BEING REPORTED AS COMPENSATION WAS ALSO REPORTED IN PREVIOUS YEARS FORMS 990 AS REQUIRED, WHEN AMOUNTS ACCRUED

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

UNDER THE PLAN.

THE SERP II AND SRP PLANS ARE DEFINED CONTRIBUTION TARGET BENEFIT PLANS.

THE PLANS ARE DESIGNED TO ACHIEVE A TARGETED BENEFIT LEVEL BASED UPON

CERTAIN CRITERIA, SUCH AS THEIR LENGTH OF SERVICE. THE PLANS ARE SUBJECT

TO CLAIMS OF EMPLOYER'S BANKRUPTCY/INSOLVENCY CREDITORS. IF A PARTICIPANT

TERMINATES EMPLOYMENT PRIOR TO COMPLETING THE SERVICE REQUIREMENTS, THE

PARTICIPANT'S BENEFIT IS FORFEITED. NOTE THAT ANY ITEM BEING REPORTED AS

COMPENSATION WAS ALSO REPORTED IN PREVIOUS YEARS FORMS 990 AS REQUIRED,

WHEN AMOUNTS ACCRUED UNDER THE PLAN.

THE FOLLOWING INDIVIDUALS LISTED ON FORM 990, PART VII, SECTION A, LINE 1A

PARTICIPATED IN A NON QUALIFIED RETIREMENT PLAN AND RECEIVED PAYMENT FROM

THE PLAN, IT IS REPORTED ON SCHEDULE J, PART II, COLUMN (B)(III) AS WELL AS

SCHEDULE J, PART II, COLUMN (F) IF THEY WERE REQUIRED TO BE DISCLOSED ON

PRIOR YEAR'S FORMS 990:

RONALD WERTHMAN $158,941.73.

PART I, LINE 7: ALL CHILDREN'S HOSPITAL FOUNDATION DOES NOT HAVE AN

INCENTIVE COMPENSATION PROGRAM. AT TIMES, SPECIAL "BONUSES" MAY BE AWARDED

BY THE BOARD TO CLINICIANS AND OTHERS WHO PROVIDE EXCELLENT SERVICES,

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.

ASSUME ADDITIONAL RESPONSIBILITIES FOR AN EXTENDED PERIOD OF TIME, OR PRODUCE POSITIVE MEASURABLE OUTCOMES AGAINST PREDETERMINED PERFORMANCE BENCHMARKS FOR SPECIFIC SPECIAL PROJECTS.

SUPPLEMENTAL COMPENSATION INFORMATION

FORM 990, SCHEDULE J, PART 1, QUESTION 3

SEE SCHEDULE O DISCLOSURE FOR FORM 990, PART VI, LINES 15(A) & (B) REGARDING THE PROCESS USED BY ALL CHILDREN'S HEALTH SYSTEM, INC. TO DETERMINE EXECUTIVE COMPENSATION WHICH IS RELIED UPON BY ALL CHILDREN'S HOSPITAL FOUNDATION.

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 990-EZ 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: ALL CHILDREN'S HOSPITAL FOUNDATION, INC
ATTN: FINANCE DEPT 9010

Employer identification number: 59-2481738

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

SUPPORT BY WORKING WITH INDIVIDUAL DONORS, CHARITABLE FOUNDATIONS AND CORPORATIONS.

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

FOUNDATION WORKS WITH INDIVIDUAL DONORS, CHARITABLE FOUNDATION AND CORPORATIONS TO ENHANCE MEDICAL SERVICES AND PROGRAMS FOR ITS PEDIATRIC PATIENT POPULATION.

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

PROGRAMS AND CAPITAL NEEDS OF THE ALL CHILDRENS HEALTH SYSTEM AND ALL CHILDRENS HOSPITAL. FUNDRAISING PROGRAMS ARE FOCUSED IN THREE CORE AREAS: PLANNED, ANNUAL, AND MAJOR GIVING.

PLANNED GIFTS ARE FUTURE GIFTS THAT ARE MADE THROUGH MANY ESTATE-PLANNING VEHICLES, SUCH AS WILLS, CHARITABLE OR LIVING TRUST, LIFE INSURANCE POLICIES, CHARITABLE GIFT ANNUITIES, A LIFE ESTATE, AND/OR POOLED INCOME FUND. DEPENDENT UPON THE VEHICLE USED, THESE FUTURE GIFTS ARE NOT OFTEN RECORDED OR REALIZED BY THE FOUNDATION UNTIL A FUTURE TIME. DONORS WHO HAVE NOTIFIED THE FOUNDATION OF A FUTURE GIFT ARE RECOGNIZED AS DREAM BUILDERS WITH THE FOUNDATION RECOGNITION PROGRAM. EACH DREAM BUILDER COMPLETES A PLANNED GIFT COMMITMENT FORM FOR RECORDKEEPING.

THE PLANNED GIFTS STAFF WORKS WITH OVER 2,000 ESTATE PLANNING PROFESSIONALS THROUGHOUT THE GREATER TAMPA BAY COMMUNITY. THIS GROUP

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OF PROFESSIONALS INCLUDES TRUST OFFICERS, ATTORNEYS, CERTIFIED FINANCIAL ADVISORS, LIFE INSURANCE PROFESSIONALS, CERTIFIED PUBLIC ACCOUNTANTS, BROKERS AND OTHER ADVISORS. ANNUALLY, THE FOUNDATION CONDUCTS A LARGE ESTATE AND TAX PLANNING SEMINAR AND SEVERAL MINI-SEMINARS FOR THESE PROFESSIONALS TO PROVIDE CONTINUING EDUCATION CREDITS, NETWORKING OPPORTUNITIES, AND FURTHER THE AWARENESS OF ALL CHILDRENS HOSPITAL. THE ANNUAL GIVING PROGRAM ENGAGES CONSTITUENTS WHO GIVE ON AN ANNUAL BASIS, WITH THE EXCEPTION OF THE TELETHON CORPORATE DONORS, THESE CONTRIBUTIONS ARE GENERALLY UP TO $10,000 A YEAR. THIS PROGRAM CONSISTS OF THE FOLLOWING FUNDRAISING AND FRIEND RAISING PROGRAMS:

ALL CHILDRENS HOSPITAL IS A MEMBER OF CHILDRENS MIRACLE NETWORK (CMN), REPRESENTING OVER 174 CHILDRENS HOSPITALS ACROSS NORTH AMERICA, THE ACH TELETHON BEGAN 28 YEARS AGO AND IS A MAJOR COMMUNITY AWARENESS AND CAUSE-RELATED MARKETING/FUNDRAISER FOR THE FOUNDATION. HELD THE SUNDAY AFTER MEMORIAL DAY OF EACH YEAR, THE ACH TELETHON IS A 12-HOUR LIVE BROADCAST FROM THE HOSPITAL CAMPUS ON TAMPAS WFLA NEWS CHANNEL 8 AND A FIVE-HOUR PRE-TAPED BROADCAST ON WXCX WB 6 IN FT. MYERS/NAPLES. IN ADDITION TO THE LIVE BROADCAST WITH PHONE BANKS TO ACCEPT PLEDGES, TWO ADDITIONAL EVENTS ARE HELD IN SUPPORT OF THE TELETHON. THEY ARE A TASTE OF PINELLAS, WHICH IS A MUSIC AND FOOD FESTIVAL OPEN TO THE PUBLIC IN DOWNTOWN ST. PETERSBURG; AND A PATIENT REUNION FOR FORMER PATIENTS AND THEIR FAMILIES FROM HOSPITAL PROGRAMS SUCH AS ONCOLOGY, NEONATAL CARE, REHABILITATIVE SERVICES, CARDIOLOGY, ETC. THE ACH TELETHON IS CONSISTENTLY AMONG THE MOST SUCCESSFUL TELETHON OF CMN. THE FOUNDATION ALSO CONDUCTS US 103.5 FM CARES FOR KIDS RADIOTHON BROADCAST DURING THE TAMPA BAY BUCCANEERS BYE-WEEK IN ASSOCIATION WITH

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CMN.

TRIBUTE AND GIVING CLUBS: THE FOUNDATION HAS AN ACTIVE TRIBUTE GIVING PROGRAM WHERE CONSTITUENTS GIVE SMALL CONTRIBUTIONS IN MEMORY OR HONOR OF SOMEONE SPECIAL. THESE INCLUDE A BIRTHDAY GIVING CLUB, MOTHERS DAY PROGRAM, AND A LEGACY PROGRAM.

DIRECT MAIL AND PERIODIC SOLICITATIONS ARE MAILED TO SUPPORTERS AND PROSPECTIVE DONORS TO GENERATE UNRESTRICTED GIFTS TO THE FOUNDATION. THIS INCLUDES PRE-TELETHON MAILINGS, AND THE ALL CHILDRENS PUBLICATIONS, TENDER LOVING CARE AND MIRACLE BUILDERS.

THE FOUNDATION RECEIVES NUMEROUS IN-KIND GIFTS THROUGHOUT THE YEAR, PRIMARILY FOR THE CHILD LIFE PROGRAM AND THE NEONATAL INTENSIVE CARE UNIT. THESE GIFTS ARE OFTEN IN THE FORM OF TOYS, GAMES, AND BOOKS FOR CHILD LIFE AND KNITTED BOOTIES, CAPS, AND BLANKETS FOR THE NEWBORN INFANTS.

SINCE 1987 EMPLOYEES OF ALL CHILDRENS HEALTH SYSTEM HAVE MADE ANNUAL PLEDGES TO SUPPORT THE MISSION OF ALL CHILDRENS HOSPITAL. THROUGH THE EMPLOYEES GENEROSITY, THEY HAVE GIVEN OVER $2 MILLION TO ALL CHILDRENS AND RECENTLY FINISHED $1 MILLION COMMITMENT TO THE NEW REPLACEMENT HOSPITAL WHICH OPENED JANUARY 2010.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS: SUPPORTED THROUGH A BASE OF VOLUNTEERS COMPRISED OF ALL CHILDRENS TRUSTEES/DIRECTORS AND OTHER CAMPAIGN DONORS.

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

HOLDS SEVERAL PREMIER FUNDRAISING EVENTS ON AN ANNUAL BASIS: THE VIP AUCTION AND FISHING TOURNAMENT IN THE FALL. AN EXECUTIVE COMMITTEE GOVERNS THE COUNCIL AND THE PRESIDENT OF THE COUNCIL SERVES AS AN EX-OFFICIO MEMBER OF THE FOUNDATION BOARD OF TRUSTEES.

THE ALL CHILDRENS HOSPITAL GUILD IS A SEPARATE 501(C)3 THAT RAISES CHARITABLE SUPPORT FOR ALL CHILDRENS HOSPITAL FOUNDATION. SUPPORTED BY 2 STAFF MEMBERS OF THE FOUNDATION, THIS GROUP OF 800+ WOMEN AND MEN AND HAS 8 BRANCHES THROUGHOUT THE TAMPA BAY COMMUNITY. EACH BRANCH HAS ITS OWN FUNDRAISING PROGRAMS AND IS GOVERNED BY OFFICERS WITHIN EACH BRANCH. EACH BRANCH THEN HAS REPRESENTATION ON THE GUILD COUNCIL, WHICH IS THE OVERALL GOVERNING BOARD OF THE GUILD. THE CHAIRPERSON OF THE GUILD SERVES AS AN EX-OFFICIO MEMBER OF THE ALL CHILDRENS HOSPITAL AND FOUNDATION BOARDS OF TRUSTEES. THE PLANNED GIFT ADVISORY COUNCIL (PGAC) IS THE GROUP OF 2,000+ ESTATE PLANNING PROFESSIONAL. THIS IS A LOOSELY FORMED GROUP WHO IS INVITED TO PARTICIPATE IN SEMINARS AND LUNCH AND LEARN PROGRAMS THROUGHOUT THE YEAR, BUT ALSO RECEIVE WEEKLY AND PERIODICALLY COMMUNICATIONS FROM THE FOUNDATION. THERE IS NO GOVERNING ENTITY FOR THE PGAC.

TYPES OF GIFTS

THE MOST COMMON FORMS OF GIFTS ACCEPTED BY THE ALL CHILDRENS HOSPITAL FOUNDATION ARE CASH, APPRECIATED ASSETS AND REAL ESTATE (PERSONAL OR COMMERCIAL PROPERTY). OTHER ACCEPTED FORMS OF GIFTS INCLUDE GIFTS-IN-KIND, COMMERCIAL ANNUITIES, LIFE INSURANCE POLICIES, PERSONAL PROPERTY, AND INCOME FROM CHARITABLE TRUSTS.

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GIFTS MAY BE MADE OUTRIGHT, PLEDGED OVER A PERIOD OF TIME OR DEFERRED, I.E. PLANNED GIFTS.

GIFTS MAY BE UNRESTRICTED, WHICH WILL BE USED UNDER THE DIRECTION OF THE FOUNDATION BOARD OF TRUSTEES, OR RESTRICTED FOR A SPECIFIC USE, SUCH AS PROGRAMS, RESEARCH, EDUCATION, OR CAPITAL EXPENDITURES.

FORM 990, PART V, QUESTION 2A

COMMON PAYMASTER

ALL COMPENSATION OF ALL CHILDREN'S HOSPITAL FOUNDATION EMPLOYEES IS PAID THROUGH ALL CHILDREN'S HEALTH SYSTEM, INC. USING ITS FEDERAL TAX ID NUMBER. THIS IS KNOWS AS A COMMON PAYMASTER ARRANGEMENT. EMPLOYEES OF ALL CHILDREN'S HEALTH SYSTEM AND ITS OTHER SUBSIDIARIES ARE ALSO PAID THROUGH THE SAME ARRANGEMENT.

FORM 990, PART VI, SECTION A, LINE 6: ALL CHILDRENS HEALTH SYSTEM, INC. IS CLASSIFIED AS THE SOLE MEMBER OF ALL CHILDRENS HOSPITAL FOUNDATION, INC. EFFECTIVE APRIL 1, 2011 THE JOHNS HOPKINS HEALTH SYSTEM CORPORATION BECAME THE SOLE MEMBER OF ALL CHILDRENS HEALTH SYSTEM, INC.

FORM 990, PART VI, SECTION A, LINE 7A: AT THE ANNUAL MEETING OF THE MEMBER, THE MEMBER ELECTS THE BOARD OF TRUSTEES OF ALL CHILDRENS HOSPITAL FOUNDATION, INC. AT ANY BOARD MEETING OF THE MEMBER THROUGHOUT THE YEAR, AS VACANCIES ARISE, THE MEMBER MAY ELECT INDIVIDUALS TO FILL THE THEN EXISTING VACANICES ON THE BOARD.

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FORM 990, PART VI, SECTION A, LINE 7B: AS THE SOLE MEMBER, ALL CHILDRENS HEALTH SYSTEM, INC. HAS THE RIGHT TO APPROVE OR RATIFY DECISIONS OF ALL CHILDRENS HOSPITAL FOUNDATION, INC., WITH RESPECT TO THE FOLLOWING:

1. THE ADOPTION OF ANY STRATEGIC PLAN DEVELOPED FOR THE CORPORATION;

2. APPROVAL OF THE ANNUAL OPERATING BUDGET;

3. APPROVAL OF THE CAPITAL BUDGET;

4. MAJOR FINANCING, REFINANCING AND DEBT PREPAYMENTS;

5. REAL ESTATE ACQUISITIONS AND SALES;

6. TRANSFER OF ANY ASSETS TO OTHER ENTITIES OR INDIVIDUALS;

7. ANY TRANSACTION WHICH CAN REASONABLY BE EXPECTED TO HAVE A MATERIAL IMPACT ON THE FINANCIAL POSITION OR OPERATIONS OF THE CORPORATION;

8. ANY VOLUNTARY DISSOLUTION, MERGER OR CONSOLIDATION OF THE CORPORATION OR THE SALE OR TRANSFER OF ALL OR SUBSTANTIALLY ALL OF THE CORPORATION'S ASSETS OR THE CREATION OR ACQUISITION OF ANY SUBSIDIARY OR AFFILIATE CORPORATION OF THE CORPORATION OR OF ANY AUXILIARY ORGANIZATION;

9. ADDITION AND DELETION OF SERVICES; AND

10. APPROVAL OF ANY CERTIFICATE OF NEED APPLICATIONS.

IN ADDITION, ANY ELECTED OR APPOINTED TRUSTEE OF ALL CHILDRENS HOSPITAL FOUNDATION, INC. BOARD OF TRUSTEES MAY BE REMOVED, WITH OR WITHOUT CAUSE, AT A MEETING OF THE MEMBER (ALL CHILDRENS HEALTH SYSTEM) CALLED EXPRESSLY FOR THAT PURPOSE.

FORM 990, PART VI, SECTION B, LINE 11: A SECURED WEBSITE PROVIDES ACCESS TO THE COPY OF THE FORM 990 TO THE ORGANZIATION'S GOVERNING BODY BEFORE IT IS FILED.

THE CHIEF FINANCIAL OFFICER PRESENTS AN OVERVIEW OF THE FORM 990 PREPARATION PROCESS AND SELECTED INFORMATION FROM THE RETURNS TO THE

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FINANCE COMMITTEE. THE MEMBERS OF THIS COMMITTEE HAVE AN OPPORTUNITY TO REVIEW THE RETURN AND ASK QUESTIONS. THE CHAIRMAN OF THE FINANCE COMMITTEE, IN TURN MAKES A FORMAL REPORT TO THE FULL BOARD AT ITS NEXT REGULARLY SCHEDULED MEETING.

FORM 990, PART VI, SECTION B, LINE 12C: ALL CHILDRENS HOSPITAL FOUNDATION, INC HAS AN ANNUAL CONFLICT OF INTEREST DISCLOSURE PROCESS THAT HAS BEEN FORMALLY DOCUMENTED IN POLICY SINCE MAY 2002. THE PROCESS IS FACILITATED BY THE COMPLIANCE OFFICER WITH OVERSIGHT FROM THE ALL CHILDRENS HEALTH SYSTEM (PARENT) BOARD'S COMPLIANCE COMMITTEE.
DISCLOSURES ARE REQUESTED FROM KEY EMPLOYEES, KEY CONTRACTORS, BOARD MEMBERS AND OFFICERS, AND DESIGNATED MEDICAL STAFF. ALL DISCLOSURES ARE REVIEWED BY THE COMPLIANCE OFFICER. SELECTED DISCLOSURES ARE REVIEWED BY THE PRESIDENT/CHIEF EXECUTIVE OFFICER. A FORMAL REPORT IS MADE ANNUALLY TO THE COMPLIANCE COMMITTEE WHERE CONFLICT MANANGEMENT IS ADDRESSED FOR EMPLOYEES, CONTRACTORS, AND PHYSICIANS. BOARD MEMEBER DISCLOSURES ARE REVIEWED BY THE RESPECTIVE BOARD PRESIDENT FOR CONFLICT MANAGEMENT. BOARD MEMBERS ARE REQUIRED TO DECLARE ANY POTENTIAL CONFLICTS PRIOR TO CONDUCTING BUSINESS AT EACH MEETING. IF A CONFLICT IS FOUND TO EXIST BY A BOARD MEMBER, THE BOARD MEMBER IS PROHIBITED FROM VOTING.

FORM 990, PART VI, SECTION B, LINE 15: THE ALL CHILDRENS HEALTH SYSTEM BOARD OF DIRECTORS (THE PARENT) HAS A COMPENSATION COMMITTEE THAT IS RESPONSIBLE FOR THE ANNUAL REVIEW OF EXECUTIVE COMPENSATION. THE COMMITTEE HAS DEVELOPED A FORMAL COMPENSATION AND BENEFIT PHILOSOPHY DOCUMENT WITH THE ASSISTANCE OF A NATIONAL INDEPENDENT CONSULTING FIRM. THE COMMITTEE ENGAGES AN INDEPENDENT CONSULTING FIRM EACH YEAR TO CONDUCT MARKET SURVEYS FOR ALL OF THE MANAGEMENT TEAM MEMBERS. THE COMMITTEE REPORTS ITS FINDINGS

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AND RECOMMENDATIONS TO THE FULL HEALTH SYSTEM BOARD FOR FINAL APPROVAL. THIS PROCESS WAS FOLLOWED FOR THE NINE MONTHS ENDED JUNE 30, 2011.

FORM 990, PART VI, SECTION C, LINE 19: ALL CHILDRENS HOSPITAL FOUNDATION DOES NOT MAKE ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC.

FORM 990, PART VII, COLUMN (A)
ALLOCATION OF BOARD & EMPLOYEE HOURS AMONG SYSTEM MEMBERS
THE OFFICERS LISTED IN PART VII WORK AN AVERAGE OF 50 HOURS PER WEEK FOR THE REPORTING ORGANIZATION AND OTHER RELATED ORGANIZATIONS LISTED IN SCHEDULE R.

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

NET UNREALIZED GAINS ON INVESTMENTS:	2,421,474.
TRANSFER BETWEEN AFFILIATES	305,991.
PURCHASED ACCOUNTING ADJUSTMENT	2,826,104.
TOTAL TO FORM 990, PART XI, LINE 5	5,553,569.

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.

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	(g) No
JOHNS HOPKINS HEALTH SYSTEM CORPORATION - 52-1465301, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	SUPPORTING ORGANIZATION	MARYLAND	501(C)(3)	LINE 11C, III-FI	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
JOHNS HOPKINS HOSPITAL - 52-0591656 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 430 BALTIMORE, MD 21211	HOSPITAL	MARYLAND	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
LUCY WEBB HAYES NATIONAL TRAINING SCHOOL FOR DEACONESSES - 53-0196602, 5255 LOUGHBORO RD NW, WASHINGTON, DC 20016	HOSPITAL	DISTRICT OF COLUMBIA	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
JOHNS HOPKINS COMMUNITY PHYSICIANS, INC - 52-1467441, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	HEALTHCARE SERVICES	MARYLAND	501(C)(3)	LINE 11A, I	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X

Part II Continuation of Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization? Yes	(g) No
JOHNS HOPKINS MEDICAL SERVICES CORPORATION - 52-1232569, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	HEALTHCARE SERVICES	MARYLAND	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
JOHNS HOPKINS BAYVIEW MEDICAL CENTER, INC - 52-1341890, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	HOSPITAL	MARYLAND	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
SUBURBAN HOSPITAL, INC - 52-0610545 8600 OLD GEORGETOWN ROAD BETHESDA, MD 20814	HOSPITAL	MARYLAND	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
HOWARD COUNTY LIQUIDATION CORPORATION - 52-0892284, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	INACTIVE TAX-EXEMPT ORGANIZATION	MARYLAND	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
HOWARD COUNTY GENERAL HOSPITAL, INC - 52-2093120, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	HOSPITAL	MARYLAND	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
POTOMAC HOME SUPPORT, INC - 52-1750383 6001 MONTROSE ROAD NO 1020 ROCKVILLE , MD 20852	HOME HEALTH CARE	MARYLAND	501(C)(3)	LINE 9	N/A		X
SIBLEY SUBURBAN HOME HEALTH AGENCY - 52-1450142, 6001 MONTROSE ROAD NO 307, ROCKVILLE , MD 20852	HOME HEALTH CARE	MARYLAND	501(C)(3)	LINE 9	N/A		X
PEDIATRIC PHYSICIAN SERVICES, INC - 59-3425191, 501 SIXTH AVENUE SOUTH, ST, PETERSBURG , FL 33701	PEDIATRIC MEDICAL SERVICES	FLORIDA	501(C)(3)	LINE 9	ALL CHILDREN'S HEALTH SYSTEM, INC.		X
ALL CHILDREN'S HEALTH SYSTEM, INC. - 59-2481740, 501 SIXTH AVENUE SOUTH, ST, PETERSBURG , FL 33701	MANAGEMENT SERVICES	FLORIDA	501(C)(3)	LINE 11C, III-FI	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
ALL CHILDREN'S HOSPITAL, INC - 59-0683252 501 SIXTH AVENUE SOUTH ST, PETERSBURG , FL 33701	HOSPITAL	FLORIDA	501(C)(3)	LINE 3	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X
ALL CHILDREN'S RESEARCH INSTITUTE, INC - 59-2481742, 501 SIXTH AVENUE SOUTH, ST, PETERSBURG , FL 33701	RESEARCH	FLORIDA	501(C)(3)	LINE 4	ALL CHILDREN'S HEALTH SYSTEM, INC.		X
SURGIKID OF FLORIDA, INC - 59-3441883 501 SIXTH AVENUE SOUTH ST, PETERSBURG , FL 33701	MEDICAL SERVICES	FLORIDA	501(C)(3)	LINE 9	ALL CHILDREN'S HEALTH SYSTEM, INC.		X

Part II Continuation of Identification of Related Tax-Exempt Organizations

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization? Yes	(g) No
KIDS HOME CARE, INC. - 59-3476049 501 SIXTH AVENUE SOUTH ST. PETERSBURG , FL 33701	HOME HEALTH CARE	FLORIDA	501(C)(3)	LINE 9	ALL CHILDREN'S HEALTH SYSTEM, INC.		X
WEST COAST NEONATOLOGY, INC - 59-3398308 501 SIXTH AVENUE SOUTH ST. PETERSBURG , FL 33701	NEONATAL CARE	FLORIDA	501(C)(3)	LINE 9	ALL CHILDREN'S HEALTH SYSTEM, INC.		X
SUBURBAN HOSPITAL HEALTHCARE SYSTEM, INC - 52-2052354, 8600 OLD GEORGETOWN ROAD, BETHESDA, MD 20814	HEALTHCARE SERVICES	MARYLAND	501(C)(3)	LINE 11C, III-FI	JOHNS HOPKINS HEALTH SYSTEM CORPORATION		X

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership
OPHTHALMOLOGY ASSOCIATES, LLC - 52-1890957, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE 4300A, BALTIMORE, MD 21211	OPHTHALMOLOGY SERVICES	MD	N/A	N/A	N/A	N/A	N/A		N/A	N/A		N/A
SUBURBAN WELLNESS CENTER, LLC - 56-2296930, 20500 GOLDENROD LANE, GERMANTOWN , MD 20874	REAL ESTATE	MD	N/A	N/A	N/A	N/A	N/A		N/A	N/A		N/A
GCM SUBURBAN IMAGING, LLC - 52-2326237, 1201 SEVEN LOCKS ROAD, STE 200, ROCKVILLE, MD 20854	OUTPATIENT RADIOLOGY	MD	N/A	N/A	N/A	N/A	N/A		N/A	N/A		N/A
ROCKVILLE IMAGING, LLC - 14-1944128, 1201 SEVEN LOCKS ROAD, STE 200, ROCKVILLE, MD 20854	OUTPATIENT RADIOLOGY	MD	N/A	N/A	N/A	N/A	N/A		N/A	N/A		N/A

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" to 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) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
HCP VENTURE ONE CORPORATION - 52-1558858 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE, 4300A BALTIMORE, MD 21211	MEDICAL SERVICES						
HSI MEDICAL SERVICES CORPORATION - 52-1847705 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE, 4300A BALTIMORE, MD 21211	HEALTHCARE-SLEEP DIAGNOSTICS	MD	N/A	C CORP	N/A	N/A	N/A
HOWARD COUNTY HEALTH SERVICES, INC, - 52-1434783 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE, 4300A BALTIMORE, MD 21211	HEALTHCARE MANAGEMENT	MD	N/A	C CORP	N/A	N/A	N/A
JOHNS HOPKINS MEDICAL MANAGEMENT CORPORATION - 52-1250028, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE, 4300A, BALTIMORE, MD 21211	NURSING SERVICES	MD	N/A	C CORP	N/A	N/A	N/A
JOHNS HOPKINS EMPLOYER HEALTH PROGRAMS INC, - 52-1947678, 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE, 4300A, BALTIMORE, MD 21211	BENEFIT PLANS	MD	N/A	C CORP	N/A	N/A	N/A

Part III Continuation of Identification of Related Organizations Taxable as a Partnership

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership
CHEVY CHASE IMAGING, LLC - 14-1944126, 1201 SEVEN LOCKS ROAD, STE 200, ROCKVILLE, MD 20854	RADIOLOGY SERVICES	MD	N/A	N/A	N/A	N/A	N/A		N/A	N/A		N/A

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
TCAS, INC. - 52-1979344 3910 KESWICK RD, SOUTH BLDG, 4TH FL, STE. 4300A BALTIMORE, MD 21211	NURSING SERVICES	MD	N/A	C CORP	N/A	N/A	N/A
SUBURBAN CONTRACTING CORP, INC. - 52-2188022 8600 OLD GEORGETOWN ROAD BETHESDA, MD 20814	MEDICARE CONTRACTING	MD	N/A	C CORP	N/A	N/A	N/A
SUBURBAN HEALTH ENTERPRISES, INC. - 52-2052352 8600 OLD GEORGETOWN ROAD BETHESDA, MD 20814	MEDICAL OFFICE LEASING AND RELEASING	MD	N/A	C CORP	N/A	N/A	N/A
SUBURBAN SPECIALTY CARE PHYSICIANS, PC - 52-2116011 8600 OLD GEORGETOWN ROAD BETHESDA, MD 20814	MULTI SPECIALTY MEDICAL PRACTICE	MD	N/A	C CORP	N/A	N/A	N/A
ACHPOB, INC. - 59-2427749 501 SIXTH AVENUE SOUTH ST. PETERSBURG, FL 33701	MEDICAL OFFICE BUILDING MGMT	FL	N/A	C CORP	N/A	N/A	N/A

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to 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 of this schedule		Yes	No
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 or (iv) rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to other organization(s)	1b	X	
c Gift, grant, or capital contribution from other organization(s)	1c		X
d Loans or loan guarantees to or for other organization(s)	1d		X
e Loans or loan guarantees by other organization(s)	1e		X
f Sale of assets to other organization(s)	1f		X
g Purchase of assets from other organization(s)	1g		X
h Exchange of assets	1h		X
i Lease of facilities, equipment, or other assets to other organization(s)	1i	X	
j Lease of facilities, equipment, or other assets from other organization(s)	1j	X	
k Performance of services or membership or fundraising solicitations for other organization(s)	1k		X
l Performance of services or membership or fundraising solicitations by other organization(s)	1l		X
m Sharing of facilities, equipment, mailing lists, or other assets	1m		X
n Sharing of paid employees	1n		X
o Reimbursement paid to other organization for expenses	1o		X
p Reimbursement paid by other organization for expenses	1p		X
q Other transfer of cash or property to other organization(s)	1q		X
r Other transfer of cash or property from other organization(s)	1r		X

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

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

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37)

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Are all partners section 501(c)(3) organizations? Yes	(d) No	(e) Share of end-of-year assets	(f) Disproportionate allocations? Yes	(f) No	(g) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(h) General or managing partner? Yes	(h) No

Part VII Supplemental Information

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