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Short Form
Return of Organization Exempt From Income TaxUnder section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds, organizations that operate one or more hospital facilities, and certain controlling organizations as defined in section 512(b)(13) must file Form 990 (see instructions). All other organizations with gross receipts less than \$200,000 and total assets less than \$500,000 at the end of the year may use this form.

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

2011

Open to Public
Inspection

A For the 2011 calendar year, or tax year beginning

Jan. 1

, 2011, and ending

Dec. 31

, 2011

B Check if applicable:

Address change
 Name change
 Initial return
 Terminated
 Amended return
 Application pending

C Name of organization

Kenya Works Inc.

Number and street (or P.O. box, if mail is not delivered to street address)

D Employer identification number

05-0623727

W6657 Fire Lane 6

E Telephone number

920-731-9358

City or town, state or country, and ZIP + 4

F Group Exemption
Number ►

Menasha, WI 54952

G Accounting Method: Cash Accrual Other (specify) ►I Website: ► www.kenyaworks.orgJ Tax-exempt status (check only one) — 501(c)(3) 501(c) () ◀ (insert no.) 4947(a)(1) or 527

K Check ► if the organization is not a section 509(a)(3) supporting organization or a section 527 organization and its gross receipts are normally not more than \$50,000. A Form 990-EZ or Form 990 return is not required though Form 990-N (e-postcard) may be required (see instructions). But if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6c, and 7b, to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, line 25, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ ► \$ 32,394

H Check ► if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (see the instructions for Part I.)

Check if the organization used Schedule O to respond to any question in this Part I.



Revenue	1 Contributions, gifts, grants, and similar amounts received	1 32,394
	2 Program service revenue including government fees and contracts	2
	3 Membership dues and assessments	3
	4 Investment income	4
	5a Gross amount from sale of assets other than inventory	5a
	b Less: cost or other basis and sales expenses	5b
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	
	6 Gaming and fundraising events	5c
	a Gross income from gaming (attach Schedule G if greater than \$15,000)	6a
	b Gross income from fundraising events (not including \$ _____ of contributions from fundraising events reported on line 1) (attach Schedule G if the sum of such gross income and contributions exceeds \$15,000)	6b
Expenses	c Less: direct expenses from gaming and fundraising events	6c
	d Net income or (loss) from gaming and fundraising events (add lines 6a and 6b and subtract line 6c)	6d
	7a Gross sales of inventory, less returns and allowances	7a
	b Less: cost of goods sold	7b
	c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c
	8 Other revenue (describe in Schedule O)	8
	9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6d, 7c, and 8 ►	9 32,394
	10 Grants and similar amounts paid (list in Schedule O)	10 41,227
	11 Benefits paid to or for members	11
	12 Salaries, other compensation, and employee benefits	12
Net Assets	13 Professional fees and other payments to independent contractors	13
	14 Occupancy, rent, utilities, and maintenance	14
	15 Printing, publications, postage, and shipping	15
	16 Other expenses (describe in Schedule O)	16 1077
	17 Total expenses. Add lines 10 through 16 ►	17 42,304
	18 Excess or (deficit) for the year (Subtract line 17 from line 9) <i>RECEIVED AUG 20 2012 IRS OREGON GDEN, UT</i>	18 -9910
	19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19 12,755
	20 Other changes in net assets or fund balances (explain in Schedule O)	20
	21 Net assets or fund balances at end of year. Combine lines 18 through 20 ►	21 2,845

Part II Balance Sheets. (see the instructions for Part II.)

Check if the organization used Schedule O to respond to any question in this Part II .

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments	12,755	22 2,845
23	Land and buildings	0	23 0
24	Other assets (describe in Schedule O)	0	24 0
25	Total assets	12,755	25 2,845
26	Total liabilities (describe in Schedule O)	0	26 0
27	Net assets or fund balances (line 27 of column (B) must agree with line 21)	12,755	27 2,845

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

Check if the organization used Schedule O to respond to any question in this Part III.

What is the organization's primary exempt purpose? To aid Kenyan primary schools & adult education

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

Expenses
Required for section
01(c)(3) and 501(c)(4)
organizations and section
947(a)(1) trusts; optional
for others.)

28	Reichert Community Library in Naro Moru is a free public library with 22,000 books and five computers. It serves 5 primary schools, 3 high schools and about 25,000 people in total.		
	(Grants \$ 24,207) If this amount includes foreign grants, check here . . . ► <input type="checkbox"/>	28a	24,207
29	Chaka Mothers Help Group. We provided two Interlocking brick making machine for the boys to make and sell the bricks. The money they made pays for food, shelter and school fees. Beneficiaries Include 20 street boys who		
	(Grants \$ 5,400) If this amount includes foreign grants, check here . . . ► <input type="checkbox"/>	29a	5,400
30	New Hope Widows Group. We provided sewing machines fabric and a location for sewing and tailoring business. Also built one new home for a widow. Sanitary pads for school girls also provided. Beneficiaries Include 15 widows, their 63 children and 80 school girls.		
	(Grants \$ 5,502) If this amount includes foreign grants, check here . . . ► <input type="checkbox"/>	30a	5,502
31	Other program services (describe in Schedule O)		
	(Grants \$) If this amount includes foreign grants, check here . . . ► <input type="checkbox"/>	31a	6,118
32	Total program service expenses (add lines 28a through 31a) ► 32		41,227

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated. (see the instructions for Part IV.)

Check if the organization used Schedule O to respond to any question in this Part IV

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
Nancy Kleter, N2802 Shady Acre Dr., New London, WI 54961	Chair	0	0	0
Karen Jick, 4225 Prospect Ave., Milwaukee, WI 53211	Vice Chair	0	0	0
Judy Canter, 10 Lawrence Ct., Appleton, WI 54911	Secretary	0	0	0
Robert Freeman, 848 67th St., Darien, IL, 60561	Treasurer	0	0	0
Mary Stusek, W6657 Fire Lane 6, Menasha, WI 54952	Executive Director	0	0	0
Terri Green, W1854 Cty. Rd. J, Kaukauna, WI, 54130	Director	0	0	0

Part V Other Information (Note the Schedule A and personal benefit contract statement requirements in the instructions for Part V.) Check if the organization used Schedule O to respond to any question in this Part V

33 Did the organization engage in any significant activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O

34 Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions)

35a Did the organization have unrelated business gross income of \$1,000 or more during the year from business activities (such as those reported on lines 2, 6a, and 7a, among others)?

b If "Yes," to line 35a, has the organization filed a Form 990-T for the year? If "No," provide an explanation in Schedule O

c Was the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements during the year? If "Yes," complete Schedule C, Part III

36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N

37a Enter amount of political expenditures, direct or indirect, as described in the instructions. ► 37a

b Did the organization file Form 1120-POL for this year?

38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?

b If "Yes," complete Schedule L, Part II and enter the total amount involved 38b

39 Section 501(c)(7) organizations. Enter:

a Initiation fees and capital contributions included on line 9 39a

b Gross receipts, included on line 9, for public use of club facilities 39b

40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under:

section 4911 ► _____ ; section 4912 ► _____ ; section 4955 ► _____

b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year, or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I

c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ► _____

d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ► _____

e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T.

41 List the states with which a copy of this return is filed. ► WI

42a The organization's books are in care of ► Mary C. Stusek Telephone no. ► 920-731-9358
Located at ► W6657 Fire Lane 6, Menasha, WI 54952 ZIP + 4 ►

b 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)?

If "Yes," enter the name of the foreign country: ►

See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.

c At any time during the calendar year, did the organization maintain an office outside the U.S.?

If "Yes," enter the name of the foreign country: ►

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year ► 43

44a Did the organization maintain any donor advised funds during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ

b Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ

c Did the organization receive any payments for indoor tanning services during the year?

d If "Yes" to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O

45a Did the organization have a controlled entity within the meaning of section 512(b)(13)?

45b 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," Form 990 and Schedule R may need to be completed instead of Form 990-EZ (see instructions)

	Yes	No
33	✓	
34	✓	
35a	✓	
35b		
35c		
36	✓	
37a		
37b	✓	
38a	✓	
38b		
39a		
39b		
40a		
40b	✓	
40c		
40d		
40e		✓
42b	✓	
42c		
44a	✓	
44b	✓	
44c	✓	
44d		
45a	✓	
45b		✓

		Yes	No
46	Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	46	✓

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 47-49b and 52, and complete the tables for lines 50 and 51.

Check if the organization used Schedule O to respond to any question in this Part VI

		Yes	No
47	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	47	✓
48	Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	48	✓
49a	Did the organization make any transfers to an exempt non-charitable related organization?	49a	✓
b	If "Yes," was the related organization a section 527 organization?	49b	
50	Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."		

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
NO PAID EMPLOYEES AT ALL				

f	Total number of other employees paid over \$100,000	►	
51	Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."		

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		

d	Total number of other independent contractors each receiving over \$100,000	►	<u>none</u>
52	Did the organization complete Schedule A? Note: All section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A	►	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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	<i>Mary C. Stusek</i>	<i>8-12-12</i>
	Signature of officer	Date
<i>MARY C. STUSEK EXECUTIVE DIRECTOR + Pres.</i>		
Type or print name and title		

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> 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

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.

2011

Open to Public
Inspection

Name of the organization

KENYA WORKS INC

Employer identification number

05-0623727

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

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

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state:
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III-Functionally integrated d Type III-Other
 - e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
 - f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
 - g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
 - (ii) A family member of a person described in (i) above?
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
 - h Provide the following information about the supported organization(s).

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

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . .						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . .						
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . .						
4 Total. Add lines 1 through 3 . . .						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . .						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4 . . .						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . .						
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . .						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . .						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions) . . .					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . .						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) . . .	14	%
15 Public support percentage from 2010 Schedule A, Part II, line 14 . . .	15	%
16a 33 1/3% support test—2011. 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—2010. 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—2011. 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—2010. 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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	34,645	66,083	73,440	31,479	32,394	238,041
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 . . .	34,645	66,083	73,440	31,479	32,394	238,041
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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6	34,645	66,083	73,440	31,479	32,394	238,041
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.)	34,645	66,083	73,440	31,479	32,394	238,041
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 ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	100.00 %
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	100.00 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests—2011. 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 ► <input checked="" type="checkbox"/>		
b 33 1/3% support tests—2010. 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 ► <input type="checkbox"/>		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► <input type="checkbox"/>		

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

Department of the Treasury
Internal Revenue Service

Name of the organization

Kenya Works, Inc.

Employer identification number

05-0623727

990-EZ, Part III, #31 "Other Program Services"

List of Officers and Directors

Unanimous Written Consent Form

Amended and Restated Bylaws

Amended and Restated Articles of Incorporation

KENYA WORKS INC.

05-0623727

FORM 990-EZ

Schedule O CASH GRANTS AND ALLOCATIONS STATEMENT

DONEE'S NAME & ADDRESS	RELATIONSHIP	AMT
PROJECT EXPENSES NURSING SCHOLARSHIP NAIROBI, Kenya Works	NONE	\$920.00
PROJECT EXPENSES MUGATI SCHOOL FEES NAIROBI, KENYA	NONE	1,195 .00
PROJECT EXPENSES HELP SELF HELP CENTRE NARO MORU, KENYA	NONE	600.00
PROJECT EXPENSES TRANSFORM A PERSON AFRICA NAIROBI, KENYA	NONE	2008.00
PROJECT EXPENSES MAASAI JOY CHILDREN'S CENTRE ARUSHA, TANZANIA	NONE	940.00
PROJECT EXPENSES NARO MORU GIRLS SCHOOL NARO MORU, KENYA	NONE	455.00

Attached are the following:

Summary of Significant Changes to Governing Documents

List of Officers and Directors

Unanimous Written Consent Form

Amended and Restated Bylaws

Amended and Restated Articles of Incorporation

WI Registration #11994-800
FEIN 05-0623727

KENYA WORKS, INC.

LIST OF OFFICERS AND DIRECTORS

<u>Name and Address</u>	<u>Director</u>	<u>Director</u>	<u>Term Expires</u>	<u>Officer</u>	<u>Compensation</u>
Nancy Kieffer N2802 Shady Acre Dr New London, WI 54981	Yes		2013	Chair	\$0
Karen Jick 4225 Prospect Ave Milwaukee, WI 53211	Yes		2013	Vice Chair	\$0
Mary Stusek W6657 Fire Lane 6 Menasha, WI 54852	Yes		2013	Executive Director	\$0
Judy Canter 10 Lawrence Court Appleton, WI 54911	Yes		2014	Secretary	\$0
Robert Freeman 848 67 th Street Darien, IL 60561	Yes		2014	Treasurer	\$0
Terri Green W1854 County Rd. J Kaukauna, WI 54130	Yes		2015	No	\$0

KENYA WORKS, INC.

SUMMARY OF SIGNIFICANT CHANGES TO GOVERNING DOCUMENTS

Articles of Incorporation

- Article 7 was revised to update the purpose clause (and old Article 11 was deleted)
- Article 10 identifying the initial directors was deleted

Bylaws

- Article I Section 2 was revised to update the purpose clause
- Article II Section 1 was revised to clarify that the corporation has no members (and old Article III was deleted)
- Article III Sections 2, 3, and 6 were revised to set predetermined dates for board meetings, specifically identify when the election of directors occurs and update the notice provisions
- Article III Sections 10 and 11 were added to address telephonic participation in board meetings and action by unanimous written consent
- Article IV was revised to address the election, resignation, removal and vacancy of officers
- Article V was revised to address the creation of committees by the board
- Article VI was added to address the fiscal year of the corporation and the preparation of financial information

KENYA WORKS, INC.

Unanimous Written Consent of the Board of Directors To Action Taken Without a Meeting

The undersigned, being all the Directors of Kenya Works, Inc., a non-stock corporation organized under the laws of the State of Wisconsin (the "Corporation"), do hereby adopt the following resolutions by unanimous written consent pursuant to Section 181.0821 of the Wisconsin Statutes, with the same force and effect as though such resolutions had been adopted at a duly convened meeting of the Board of Directors of the Corporation held on the date hereof and do hereby waive all notice requirements in connection with said meeting:

AMENDMENT OF THE ARTICLES OF INCORPORATION

RESOLVED, that the Articles of Incorporation of the Corporation be, and the same hereby are, amended and restated in their entirety to read in the form set forth as EXHIBIT A hereto (the "Amended and Restated Articles of Incorporation").

FURTHER RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized and directed for and on behalf of the Corporation to take any and all further action and to execute and deliver any and all other documents for and on behalf of the Corporation as in his or her opinion may be necessary or desirable to carry out the purposes of the foregoing resolution, including without limitation executing and filing the Amended and Restated Articles of Incorporation with the State of Wisconsin with any such immaterial modifications as may be required thereby.

AMENDMENT OF THE BYLAWS

RESOLVED, that the Bylaws of the Corporation be, and the same hereby are, amended and restated in their entirety to read in the form set forth as EXHIBIT B hereto.

FURTHER RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized and directed for and on behalf of the Corporation to take any and all further action and to execute and deliver any and all other documents for and on behalf of the Corporation as in his or her opinion may be necessary or desirable to carry out the purposes of the foregoing resolution.

**EFFECTIVE AS OF
MAY 16, 2011**

KENYA WORKS, INC.

AMENDED AND RESTATED BYLAWS

ARTICLE I – NAME, PURPOSE

Section 1: Name. The name of the Corporation shall be “Kenya Works, Inc.”.

Section 2: Purpose. The Corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions pursuant to Section 181.1302(3) of the Wisconsin Statutes to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Specifically, the Corporation shall provide educational and vocational infrastructure, materials, training and financial support to residents of Kenya and northern Tanzania.

ARTICLE II – MEMBERSHIP

Section 1: No Members. The Corporation shall not have members.

ARTICLE III –BOARD OF DIRECTORS

Section 1: Board Role, Size and Compensation. The Board is responsible for overall policy and direction of the Corporation, and delegates responsibility for day-to-day operations to the Corporation’s officers and committees. The Board shall have up to eleven and not fewer than five directors. The Board receives no compensation for its services.

Section 2: Meetings. The Board shall meet at least four times a year at an agreed upon time and place, such meetings to be held on the third Monday of January, April, July and October of each year or on such other dates as may be determined.

Section 3: Board Elections. Election of new directors or re-election of current directors whose terms are expiring will occur as the first item of business at the first regular meeting of the Board held in each calendar year. Directors will be elected by a majority vote of the directors whose terms are not then expiring.

Section 4: Terms. All directors shall serve three year terms but are eligible for re-election.

Section 5: Quorum. A quorum must be attended by at least 66 percent of the Board before business can be transacted or motions made or passed.

Section 6: Notice. An official Board meeting requires that each director have written notice at least seven days in advance of the meeting unless (a) the meeting is on a date set forth for a regular meeting in Section 2 of this Article III and does not include an action to remove a director or to approve a matter that would require approval by the members if the Corporation had members or (b) notice of such meeting is waived in accordance with Section 181.0823 of the Wisconsin Statutes.

Section 7: Vacancies. When a vacancy on the Board exists, the Secretary may receive nominations for new directors from present directors two weeks in advance of a Board meeting. These nominations shall be sent out to directors with the regular Board meeting announcements to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the former director's term.

Section 8: Resignation, Removal and Absences. Resignation from the Board must be in writing and received by the Secretary. A director shall be removed for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A director may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 9: Special Meetings. Special meetings of the Board shall be called upon the request of the Chair or one-third of the Board. The Secretary shall send out notices of special meetings to each director seven days in advance of such meeting unless notice of such meeting is waived in accordance with Section 181.0823 of the Wisconsin Statutes.

Section 10: Telephonic Meetings. Directors, or any committee of directors designated by the Board, may participate in a meeting of the Board or such committee, as applicable, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting pursuant to this Section 10 shall constitute presence in person at such meeting.

Section 11: Informal Action by Directors. Any action required or permitted to be taken at any meeting of the Board of Directors, or any committee thereof, may be taken without a meeting if all members of the Board or such committee, as applicable, consent thereto in writing (which may be in counterparts), and the written consent or consents are filed with the minutes of proceedings of the Board or such committee.

ARTICLE IV -- OFFICERS

Section 1: Officers and Duties. There shall be five officers consisting of a Chair, Vice Chair, Executive Director, Secretary and Treasurer. Their duties are as follows:

- The Chair shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice Chair, Executive Director, Secretary and Treasurer.
- The Vice Chair will chair committees on special subjects as designated by the board.
- The Executive Director shall be the chief operating officer of the Corporation and shall in general supervise and control all of the business affairs of the Corporation, subject to the direction of the Board. The Executive Director may execute, in the name and on behalf of the Corporation, any contracts or other instruments which the Board or a committee thereof has authorized to be executed, except where the execution thereof shall have been expressly delegated by the Board or a committee thereof to some other officer or agent of the Corporation.
- The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained.
- The Treasurer shall make a report at each Board meeting. The Treasurer shall chair the finance committee to the extent such a committee is created by the Board, assist in the preparation of any budgets, help develop fundraising plans, and make financial information available to the directors and the public.

Section 2: Appointment. The officers shall be appointed or reappointed, as applicable, by the Board immediately after the election of directors at the first regular meeting of the Board held in each calendar year and shall serve at the pleasure of the Board until such officer resigns or the Board removes such officer. The Board may appoint such other officers with such duties as it may deem appropriate from time to time. Officers will be appointed, and any new officer positions will be created, by a majority vote of the directors.

Section 3: Resignation, Removal and Vacancy. Resignation of an officer must be in writing and received by the Secretary. The Board may remove any officer by a three-fourths vote of the directors. A vacancy in any officer position shall be filled by appointment by the Board at such time as the Board deems appropriate.

ARTICLE V – COMMITTEES

Section 1: Creation and Appointment. The Board may create such committees as it shall deem appropriate from time to time. The Board Chair appoints all committee chairs.

Section 2: Executive Committee. The five officers set forth in Section 1 of Article IV shall serve as members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, elect and remove directors and appoint and remove officers, the Executive Committee shall have all of the powers and authority of the Board of Directors, subject to the direction and control of the Board of Directors.

ARTICLE VI – FISCAL MATTERS

Section 1: Fiscal Year. The fiscal year of the Corporation shall be the calendar year.

Section 2: Financial Information. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the Corporation are public information and shall be made available to the directors, officers and the public.

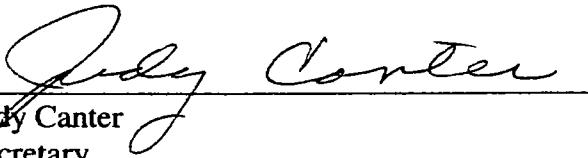
ARTICLE VII – AMENDMENTS

Section 1: Amendments. These Bylaws may be amended by a two-thirds vote of the directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements, unless notice of such proposed amendments is waived in accordance with Section 181.0823 of the Wisconsin Statutes.

* * * * *

These Amended and Restated Bylaws were approved by the unanimous written consent of the directors as of May 16, 2011.

Attest:



Judy Canter
Secretary

2012

KENYA WORKS, INC.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

The Articles of Incorporation of Kenya Works, Inc., a non-stock corporation organized under Chapter 181 of the Wisconsin Statutes (the “**Corporation**”), are hereby amended and restated as follows:

Article 1. The name of the Corporation is Kenya Works, Inc.

Article 2. The Corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. The name of the registered agent is Mary C. Stusek.

Article 4. The street address of the registered office is W6657 Fire Lane 6, Menasha, WI 54952.

Article 5. The mailing address of the principal office is W6657 Fire Lane 6, Menasha, WI 54952.

Article 6. The Corporation will not have members.

Article 7. The Corporation is organized exclusively for charitable purposes as further set forth in the Corporation’s Bylaws, including, for such purposes, the making of distributions pursuant to Section 181.1302(3) of the Wisconsin Statutes to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 8. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Bylaws of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 9. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 10. The name and complete address of each incorporator:

Mary C. Stusek, W6657 Fire Lane 6, Menasha, WI 54952

CERTIFICATE: This is to certify that the foregoing Amended and Restated Articles of Incorporation do not require approval by any persons other than the Board of Directors and that the Board of Directors adopted the foregoing Amended and Restated Articles of Incorporation as of May 16, 2011 in accordance with Section 181.1002 of the Wisconsin Statutes.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Amended and Restated Articles of Incorporation as of the 16th day of May 2011.



Judy Canter
Secretary

This document was drafted by Robert P. Freeman.

Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. KENYA WORKS INC	Employer identification number (EIN) or <input checked="" type="checkbox"/> 05-0623727
File by the due date for filing your return. See Instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. W6657 FIRE LANE 6	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MENASHA, WI 54952	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 3

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **MARY STUSEK, W6657 FIRE LANE 6, MENASHA, WI 54952**

Telephone No. ► **920-731-9358**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ► . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15**, 20 **12**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 - calendar year 20 **11** or
 - tax year beginning **20**, and ending **20**.
- 2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
- 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. **3a \$**
- b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. **3b \$**
- c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. **3c \$ 0.00**

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.