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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

2011

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning**and ending****B Check if applicable**

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization

Support Our Troops, Inc.

Doing Business As

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

P.O. Box 70

Room/suite

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

Daytona Beach, FL 32115-0070

F Name and address of principal officer: Martin C. Boire
same as C above**D Employer identification number**

33-1112829

E Telephone number

(386) 767-8882

G Gross receipts \$

20,666,214.

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.SupportOurTroops.org**K Form of organization** ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L Year of formation** 2005**M State of legal domicile** FL**Part I Summary**

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: <u>Promoting support for and providing assistance to active duty troops and their families.</u>		
	2 Check this box <input type="checkbox"/> 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	3
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	0
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	1
	6 Total number of volunteers (estimate if necessary)	6	2475
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 13,304,402.	Current Year 20,425,341.
	9 Program service revenue (Part VIII, line 2g)	215,157.	220,760.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 5)	7.	82.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9b, 10a, and 11e)	137.	19,204.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	13,519,703.	20,665,387.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
Expenses	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	212,202.	249,979.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 5,877.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	12,703,270.	23,816,697.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	12,915,472.	24,066,676.
	19 Revenue less expenses. Subtract line 18 from line 12	604,231.	<3,401,289.>
	Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 9,697,542.
21 Total liabilities (Part X, line 26)		1,282,480.	1,388,019.
22 Net assets or fund balances. Subtract line 21 from line 20		8,415,062.	5,013,773.

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 Martin C. Boire, President		Date 1-16-2012		
	Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name Anne-Marie Barrett, CPA	Preparer's signature Anne-Marie Barrett, CPA	Date 1-16-12	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name CROSS, FERNANDEZ & RILEY, LLP	Firm's EIN			
	Firm's address 201 S. ORANGE AVE., SUITE 800 ORLANDO, FL 32801-3421	Phone no (407) 841-6930			

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

☒ Yes ☐ No

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:

Promoting support for and providing assistance to active duty troops and their families.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured 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 \$ 15500446. including grants of \$) (Revenue \$)
 Our Operation Popcorn continues to be a major hit with the troops and their families. "Thank you so much for thinking of us who we think people have forgotten about us. We really appreciate all of the support. All the way" -- HQ's Platoon. This program ships millions of dollars of free popcorn and snack treats to the troops and their families worldwide. This program operates with our Patriotic Partners the Boy Scouts of America and Trail's End Popcorn "Thank you for the popcorn. It was good." -- John.

See Continuation Sheet

- 4b** (Code:) (Expenses \$ 1,242,885. including grants of \$) (Revenue \$)
 Our Care Goods Program ships, and assists others in shipping, morale and welfare items to troops stationed worldwide. "Thank you for your support of Task Force Gambler and the soldiers here in Afghanistan. Your efforts on behalf of our unit have been truly amazing and greatly appreciated!" -- Jim

Our Care Share Sub-Program distributes stock goods via other troop support groups needing items to include in care packages they are sending the troops. Why? Because we can do best by the troops by assisting everyone who is doing anything to bolster them. "Thank you for your efforts at SOT and for assisting with our [troop-group's]"
 See Continuation Sheet

- 4c** (Code:) (Expenses \$ 7,052,736. including grants of \$) (Revenue \$)
 Our Troopons Program is a highly innovative program that enhances the well-being of overseas military families by sending them food and non-food manufacturer coupons clipped from magazines and newspapers to make their hard-earned pay go further on and off base, and freeing up some of their hard-earned pay for other necessities or niceties. "When we receive coupons, our staff separates them into over a dozen stand-alone baskets to hold bags of coupons and strategically placed them around our installation. The popularity of this program has grown to where we restock most baskets weekly and have received numerous comments from individuals on how much these coupons have saved them (up to 70% in some instances)." -- Col Frank —, Alconbury AFB, England.
 See Continuation Sheet

4d Other program services (Describe in Schedule O.)

(Expenses \$ 95,020. including grants of \$) (Revenue \$ 220,760.)

4e Total program service expenses 23,891,087.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		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? <i>If "Yes," complete Schedule C, Part II</i>		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? <i>If "Yes," complete Schedule C, Part III</i>	N/A	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		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? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		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? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		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? <i>If "Yes," complete Schedule D, Part VI</i>	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? <i>If "Yes," complete Schedule D, Part VII</i>		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? <i>If "Yes," complete Schedule D, Part VIII</i>		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? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	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)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Parts I and IV</i>	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? <i>If "Yes," complete Schedule F, Parts II and IV</i>		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? <i>If "Yes," complete Schedule F, Parts III and IV</i>		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? <i>If "Yes," complete Schedule G, Part I</i>		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? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach its audited financial statements to this return?		

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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? <i>If "Yes," complete Schedule I, Parts I and II</i>		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? <i>If "Yes," complete Schedule I, Parts I and III</i>		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? <i>If "Yes," complete Schedule J</i>	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? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
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? <i>If "Yes," complete Schedule L, Part I</i>		X
25b 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? <i>If "Yes," complete Schedule L, Part I</i>		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? <i>If "Yes," complete Schedule L, Part II</i>	X	
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		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):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	X	
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c 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? <i>If "Yes," complete Schedule L, Part IV</i>	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		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? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		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? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

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Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	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		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: <u>See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</u>		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
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?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
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?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	N/A	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	N/A	
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?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?	N/A	
b	Did the organization make a distribution to a donor, donor advisor, or related person?	N/A	
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	N/A	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	N/A	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	N/A	
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? Note. See the instructions for additional information the organization must report on Schedule O.	N/A	
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		
c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

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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

☒**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 If the governing body delegated broad authority to an executive committee or similar committee, explain in Sch C	3	
1b Enter the number of voting members included in line 1a, above, who are independent	0	
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?	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?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders?		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	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		X

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

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	X	
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	X	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done		X
13 Did the organization have a written whistleblower policy?	X	
14 Did the organization have a written document retention and destruction policy?	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	X	
b Other officers or key employees of the organization		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?		X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed: **AL, AK, AS, AZ, AR, CA, CO, CT, DE, DC, FL, GA**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made 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 made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **Martin C. Boire - 386-767-8882**
595 West Granada Blvd., Suite J, Ormond Beach, FL 32174

5

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 (do not check more than one box, unless person is both an officer and a director/trustee)						(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			
1b Sub-total								128,678.	0.	121,300.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								128,678.	0.	121,300.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **1**

- 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
- 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
- 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

	Yes	No
3		X
4	X	
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. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

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

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a 170,272.				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f 20,255,069.				
	g	Noncash contributions included in lines 1a-1f \$	20,255,069.				
	h	Total. Add lines 1a-1f		20,425,341.			
Program Service Revenue	2 a	License Plate Income	Business Code 900099	220,760.	220,760.		
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		220,760.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		82.			82.
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties		20,000.			20,000.
	6 a	Gross rents	(i) Real (ii) Personal				
	b	Less: rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss)					
	7 a	Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
	b	Less: cost or other basis and sales expenses					
	c	Gain or (loss)					
	d	Net gain or (loss)					
	8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18					
	b	Less: direct expenses					
	c	Net income or (loss) from fundraising events					
	9 a	Gross income from gaming activities. See Part IV, line 19					
	b	Less: direct expenses					
	c	Net income or (loss) from gaming activities					
	10 a	Gross sales of inventory, less returns and allowances					
	b	Less: cost of goods sold					
	c	Net income or (loss) from sales of inventory		<796.>			<796.>
Miscellaneous Revenue			Business Code				
11 a							
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d						
12	Total revenue. See instructions		20,665,387.	220,760.	0.	19,286.	

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).

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

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 United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	249,979.	232,480.	12,499.	5,000.
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				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion	10,260.	10,260.		
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	37,488.	12,103.	24,541.	844.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	33,383.		33,383.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	588.		588.	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>Material Assistance</u>	23,567,486.	23,567,232.	221.	33.
b <u>Administrative and Legal</u>	88,459.	41,943.	46,516.	
c <u>Fees and Licenses</u>	62,026.	15,979.	46,047.	
d <u>Postage and Shipping</u>	17,007.	11,090.	5,917.	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	24,066,676.	23,891,087.	169,712.	5,877.
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	11,306.	1	12,489.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), 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	9,113,400.	8	5,808,031.
	9 Prepaid expenses and deferred charges	72,207.	9	49,739.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 2,872.		
	b Less: accumulated depreciation	10b 2,284.	10c	588.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	499,453.	15	530,945.
16 Total assets. Add lines 1 through 15 (must equal line 34)	9,697,542.	16	6,401,792.	
Liabilities	17 Accounts payable and accrued expenses	19,446.	17	11,598.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	199,133.	22	199,133.
	23 Secured mortgages and notes payable to unrelated third parties	200,000.	23	200,000.
	24 Unsecured notes and loans payable to unrelated third parties	321,970.	24	314,057.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	541,931.	25	663,231.
	26 Total liabilities. Add lines 17 through 25	1,282,480.	26	1,388,019.
	Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
27 Unrestricted net assets		<823,735.>	27	<789,781.>
28 Temporarily restricted net assets		9,238,797.	28	5,803,554.
29 Permanently restricted net assets			29	
Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
30 Capital stock or trust principal, or current funds			30	
31 Paid-in or capital surplus, or land, building, or equipment fund			31	
32 Retained earnings, endowment, accumulated income, or other funds			32	
33 Total net assets or fund balances		8,415,062.	33	5,013,773.
34 Total liabilities and net assets/fund balances		9,697,542.	34	6,401,792.

Form 990 (2011)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	20,665,387.
2	Total expenses (must equal Part IX, column (A), line 25)	2	24,066,676.
3	Revenue less expenses. Subtract line 2 from line 1	3	<3,401,289.>
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	8,415,062.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	0.
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	5,013,773.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

- 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?
- b Were the organization's financial statements audited by an independent accountant?
- 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.
- 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?
- 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

	Yes	No
2a		X
2b	X	
2c		X
3a		X
3b		

Form 990 (2011)

Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047

2011

Open to Public Inspection

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Part 1	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)		

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

[illegible]

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

Schedule A (Form 990 or 990-EZ) 2011

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.")	5,093,681.	6,972,919.	10,781,444.	13,304,402.	13,372,605.	49,525,051.
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	5,093,681.	6,972,919.	10,781,444.	13,304,402.	13,372,605.	49,525,051.
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						49,525,051.

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	5,093,681.	6,972,919.	10,781,444.	13,304,402.	13,372,605.	49,525,051.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	958.	312.	23.	7.	20,082.	21,382.
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.)			397.			397.
11 Total support. Add lines 7 through 10						49,546,830.
12 Gross receipts from related activities, etc. (see instructions)					12	605,930.

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	99.96	%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	99.99	%
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			► <input checked="" type="checkbox"/>
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			► <input type="checkbox"/>
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			► <input type="checkbox"/>
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			► <input type="checkbox"/>
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			► <input type="checkbox"/>

Schedule A (Form 990 or 990-EZ) 2011

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.")						
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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(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 2011 (line 8, column (f) divided by line 13, column (f))	15		%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16		%

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 ► ☐

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 ► ☐

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, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No. 1545-0047

2011**Open to Public
Inspection****Name of the organization**

Support Our Troops, Inc.

Employer identification number

33-1112829

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?		<input type="checkbox"/> Yes <input type="checkbox"/> 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?		<input type="checkbox"/> Yes <input type="checkbox"/> 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).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

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:

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

	Amount
1c	
1d	
1e	
1f	

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the year end balance (line 1g) held as

- a Board designated or quasi-endowment ► _____ %
 b Permanent endowment ► _____ %
 c Temporarily restricted endowment ► _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

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

- (i) unrelated organizations
 (ii) related organizations

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

	Yes	No
3a(i)		
3a(ii)		
3b		

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other		2,872.	2,284.	588.

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 588.

Schedule D (Form 990) 2011

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) Organizational Costs	267,275.
(2) Trademark Licences	143,316.
(3) Website	120,354.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ►	530,945.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Deferred Compensation	663,231.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ►	663,231.

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)

132053
05-24-11

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	20,665,387.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	24,066,676.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	<3,401,289.>
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	<3,401,289.>

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	20,672,239.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	6,025.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	6,025.
3	Subtract line 2e from line 1	3	20,666,214.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	<827.>
c	Add lines 4a and 4b	4c	<827.>
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	20,665,387.

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

1	Total expenses and losses per audited financial statements	1	24,073,528.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	6,025.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	827.
e	Add lines 2a through 2d	2e	6,852.
3	Subtract line 2e from line 1	3	24,066,676.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	24,066,676.

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 XII, Line 4b - Other Adjustments:

Cost of goods reported in revenue section of 990 -827.

Part XIII, Line 2d - Other Adjustments:

Cost of goods reported in revenue section of 990 827.

**SCHEDULE F
(Form 990)**Department of the Treasury
Internal Revenue Service**Statement of Activities Outside the United States**▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011Open to Public
Inspection

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☐ No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
Iraq			Program Service	Care packages sent to U.S. troops	6,200.
Afghanistan			Program Service	Medicine, vitamins, popcorn, pretzels, clothing, UV protection & care goods sent to	964,039.
SW Asia			Program Service	Popcorn sent to U.S. troops	54,600.
Kuwait			Program Service	Popcorn sent to U.S. troops	21,000.
Japan			Program Service	Popcorn & troopons sent to U.S. troops	2,278,496.
Korea			Program Service	Popcorn sent to U.S. troops	101,265.
Okinawa			Program Service	Troopons sent to U.S. military families	109,300.
England			Program Service	Troopons sent to U.S. military families	255,017.
3 a Sub-total	0	0			3,789,917.
b Total from continuation sheets to Part I	0	0			4,141,557.
c Totals (add lines 3a and 3b)	0	0			7,931,474.

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

Schedule F (Form 990) 2011

See Part V for Column (e) descriptions

Part I Continuation of Activities per Region. (Schedule F (Form 990), Part I, line 3)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for region
Italy			Program Service	Troopons sent to U.S. military families	1,313,732.
Germany			Program Service	Troopons sent to U.S. military families	2,266,748.
Portugal			Program Service	Troopons sent to U.S. military families	300,554.
Turkey			Program Service	Troopons sent to U.S. military families	260,523.
Totals ►					4,141,557.

Part IV Foreign Forms

- 1** Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* ☐ Yes ☒ No
- 2** Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* ☐ Yes ☒ No
- 3** Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* ☐ Yes ☒ No
- 4** Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* ☐ Yes ☒ No
- 5** Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships (see Instructions for Form 8865)* ☐ Yes ☒ No
- 6** Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713)* ☐ Yes ☒ No

Schedule F (Form 990) 2011

Part V **Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

Part I, line 3, Column (e):

Region: Afghanistan

(e) Specific Types of Services in Region: Medicine, vitamins, popcorn,
pretzels, clothing, UV protection & care goods sent to U.S. troops

**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

2011

**Open to Public
Inspection**

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input checked="" type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> 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

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.

- | | |
|--|---|
| <input type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

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?
- b** Any related organization?

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?
- b** Any related organization?

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

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

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b

X

2

X

4a

X

4b

X

4c

X

5a

X

5b

X

6a

X

6b

X

7

X

8

X

9

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

Schedule J (Form 990) 2011

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) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, columns (D) and (E) for that individual.

(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 as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 Martin C. Boire	(i) 110,000.	0.	18,678.	121,300.	0.	249,978.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
2	(i)						
	(ii)						
3	(i)						
	(ii)						
4	(i)						
	(ii)						
5	(i)						
	(ii)						
6	(i)						
	(ii)						
7	(i)						
	(ii)						
8	(i)						
	(ii)						
9	(i)						
	(ii)						
10	(i)						
	(ii)						
11	(i)						
	(ii)						
12	(i)						
	(ii)						
13	(i)						
	(ii)						
14	(i)						
	(ii)						
15	(i)						
	(ii)						
16	(i)						
	(ii)						

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

▶ **Complete if the organization answered**
"Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V, line 38a or 40b.
▶ **Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.**

OMB No 1545-0047

2011

**Open To Public
Inspection**

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

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

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

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

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

▶ \$

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

▶ \$

Part II Loans to and/or From Interested Persons.

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

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
See Schedule O -	X		100,000.	100,000.		X	X		X	
See Schedule O -	X		130,889.	75,899.		X	X		X	
See Schedule O -	X		34,900.	14,133.		X	X		X	
See Schedule O -	X		10,000.	9,101.		X	X		X	

Total ▶ \$ **199,133.**

Part III Grants or Assistance Benefiting Interested Persons.

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

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

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

Schedule L (Form 990 or 990-EZ) 2011

See Part V for Continuations

Part IV Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
See explanation below		0.	As reviewed		X
See explanation below		0.	All of thes		X

Part V Supplemental Information

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

Schedule L, Part II, Loans To and From Interested Persons:

(a) Name of Person: See Schedule O - Joseph & Mary Anania

(a) Purpose of Loan: Operational/startup expenses

(b) Loan to or from organization? = To

(c) Original Principal Amount \$ 100,000. (d) Balance Due \$ 100,000.

(e) Loan in Default? = No

(f) Approved by Board or Committee? = Yes

(g) Written Agreement? = Yes

(a) Name of Person: See Schedule O - B Jonas-Trustee Boire Educ Trust

(a) Purpose of Loan: Procure issuance of license plate

(b) Loan to or from organization? = To

(c) Original Principal Amount \$ 130,889. (d) Balance Due \$ 75,899.

(e) Loan in Default? = No

(f) Approved by Board or Committee? = Yes

(g) Written Agreement? = Yes

(a) Name of Person: See Schedule O - Bruce & Cathy Jonas

(a) Purpose of Loan: Operational Expenses

(b) Loan to or from organization? = To

Part V Supplemental Information

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

(c) Original Principal Amount \$ 34,900. (d) Balance Due \$ 14,133.

(e) Loan in Default? = No

(f) Approved by Board or Committee? = Yes

(g) Written Agreement? = Yes

(a) Name of Person: See Schedule O - B Jonas-Trustee Boire Educ Trust

(a) Purpose of Loan: Procure issuance of license plate

(b) Loan to or from organization? = To

(c) Original Principal Amount \$ 10,000. (d) Balance Due \$ 9,101.

(e) Loan in Default? = No

(f) Approved by Board or Committee? = Yes

(g) Written Agreement? = Yes

Sch L, Part IV, Business Transactions Involving Interested Persons:

(a) Name of Person: See explanation below

(d) Description of Transaction: As reviewed and approved by the IRS in Form 1023 and the IRS 501(c)(3) Determination Letter, and upon approval of the Board of Directors, the Support Our Troops Foundation Inc., D-Generation, Inc. and Generation Digital, Inc., have arrangements at terms equal to or below fair market value with Support Our Troops, Inc. regarding trademarks and the handling of preliminary negotiations of various intellectual property matters for Support Our Troops, Inc. when it does not desire to disclose its identity until privacy, non-circumvention, and other such agreements have been reached for the protection of Support Our Troops, Inc. Martin C. Boire is an owner or officer of the aforesaid entities, which are located at 595-J West Granada Blvd, Ormond Beach, FL 32174. The Organization has a Board of Directors approved lease agreement with Martin C. Boire, for rental

Part V Supplemental Information

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

space and use of equipment at lease terms equal to or below fair market value.

(a) Name of Person: See explanation below

(d) Description of Transaction: All of these instruments were examined and approved by the IRS during the comprehensive onsite May 2010 IRS audit of tax years 2006-2009.

**SCHEDULE M
(Form 990)**

Department of the Treasury
Internal Revenue Service

Noncash Contributions

► **Complete if the organizations answered "Yes" on Form
990, Part IV, lines 29 or 30.
► Attach to Form 990.**

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory	X		12,230,648.	Retail value
20 Drugs and medical supplies	X		650,066.	Retail Value
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (See Part II)	X	700	7,052,735.	Face value
26 Other ► (Clothing)	X	1	287,856.	Retail value
27 Other ► (Care Goods)	X	0	33,764.	Retail value
28 Other ► ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions
for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29

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

b If "Yes," describe the arrangement in Part II

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

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash
contributions?

b If "Yes," describe in Part II.

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

Yes No

30a		X
31		X
32a		X

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

Schedule M (Form 990) (2011)

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Schedule M, Part I, Column (b): The majority of the Food inventory represents food items and treats. Boy Scouts and Cub Scouts from most every state in America go door to door and ask people to donate \$25 to \$40 worth of free popcorn to show their support for the deployed military troops.

Troopons Program, number of contributions is 700+. The number of contributions reflects the number of contributors. The Troopons Program provides overseas servicemen and their families free food, baby items, and household goods coupons, using coupons which are clipped and donated to the Organization. During 2011, the Organization provided approximately \$7,052,735.85 worth of such coupons, which are valued at face value at the point of transaction and included in Donated Goods and charged to Program Services.

Care goods are received from many donors from across the United States of America.

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

2011

Open to Public
Inspection

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Form 990, Part III, Line 4a, Program Service Accomplishments:

"Hi, I am a Soldier. . . We Love Your Popcorn!!!! We Need Your
Popcorn!!!! . . We love the Sweet taste of the Kettle Popcorn. . Now
we are all craving it. Can you help us out?" --SFC Benjamin—.

"Thank you! This morning someone brought me a tin of Trail's End
Caramel Corn and told me it was a gift from you for my service to our
country. Tears came to my eyes! Your gift of recognition was so nice.
Thank you!" -- SMSgt Paula —. "On behalf of the Marines and sailors,
we sincerely appreciate your donation of trail mix and popcorn as a
contribution to the morale and quality of life of our servicemembers.
Your devotion to our men and women is a wonderful reminder to them of
the great Americans for whom they are fighting." -- N, Commanding
Officer.

Form 990, Part III, Line 4b, Program Service Accomplishments:

mission ... the troops deserve all of us to work together to meet their
needs." -- Garren.

"Support Our Troops, On behalf of the over 300 Soldiers assigned to
HHC, 77th Sustainment Brigade thank you for your support and caring
hearts for the Soldiers. The care packages and letters that you sent
to us made our time in Iraq a little more pleasant! I wish you could
see the Soldiers' eyes light up each time they received a package!
Your organization and each volunteer in your organization are truly
appreciated. Thank you for your efforts in the states working to

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

Schedule O (Form 990 or 990-EZ) (2011)

132211
07-08-11

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

assist each Service Member around the globe." -- Wesley —, Captain, U.S. Army, Commanding. "Dear Support Our Troops, We want to start off by saying how much we appreciate the box of goodies you sent as well as the special card. Every day we are amazed at the generosity and support of the American people. It is special people and groups like Support Our Troops that keep Soldiers motivated to continue the fight throughout the world. Thank you so much for the kind words in your card. It is amazing how the smallest things will bring a smile to a Soldier. We are honored to be considered part of your extended family. With many thanks." -- CPT Cathy —

Form 990, Part III, Line 4c, Program Service Accomplishments:

"I would like to thank you for your continued support. The coupons continue to provide financial relief to sailors and their families who are stationed at Yokosuka Naval Base. The importance of the coupons for sailors program can't be minimized in this time of economic downturn. Families here are definitely feeling the impact, and are able to increase their buying power through the use of vendor coupons. Currently, we are distributing over 1000 quart-sized bags of coupons every week!" -- Sam — Director Fleet Support, Yokosuka, Japan.

Form 990, Part III, Line 4d, Other Program Services:

Communication Support & Public Display Programs - include the License Plate Program which shows support across the United States of America. Expenses \$ 95,020.. including grants of \$ 0. Revenue \$ 220,760.

Form 990, Part VI, Section A, line 2: Related party information among

Officers

132212
07-08-11

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Martin C. Boire, Director, is the Son-in-Law of Joseph V. Anania, Director. However, no business relationship exists between them.

Form 990, Part VI, Section B, line 11: A draft copy of the return is provided to all of the governing body for review before the return is filed.

Form 990, Part VI, Section B, Line 15a: The organization collects comparable data from similarly sized organizations. The board then meets without the President to determine his compensation.

Form 990, Part VI, Line 17, List of States receiving copy of Form 990:

AL, AK, AS, AZ, AR, CA, CO, CT, DE, DC, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN
MS, MO, MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, SD, TN, TX, VT, VA, WA, WV, WI,
WY

Form 990, Part VI, Section C, Line 19: Some documents are posted online. Others have summaries of their numbers posted online and are transmitted in full paper form upon proper request to the organization.

SCHEDULE L

As reviewed and approved by the IRS and Form 1023 and the IRS 501(c)(3) Determination Letter, and upon approval of the Board of Directors, the Organization entered into private debt instruments during its initial growth phase, primarily from Directors, Trusts, and individuals with close ties to the organization. This was necessary because institutions rarely lend to new Organizations, yet Organizations cannot come into existence without the start up capital necessary to implement

Name of the organization

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Employer identification number

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their business model. This is particularly the case when the national economy has imploded and institutions are making almost no loans to anyone established or otherwise. These private debt instruments have been reduced to \$646,633 of the Notes Payable balance. Being from a group of committed individuals sympathetic to the purposes of the Organization, there is little threat of the Notes becoming due prematurely nor threat of other adverse creditor activity. These instruments were revisited, examined and approved by the IRS during the comprehensive onsite May 2010 IRS audit of tax years 2006-2009. The organization is now in the process of reducing towards elimination the remainder of its startup debt.

FORM 990, HEADING H

GROUP RETURN

As of this Return, a group exemption application remains pending with the IRS. Pending since 2006, the IRS repeatedly informs Support Our Troops that it is "working on" the application. The application includes the organizations on the attached listing. Support Our Troops completed this 2011 Form 990 according to the instructions to the Form 990. Although Support Our Troop's application for group exemption was pending in 2011, the instructions to Line H of the Form 990 do not permit an organization to indicate that it is filing a group return unless organization's group exemption application is approved. Thus, to comply with the Form 990 reporting requirements, Support Our Troops does not indicate in this Form 990 that it is a group return. However, Support Our Troops discloses on this Schedule O that its group exemption application remains pending. In addition, in response to

132212
07-08-11

Schedule O (Form 990 or 990-EZ) (2011)

41

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2011.02000 Support Our Troops, Inc.

744000_1

Name of the organization

Support Our Troops, Inc.

Employer identification number

33-1112829

Question 10a, Part VI of this Form 990, Support Our Troops discloses that it has affiliates. Finally, for purposes of its audited financial statements, under the applicable accounting rules, Support Our Troops is permitted to obtain consolidated financial statements with its affiliates. This procedure was examined and approved by the IRS during the comprehensive on-site May 2010 IRS audit of tax years 2006-2009.

FORM 990, PART VI, LINE 10B

In 2011, policies and Procedures governing chapters and affiliates are governed by numerous rules, policies and procedures designed to assure that their operations and activities are consistent with those of this Organization, including without limitation membership, governing conduct and events, disbursements, banking, charitable revenue, and all other matters arising out of or affecting the approved activities of this Organization, thereby enabling continuous, smooth and routine interaction safety and unity of purpose and direction.

As of the date of filing of this Return the Service does not have its tax forms completed, and therefore several of the pages herein from the IRS bear the notation "preliminary form do not file." Nonetheless business must move forward and therefore this return is filed using the IRS forms in their form available from the IRS at the time of filing.

Support Our Troops, Inc.
2011 Form 990
EIN 33-1112829

Subordinate Name	FEIN	Physical Address	Status/Date
Alabama Support Our Troops, Inc	20-5097416	1920 Newsome Road, Auburn, AL 36830-1016	Merged-12/19/2011
Anzona Support Our Troops, Inc	20-5097419	417 W Vermont Avenue, Phoenix, AZ 85003	Dissolved-12/5/2008
California Support Our Troops, Inc (n/k/a Support Our Troops - California Chapter, Inc.)	20-5098605	2013 Canterbury Road, Sacramento, CA 95815	Form1023-12/23/2011
Connecticut Support Our Troops, Inc	20-5098606	6 Woodland Dnve, Niantic, CT 06350	Merged-11/16/2011
Delaware Support Our Troops, Inc	20-5098719	919 Market St , Suite 300, Wilmington, DE 1980	Merged-12/9/2011
Georgia Support Our Troops, Inc (n/k/a Support Our Troops - Georgia Chapter, Inc)	20-5098716	1500 Mill Creek Ct SW, Marietta, GA 30008	Form1023-12/27/2011
Hawaii Support Our Troops, Inc	20-5098712	1001 Bishop Street, 18th Floor, Honolulu, HI 96813	Merged-12/22/2011
Idaho Support Our Troops, Inc	26-1512328	702 W Idaho St , Suite 1000, Boise, ID 83702	Dissolved-8/22/2011
Illinois Support Our Troops, Inc	20-5098707	2 Butternut Lane, Glen Carbon, IL 62034	Merged-12/5/2011
Iowa Support Our Troops, Inc	20-5098703	315 - 4th Street NW, Hampton, IA 50441	Dissolved-8/30/2011
Kansas Support Our Troops, Inc	20-5296775	6718 W 147th Terrace, Overland Park, KS 66233	Dissolved-7/25/2011
Maryland Support Our Troops, Inc	20-5622170	1122 Kenilworth Dnve, Suite 503, Baltimore, MD 21136	Merged-11/16/2011
Missouri Support Our Troops, Inc	68-0631593	150 Weldon Parkway, Ste 101, St Louis, MO 63043	Merged-11/17/2011
Montana Support Our Troops, Inc	56-2594316	2720 Cook Avenue,Billings, MT 59102	Merged-12/5/2011
Nevada Support Our Troops, Inc	20-5098602	5671 N Bonita Street, Las Vegas, NV 89149	Dissolved-10/05/2011
New Jersey Support Our Troops, Inc	20-8885311	709 Central Avenue, Glendora, NJ 08029	Dissolved-11/3/2011
New York Support Our Troops, Inc	20-5098600	307 Plank Road, Ellenberg Depot, NY 12935	Dissolved-11/29/2011
North Carolina Support Our Troops, Inc	20-5098738	5200 Hwy 74 W, Whitner, NC 28789	Merged-11/29/2011
Oregon Support Our Troops, Inc	13-4335511	62988 NE Layton Ave , Suite 102, Bend, OR 97701	Marged-12/8/2011
Pennsylvania Support Our Troops, Inc	20-5090170	13 Lamb Dr , Mornsedale, PA 16858	Merged-11/21/2011
South Dakota Support Our Troops, Inc	20-5098735	5026 Sully Court, Rapid City, SD 57703	Dissolved-8/31/2011
Lone Star Support Our Troops, Inc	20-5098727	6215 Sunny Gate, Spnng, TX 77373	Form1023-12/19/2011
Virginia Support Our Troops, Inc	20-5098731	100 Shockoe Slip, Richmond, VA 23219	Merged-11/15/2011
Washington Support Our Troops, Inc	20-5090232	16313 NE Leaper Road, Vancouver, WA 98686	Dissolved-9/26/2011
Wisconsin Support Our Troops, Inc	13-4335508	44 E Mifflin St, Ste 202, Madison, WI 53703	Dissolved-9/15/2011

The status of the affiliates is as indicated in the right-hand column above. This organization first filed its application for group exemption to cover the affiliates in July 2006. As with the group applications of other organizations this one has not been acted upon by the Service. The Service reports merely that "we're working on it." In various other venues the Service is expressing a desire to stop issuing new, and to cancel all existing, group exemptions, and the exempt organization advisory committee to the Service is contesting with them over this. Charities cannot prudently plan in such an improper situation, it is unfair to ask them to do so, and to properly redress the circumstance this organization has at great expense registered itself in all states except California, and the above affiliates have at great expense either dissolved, merged into SOT, or filed their own stand-alone Form 1023 as indicated above. The consequence of this will be increased annual overhead, which obviously negatively affects every charity's mission performance.



Our Program at Large.

A neighbor leaves his family to go off and protect us. Morally what should we do for him? For her? Support Our Troops® is the charity through which we Americans bolster the morale and well-being of our active duty troops and their families by highly effective programs that deliver millions of dollars a year in care packs and food treats to the front lines, positive public support at home, kids' camp assistance, clipped food and household goods coupons, and more. They Support Us – Let's Support Them!®

Charitable Purposes

The charitable purposes listed in our 501(c)(3) Permanent Ruling Letter comprise five (5) broad categories, within each of which we conduct numerous programs:

- The approval and issuance of *Support Our Troops!* license plates in states where that ability is available.
- Providing means by which people can publicly display their support for and pride in our troops.
- Getting out the message of supporting America's troops and their families.
- Tangibly bolstering the troops and their families.
- Fundraising via making and selling SOT items, and other activities which facilitate the purposes above.

It's All About Positive Support. It is about a positive, uplifting, family-oriented focus. SOT programs enable average American families to actively support their troops and their troops' families. Most of SOT's imagery is built around a soldier and a child. We principally use three compelling logos, which always point to soldiers and kids, and also point out that women carry arms and protect us, our liberties, and livelihoods.



What We Do and Don't Do -- Position and Role Policies.

SOT's position is that like all good Americans, we always root and work wholeheartedly for the success of the troops in their missions. Because we are not privy to security information we don't otherwise take positions for or against any peacekeeping mission, action, natural disaster mobilization, war or the like, including: going into it, conducting it, concluding it. SOT policy requires that we pursue close coordination and interaction with government agencies as that is the best way we can support America's troops and their families.



Specific Programs Implementing 501(c)(3) Categories – Title List

Program Name	501(c)(3) Categories				
	a	b	c	d	e
1. Operation Popcorn® Program		b	c	d	
2. Care Goods Program & Care Goods Share Program.		b		d	
3. License Plate Program	a	b	c		
4. Find-A-Group™ Program				d	
5. Seal of Assurance™ Program		b	c		
6. SupportOurTroops.Org Website		b	c		
7. Community Forum Program		b	c		
8. Media Distribution Service Program			c		
9. Troop Support Promotion Program			c		
10. Troop Support Apparel and Accessories Program			c		e
11. Military Kids Education Fund Program				d	
12. Troopons® Program				d	
13. Fraud Sentry Program		b	c		
14. Operation Honor Guard™ Program		b		d	

Specific Programs Implementing 501(c)(3) Categories – Descriptive List

1. -- OPERATION POPCORN®, delivering a very welcome taste of home to the troops worldwide.

501(c)(3) Categorization: b, c, d

Program Periodically: Continual

Program Period: 2007, 2008, 2009, 2010, 2011 forward

Program Geographic Locations: All 50 states

domestically; troops from all 50 states deployed internationally and in International waters; Iraq; Afghanistan; Kuwait; Korea; Guam, and the like.

Program Beneficiaries: 1st Tier: deployed troops; 2nd Tier:

Cub Scouts and Boy Scouts; 3rd Tier: civilian participants.

Program Actual Service/Benefit/Activity: physical delivery of free

Trail's End microwave and prepped popcorn, trail mix, coated pretzels, and other treats to deployed troops; provide people an easy, safe, tangible way to do something for their troops; see also "actual manner of service and benefit" below in this project section.



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"Thank you! This morning someone brought me a tin of Trail's End Caramel Corn and told me it was a gift from you for my service to our country. Tears came to my eyes! Your gift of recognition was so nice. Thank you!" -- SMSgt Paula ---

"Hi, I am a Soldier. . . We Love Your Popcorn!!!! We Need Your Popcorn!!!! . . We love the Sweet taste of the Kettle Popcorn. . Now we are all craving it. Can you help us out?" SFC Benjamin ----

Operation Popcorn® is a major ongoing program of Support Our Troops®. This fun program ships millions of dollars of free snack treats to the troops everywhere.

"A short note to pass on our sincerest gratitude to you all for donating thousands of cases of Trails End popcorn. We received your shipment a couple of weeks ago and have been busy distributing it to the work centers, MWR centers, military passenger terminals, etc. and have heard nothing but praise for you and the support you have for our US forces. . . . Again, our sincerest gratitude to you all for the support of our forces both deployed and at home. Our Soldiers, Airman, Marines and Sailors thank you and say 'Job Well Done!' " -- Major Gerald ---, Iraq

"Your [popcorn] service makes a world of difference and helps to boost the morale of the service men and women throughout the world." -- Navy Admiral.

This program serves our neighbors who are deployed around the world, at sea in international waters, in the air, in Japan, South Korea, Germany, Afghanistan, Kuwait, and the like. It also serves Guard and Reserve units and families at home by distributions to National Guard Armories, Guard Family Assistance Centers. It also serves service members and their families on domestic military bases across the country by shipment, to military bases located across America. And it serves VA Hospitals, and Veteran's Posts all across America.

The program is an ongoing cooperating partnership project between Support Our Troops®, the Boy Scouts of America, and the Trail's End Popcorn Company. The program actively involves Boy Scouts, Cub Scouts, and everyday folks down most every street in America. It enables people to take simple, safe, fun, specific action for the troops. Most every Scout Council in every state participates. The Cub Scouts and Boy Scouts go door to door down most streets in every state and ask people to donate \$25 to \$40 worth of free popcorn or other snack treats to show their support for the deployed military troops. And hundreds of thousands of people respond to the opportunity. All shipments come with signage from us civilians here at home thanking the troops for protecting us and our families.

- It benefits millions of deployed troops every year.

The following is a PARTIAL listing of this program's benefits distributed during calendar year 2011.



- Provides an easy, safe, tangible way people can do something for their troops
- Provides people who “almost give,” but hold back out of fear of being duped, a safe, trustworthy vehicle through which they can express their feelings for their deployed neighbors. A Boy Scout or Cub Scout is at the door. The program is simple and direct – a free treat of popcorn or similar food snack for the troops, all through Support Our Troops®.
- People who don't know how or what to do to express their feelings and support, but desire to, are able to do so through this simple act. And hundreds of thousands of people nationwide do so when presented with this opportunity.
- It enables people everywhere to take specific action for the troops. It gives them the opportunity to engage in the activity of being part of something big for the troops.
- Many people want to do something for the troops but do not know how. This program provides them with the “how”.
- The troops receive something real, something they can eat, a pleasant reminder and taste of home, which brings them comfort and lifts their spirits.
- The troops receive a message of good will they can read.
- Many of the troops' kids and spouses receive special shipments targeted to them through domestic guard units, so that they know we know they are there and care about them.

2. -- THE CARE GOODS PROGRAM, shipping morale and well-being to the troops worldwide.

501(c)(3) Categorization: b, d.

Program Periodicity: Continual

Program Period: 2006, 2007, 2008, 2009, 2010, 2011 forward.

Program Geographic Locations: Troops from the 50 U.S. states who are located in combat areas overseas; Iraq; Afghanistan; Kuwait; international waters, and others undisclosed.

Program Beneficiaries: 1st Tier: combat units and deployed support units.

Program Actual Service/Benefit/Activity: personnel material and moral support.



“On behalf of the 3d Battalion, 5th Marines -the Darkhorse- I would like to thank you from the bottom of my heart for your generosity and personal efforts to support my Marines and Sailors on our recent deployment to Helmand Province, Afghanistan. My battalion and I are deeply grateful for your generous support. God bless you and yours, the Corps and the United States”. -- LTC Jason -



"I also wanted to let you all know how much of a difference you are making not just in our personal lives, but also in the style of our missions. Because of you we have been able to feel more comfortable, and have the snacks and goodies to keep up morale and energy. I know that the news is not always positive about what we are doing over here, but know that there are a lot of good things going on in our area at least. Thank you for everything." ~ Chaplain Corey ---, Afghanistan

"We want to start off by saying how much we appreciate the box of goodies you sent as well as the special card. Every day we are amazed at the generosity and support of the American people. It is special people and groups like Support Our Troops that keep us motivated to continue the fight throughout the world. Thank you so much for the kind words in your card. It is amazing how the smallest things will bring a smile. We are honored to be considered part of your extended family. With many thanks" ~ Kuwait Unit

"Because of your generous donation our unit was able to have a barbecue and picnic completely free of charge for over seventy five people. As we approach our mobilization, time is short and events like this are very rare. This day will surely be remembered by all who attended." ~ Section Leader, C Co. 1-1669th AVN REG.

This core program ships and assists others in shipping requested personal items to troops all over the world.

"I really want to thank ... [you] for everything and let you all know that I really appreciate what you put together for me. I can't begin to explain to you all how much this means to me. You guys went above and beyond when you put this package together and it is greatly appreciated. I was able to share some of the things you sent with my office so you put a smile on every face in my office as well. It really brought tears to my eyes and again I just want to thank you all for everything. SupportOurTroops.Org made this possible and I just want you all to know that every blessing you give boosts the morale over here and low morale can affect the mission. In the letter you all wrote you said 'Frankly, It is impossible for us to do enough [for you troops]. What seems small to you means a lot over here and it IS enough and everything you do matters. Something is always better than nothing. Thank you all for the support !!!!! THANK YOU SOOOOO MUCH!!!! ~ A1C Ashley ----

"Thank You from the 20th Support Command (CBRNE). Thank you for all you did to make the 20th CBRNE HHC Holiday Party such a success. Here are some pictures on the CBRNE Facebook Page. You all ROCK!" ~ Sharon ---, FRSA)

This program operates in different ways for effectiveness.

- Care Paks™. This program ships individual boxes to individual soldiers, and also larger boxes to entire units for distribution to unit members.
- Larger In-Kind Donations. This program is a larger version of the Care Pak program. Companies donate larger quantities of goods to us when they find us through the website, word of mouth, news, or the license plates. We typically put

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the goods into extra space in the 40' cargo containers that are filled with the popcorn going over to the troops or ship it to them via other innovative means.

- Postage. We often provide postage to ship goods others have gathered.

For obvious security reasons and an understanding that SOT has in place with the various military branches, it is not possible to publicly discuss with specificity force levels, locations, and what troops from what states in what combat and other military locations have been benefited.

The following is a partial listing of this program's benefits distributed during calendar year 2011.

In summary of the detail in the tables below:

- The PARTIAL value of this program in 2011 is \$590,448.
- The PARTIAL number of people benefitting from this program in 2011 is 62,684.

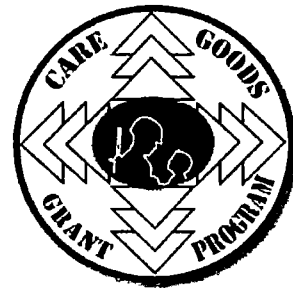
MWR Events Supported Specifically at Request of Military				
Personnel / Location	Date	Est. Persons Served	Type	Est. Shipment Value
MD-Domestic MWR Event Requested by Military	Mar-11	300	Easter Egg hunt for troops' kids (20th FORSCOM and 22d Chemical BN)	\$859
Domestic MWR Event Requested by Military	May-11	100+	Food for 1-169th MEDEVAC Pre-Deployment Family Day	\$300
Domestic MWR Event Requested by Military	Jul-11	40	Toys (emergency kits) for supportive care event for kid of deployed troops (Food for Maryland C Co. 1-169th MEDEVAC Pre-Deployment Family Day)	\$439
Domestic MWR Event Requested by Military	Sep-11	400	Drinks and Snacks for Unit Military Kids Safety Day	\$500
Domestic MWR Event Requested by Military	Nov-11	150	Thanksgiving Dinner for Guard Unit	\$750
MD- Domestic MWR Event Requested by Military	Dec-11	250	Christmas Dinner for Support Command	\$600
Domestic MWR Event Requested by Military	Dec-11	300	Christmas Dinner for unit	\$850
General Care Goods Provision				
NC-Guard/Reserves	Dec-11	5,990	Children's Vitamins/Supplements	\$59,600
AL-Guard/Reserves	Dec-11	6,143	Children's Vitamins/Supplements	\$75,788
US Forces Afghanistan	Nov-11	4,872	Girl Scout Honey Roasted Peanuts	\$24,350
US Female Forces Afghanistan,	Dec-11	7,196	Genie Bras	\$143,928

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Kuwait				
US Forces Afghanistan	Dec-11	21,512	Vitamin/Health Supplements	\$212,536
US Forces Afghanistan	Nov-11	14,467	UV Moist Sunblock	\$52,319
FL – Guard/Reserve	Nov-11	840	Cans of Honey Roasted Peanuts	\$4,197
AL – Guard/Reserve	Dec-11	112	Cans of Honey Roasted Peanuts	\$6,716
US Forces Afghanistan	Dec-11	112	Cans of Honey Roasted Peanuts	\$6,716
TOTAL for Partial Listing		62,684		\$590,448

- The Care Goods Share Program, providing stock to all troop-support groups for their care packages. This program gives shares pallets of free new goods with known groups and organizations which are routinely shipping care packages to the troops. These groups most often are found indexed in the Find-A-Group™ database on the SupportOurTroops.Org website.



"Again, thank you for your efforts at SOT, Inc., and for assisting [us] with our mission... the troops deserve all of us to work together to meet their needs." -- Garren

"We couldn't have gotten off the ground without your support. Hopefully we can do SOT proud, and we will, of course, continue to tell everyone about SOT." -- Raquel

"Thank you for your support of Task Force Gambler and the soldiers here in Afghanistan. Your efforts on behalf of our unit have been truly amazing and greatly appreciated!" -- J

"Support Our Troops, On behalf of the over 300 Soldiers assigned to HHC, 77th Sustainment Brigade thank you for your support and caring hearts for the Soldiers. The care packages and letters that you sent to us made our time in Iraq a little more pleasant! I wish you could see the Soldiers' eyes light up each time they received a package! Your organization and each volunteer in your organization are truly appreciated. Thank you for your efforts in the states working to assist each Service Member around the globe." Sincerely, Wesley — Captain, U.S. Army, Commanding.

"Dear Support Our Troops, We want to start off by saying how much we appreciate the box of goodies you sent as well as the special card. Every day we are amazed at the generosity and support of the American people. It is special people and groups like Support Our Troops that keep Soldiers motivated to continue the fight throughout the world. Thank you so much for the kind words in your card. It is amazing how the smallest things will bring a smile to a Soldier. We are honored to be considered part of your extended family. With many thanks." -- CPT Cathy —

- It is a core belief of SupportOurTroops.Org that we can do best by the troops by assisting all groups which are doing anything to bolster them. Procuring the actual goods to ship forward to the troops is one of the hardest things any troop-support group does. The Care Goods Share Program helps by distributing stock these groups can pull from for their care packages. The types of goods offered vary from

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time to time. The goods are all brand new, shipped via truck lines. The goods are among the types of goods requested by the troops. Both the goods and the shipping are free from Support Our Troops®.

- Different groups have different lists of troops and units to which they ship, and therefore the Care Goods Share Program helps assure the quickest to broadest distribution of donated goods to military members overseas.
- What Some Troops-Groups Say
 - *"Thank you so much! We truly appreciate it! We would love to have anything you have available!" ~ Mary*
 - *"Thank you so much! Looking forward to receiving it so we can include in our packages. We appreciate your support. Thank you!" ~ Debbie*
 - *"Yes we would definitely love to have a pallet of the product you are offering. Thank you so much for contacting us. We are always looking for & needing items to fill our care packages. We appreciate your support." ~ Debbie*

The following is a partial listing of this program's benefits distributed during calendar year 2011. Final distribution figures will be higher. In summary of the detail in the table below:

- The PARTIAL value of this program PARTIAL listing 2011 is \$577,379.
- The PARTIAL number of people benefitting from this program in this partial listing is 416,164.

Personnel / Location	Date	Est. Persons Served	type	Est. Shipment Value
OK- The Hugs Project	Oct., 2011	22,800	Food Products	\$25,200.00
CA-Touch of Home	Oct., 2011	15,200	Food Products	\$16,800.00
MO-U.S. Troop Support Foundation	Oct., 2011	3,800	Food Products	\$4,200.00
IL-Operation Care Package	Oct., 2011	3,800	Food Products	\$4,200.00
LA-Operation We Care	Oct., 2011	11,400	Food Products	\$12,600.00
TX-Cypress Cares	Oct., 2011	3,800	Food Products	\$4,200.00
CA-For The Troops, Inc.	Oct., 2011	7,600	Food Products	\$8,400.00
CA-Operation creekside	Oct., 2011	15,200	Food Products	\$16,800.00
TX-Airborne Angel Cadets	Oct., 2011	7,600	Food Products	\$8,400.00
NC-Give2theTroops	Oct., 2011	30,400	Food Products	\$33,600.00
CT-Frank-GlastonburyVFW	Oct., 2011	7,600	Food Products	\$8,400.00

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FL-Harry Brandt -RCSEV	Oct., 2011	3,800	Food Products	\$4,200.00
NC-Fort Bragg Blue Star	Oct., 2011	3,800	Food Products	\$4,200.00
OK-Oklahoma Blue Star	Oct., 2011	15,200	Food Products	\$16,800.00
VA-Warrior Transition Battalion	Oct., 2011	36,100	Food Products	\$39,900.00
OK- The Hugs Project	Oct. 2011	3,598	Female Troops – Genie Bras	\$71,964
FL - Troops Online	Oct. 2011	3,598	Female Troops – Genie Bras	\$71,964
OK- The Hugs Project	Nov. 2011	105,000	Asst'd Pizza Flavoring Packets (for MREs)	\$3,150
FL - Troops Online	Nov. 2011	105,000	Asst'd Pizza Flavoring Packets (for MREs)	\$3,150
CT-Frank-GlastonburyVFW	Dec-2011	1,025	Vitamin/Health Supplements	\$24,180
OK- The Hugs Project	Dec-2011	4,661	Vitamin/Health Supplements	\$90,381
FL - Troops Online	Dec-2011	5,070	Vitamin/Health Supplements	\$97,974
FL - Troops Online	Dec- 2011	112	Cans of Honey Roasted Peanuts	6,716
TOTAL for Partial Listing		416,164		\$577,379

The Care Goods Program directly benefits the deployed combat troops and combat support units, particularly those in remote combat areas.

"Everything you have sent has been such a blessing from the plastic utensils to the blank CDs and memory sticks. Even the simple things are hard to come by out here so every last bit helps and makes it that much easier for us to do our job. Thank you for all you do in support of us and all of our fellow soldiers out here. You are truly a blessing." ~ SSGT Kristen.

"These men have been occupying combat outposts where they are frequently engaged with the enemy. They've been eating MRE's for the last six months and have had no comforts from home. No regular mail. No good food. No internet. Few personal hygiene items or other simple things." ~ Airborne Infantry XO requesting packages.

In the Care Goods Program, SOT solicits, receives, inspects, and ships personal care items which have been specifically requested by the troops that have been donated to SOT. People here at home donate items which have been specifically requested by different military units themselves. A list is maintained on SupportOurTroops.Org, and changes as requests from the troops change. People from all over America send these things to us. This program enables us to show the troops that they are thought of daily by us back here, and give them a little touch of home. Many times the shipment includes simple things they are not able to have in the remote barren areas they serve: water flavoring, candy, floss, wet wipes, blank CDs, memory sticks, batteries, and the like. The list is extensive and does not include things which the military is geared up to provide.



We place an emphasis on shipping items donated from people in one state to troops from another state with an enclosure telling them where it came from. We often ship goods accompanied by a class or team picture signed by the school or school team that put them together. The reason is that in addition to caring for the troops, we try to use this opportunity to reinforce the fact that this is America and we are all in this together. Deployed men and women from one state are protecting the people living in other states. Men and women from Georgia are protecting people in Texas. Texas men and women are serving to protect Texans and Californians. They fight and sacrifice side by side. They have each other's backs, and ours.

For obvious security reasons and an understanding that SOT has in place with the various military branches, it is not possible to publicly present with specificity force levels, locations, and what troops from what states in what combat and other military locations have been benefited.

- The Care Goods Program benefits millions of troops every year

3. -- LICENSE PLATE PROGRAM, showing support across America.

501(c)(3) Categorization: a, b, c

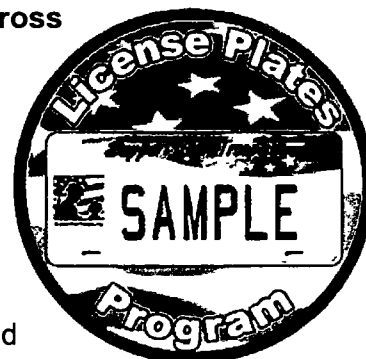
Program Periodically: Continual

Program Period: 2005, 2006, 2007, 2008, 2009, 2010, 2011 forward.

Program Geographic Locations: About half the U.S. so far.

Program Beneficiaries: 1st Tier: members of the public desiring to help the troops; 2nd Tier, deployed troops and their families, both domestic and abroad.

Program Actual Service/Benefit/Activity: See "actual manner of service and benefit" below in this project section.



The *Support Our Troops!* License Plate Program is a flagship program of Support Our Troops®.

"As one of thousands serving in the Armed Services, thank you for this. Gestures like this really do mean a great deal to the troops. To come home and see the people's support makes a world of difference. In short, thank you fellas." ~~ CPT TJ.

"I bought the Support Our Troops license plate because it made me feel that I was doing something to show how much I appreciate the men and women who put their lives at risk each day for us. We get so caught up in our daily routine and forget how great it is to live in a country where we have our freedom and the ability to chose how we want to live. An organization giving



to these men and women and their families needs the support of each of us in whatever way we can help. I think this is a wonderful way to show our appreciation for the Troops and I hope the license plate sales soar with each month that passes." ~ Lorie N.

This program has for several years been causing the issuance of official state-issued *Support Our Troops!* specialty license plates in many of the 50 states. These are official metal license plates for the rear of motor vehicles sold by the state DMV. SOT has brought about the approval of *Support Our Troops!* license plates in about 26 states so far. In many states the enabling legislation was passed unanimously by their Legislatures.

These *Support Our Troops!* License plates:

- enable people to publicly show their patriotism for their troops and families, and
- raise *patriotic private money*® to fund our programs doing things for the troops.

Geographic Program Coverage to Present. States in which this program activity affected human welfare in 2005, 2006, 2007, 2008, 2009, and 2010:

Alabama	Idaho	North Carolina
Alaska	Illinois	Ohio
Arkansas	Louisiana	Oklahoma
Connecticut	Maryland	Oregon
Connecticut	Michigan	Pennsylvania
Delaware	Mississippi	South Carolina
Florida	Missouri	Tennessee
Georgia	Montana	Virginia
Hawaii	New Jersey	

Actual Manner of Service and Benefit. This program activity affects human welfare, and provides actual services and benefits as follows:

- It brings people together. One of our services is to rally grass root support that allows the SOT license plates to be issued for the benefit of troops and their families. As the troops and their families drive around they see the SOT license plates' tangible expression of support. This activity also enables people in these states from disparate backgrounds to work together for a common good.
- Enables hundreds of people in the various states to take specific action for the troops. It gives them the opportunity to engage together in the group activity of creating something good.
- Creates a permanent resource for the troops and their families. Like building a complex or a summer camp for a group.
- Causes families of troops to realize we civilians know what they are doing and appreciate it.



- Enables veterans and civilians to act mutually for the active duty troops. Bridges gaps of understanding between veterans and civilians.
- Enables people to show their patriotism.
- The state DMVs annually collect and pass on to Support Our Troops® the charitable funding from each plate for use in our programs benefitting the troops and their families.
- Every day the families of the troops at home receive comfort and companionship when they see SOT plates as they go around town. The troops' families at home are daily surrounded with expressions of good will. As they move about town during the day they see many of us expressing our awareness of, belief in, and gratitude for their spouses and parents.
- Each day people with the plates on their cars know they are sending a message and actually financially helping.
- Many people want to do something, but they have a void because they do not know how. This program provides them the means.

4. -- THE FIND-A-GROUP™ PROJECT, getting all troop-support groups found.

501(c)(3) Categorization: d

Program Periodicity: Continual

Program Period: 2006, 2007, 2008, 2009, 2010, 2011
forward

Program Geographic Locations: all 50 states.

Program Beneficiaries: 1st Tier: members of the public desiring to help the troops; 2nd Tier: other troop-related charities and groups; 3rd Tier, deployed troops and their families.

Program Actual Service/Benefit/Activity: facilitate the public in accessing groups that enable them to help the troops or their families in the specific manner individuals' desire; facilitate other groups which help the troops; connect those wanting to help with those who are helping.



"This comes in handy allowing me to get in contact with organizations." -- Paul.

This service program is a consolidated, editable, searchable list of all charities and organizations that do anything that benefits the active duty troops or their families. Hundreds are listed. The activity serves all troop-related charities, groups and organizations, which the public wants to find and access. It therefore ultimately serves and benefits the troops themselves. People have a very difficult time finding out how to help, where to help, and who is doing what. People need a known avenue through which to



connect up to such groups. This major service program is operated through the SupportOurTroops.Org website because that is the only means of delivery by which everyone, everywhere, can get at the information instantly, particularly on the spur of the moment when they are trying and desiring to do something.

Most states print the official SupportOurTroops.org website address on the *Support Our Troops!* license plates. Participants in the Seal of Assurance™ program use it. It is thus widespread. This apex position is used to provide this badly needed and highly useful service to other troop-support groups and to the public. People can submit additional charities, organizations, or events which benefit the troops or their families. The listing is searchable by location, or particular service activity, and each listing includes complete contact information. People can link up and help each other. Groups can post things they need for packages. People who want to help assemble packages or otherwise do something can find places to do so.

This is not the mere dissemination of information. This is a service facilitating everyone who wants to help. It is an activity connecting up those who want to do something with the groups and charities through which they can do it.

- The value of this program is not monetized, because the monetary and in-kind benefits it generates flow through the other organizations which are located through this index. However, the value of this service program generated for the troops and the families is extensive.
- Thousands of people benefit from this program monthly, from all 50 states. The troops benefit from this program as a result of people being able to find charities, groups, and organizations through which they can act on their desire to do things for the troops.
- For example, on behalf of all of the troop-related groups across America which send care packages to the troops, SupportOurTroops.Org each Fall issues news releases to all radio stations, all television stations, all daily newspapers, and all weekly newspapers in America inviting people to use this easy program to send items to the troops. People simply go to SupportOurTroops.Org, click on the Christmas Box Icon, pick the group they want to send care box goods to, and send the goods directly to that troop-support group. The things the troops principally request are posted there. The care box rules are posted there. These press releases result in many radio and newspaper interviews and an increased amount of gift goods for the deployed troops via all troop-support groups by getting everyone connected up, the people, the troops, the message, and the groups.



5. -- THE SEAL OF ASSURANCE™ PROGRAM, facilitating more giving to all troop support groups.

501(c)(3) Categorization: d

Program Periodicity: Continual

Program Period: 2006, 2007, 2008, 2009, 2010, 2011 forward.

Program Geographic Locations: all 50 states, U.S. territories, U.S. possessions; military bases in all locations overseas.

Program Beneficiaries: 1st Tier: members of the public desiring to help the troops; 2nd Tier: other charities and groups; commercial companies selling products to benefit the troops; 3rd Tier, deployed troops and their families.

Program Actual Service/Benefit/Activity: Accreditation of troop-related charities and commercial products; facilitation of other groups which help the troops.



This program helps to ensure that the generosity of people who support America's troops is not abused. This is a program and service project which Support Our Troops® operates to benefit the public and all groups working to benefit the troops. Confusion abounds and many people contact SOT for information about whether a group claiming to help the troops or their families is legitimate and actually provides the assistance they claim. People are uncertain as to which groups are legitimate and therefore a great many people "almost give", but don't, because they are afraid of being duped. SOT® is the accrediting agency of the Seal of Assurance program which helps facilitate more giving to all. In this program, Support Our Troops® examines troop-related charities against a list of objective criteria and if they responsibly benefit the troops or their families, authorizes their use of the Seal of Assurance™. A second aspect of the Seal of Assurance™ program authorizes use of the mark on products which manufacturers represent are sold to benefit the troops, after it is determined that an appropriate amount of the purchase price does in fact benefit the troops and their families.

- The value of this program is not monetized.
- Thousands of people from all 50 states benefit from participation in this program.

6. -- SUPPORTOURTROOPS.ORG WEBSITE, grand central station getting everyone and everything connected up.

501(c)(3) Categorization: b, c

Program Periodicity: Continual

Program Period: 2005, 2006, 2007, 2008, 2009, 2010, 2011 forward.

Program Geographic Locations: all 50 states, worldwide to troops and US citizens; allies worldwide.



Program Beneficiaries: families of troops, the troops, and all citizens interested in the troops

Program Actual Service/Benefit/Activity: free interpersonal connection, interaction and sharing among people in need of same.

This program is "Grand Central Station" connecting up all of our programs, all troop-related groups, and everyone trying to bolster the troops. It facilitates the following specifics:

- People post good-will messages to the troops.
- The troops post "your-welcomes" back to the people.
- Deployed troops request care packages.
- When we issue nationwide calls for care boxes, people reading the news article get the information they need about how to do it on the website.
- People read real-time front-line news items about what the troops are doing (we repost news articles from the deployed military).
- People see videos from the troops.
- People access all of our programs.
- People find and connect with troop-support groups.

7. -- THE COMMUNITY FORUM PROJECT, enabling supportive interaction.

501(c)(3) Categorization: b, c.

Program Periodicity: Continual

Program Period: 2005, 2006, 2007, 2008, 2009, 2010, 2011 forward.

Program Geographic Locations: all 50 states, U.S. territories; U.S. possessions; Iraq; Afghanistan; Kuwait; bases around the world.

Program Beneficiaries: families of troops, the troops, and all citizens interested in the troops.

Program Actual Service/Benefit/Activity: free interpersonal connection, interaction and sharing among people in need of same.



This project functions through the SOT Community forum on the SupportOurTroops.org website and is focused on providing interpersonal connection, interaction and sharing among people in need of same regarding the troops, military, and their families. SOT provides this service for free. It is also possible we may in the future provide higher levels of capability, service or features for some sort of fee, dues, membership, or the like. The forum enables people in all 50 states to join for free and interact with other people who agree the troops and their families deserve our moral and material support. People may join for free and set up their own webspace, pictures and downloads similar to YouTube™



and MySpace™. Users can add an event or additional group. Users can: promote a rally; post and exchange good news about the troops; post information regarding fundraising events; post information about a special project which needs assistance; make and exchange general patriotic postings; specify categories like "Blue Star" and the like so that people that have a common connection can then communicate with their peers for various reasons and specific projects.

- The value of this program is not monetized at present, because the monetary and in-kind benefits it generates do not appear to be trackable at present.
- Thousands of people benefit from this program monthly, participating from all 50 states.

8. -- THE MEDIA DISTRIBUTION SERVICE PROJECT, getting the word out for troop-support groups.

501(c)(3) Categorization: c.

Program Periodicity: Continual

Program Period: 2007, 2008, 2009, 2010, 2011 forward.

Program Geographic Locations: all 50 states.

Program Beneficiaries: 1st Tier: other troop-related charities and groups;
2nd Tier, deployed troops and their families.

Program Actual Service/Benefit/Activity: Distribute concrete information to implement participation in beneficial activities; facilitate other groups which help the troops.

It is the opinion and practice of SOT that we can do best by the troops and their families if we facilitate everyone who is working to help them. They have many unique needs, many times in highly specialized areas requiring much needed particularized skills.

In this service program SOT® distributes actionable information to implement participation in beneficial activities and facilitate other groups which are helping the troops. SOT holds a subscription with one of the largest media and news distribution services in America. We are able to send news items, press releases and other public relations items to particular editors, beats, programs, shows, sections, and the like at newspapers, magazines, radio, television, and internet. We use this to promote troop-related events and activities for other groups as well as SOT. It yields radio and TV interviews, and increased coverage regarding supporting America's troops and their families. SOT uses this service to promote the events and projects of other troop-support groups, as well as those of Support Our Troops®.

- Thousands of people benefit from this program monthly, from all 50 states. The organizations benefit. The troops benefit from this program as a result of people



being able to find charities, groups, and organization through which they can implement their desire to do things for the troops.

Note: This service program activity disseminates information. But it is also used as a mechanism to facilitate attendance and participation at an event by SOT or another organization, to tell people to bring items for care packages being assembled by particular groups at particular locations, and so forth. It is used to implement specifically beneficial things, call to action, a tangible result or benefit.

9. -- TROOP SUPPORT PROMOTION PROGRAM, getting the message out about supporting America's troops and their families.

501(c)(3) Categorization: c

Program Periodicity: Continual

Program Period: 2005, 2006, 2007, 2008, 2009, 2010, 2011 forward

Program Geographic Locations: Nationwide.

Program Beneficiaries: 1st Tier: people and groups wishing to display their support for and pride in their troops; 2nd Tier: the troops

Program Actual Service/Benefit/Activity: Getting out the message of supporting America's troops and their families.

This project is aimed at increasing awareness of the troops and their families and our moral obligation to support those who support all of us. It does so via voluntary free coverage, advertisements, promotions, mailings of educational literature, events, getting out the message of supporting America's troops and their families.

- Thousands of people from all 50 states benefit from participation in this program.

10. -- THE TROOP SUPPORT APPAREL AND ACCESSORIES PROGRAM, providing means by which people can publicly display their support for and pride in their troops.

501(c)(3) Categorization: c, e

Program Periodicity: Continual

Program Period: 2005, 2006, 2007, 2008, 2009, 2010, 2011 forward

Program Geographic Locations: Nationwide.

Program Beneficiaries 1st Tier: people and groups wishing to display their support for and pride in their troops; 2nd Tier: the troops

Program Actual Service/Benefit/Activity: Providing means by which people can publicly display their support for and pride in their troops.

This program facilitates public displays of support for the troops and their families via of genuine Support Our Troops® and Salute Our Heroes® apparel, accessories, jewelry, magnets, ribbons, stickers, and the like. They are distributed via the



SupportOurTroops.Org website, events, and various retail outlets. Some are licensed. Some are sold. Some are given away.

- Thousands of people from all 50 states benefit from participation in this program.

11. -- THE MILITARY KIDS EDUCATION FUND PROGRAM, will look out for their kids futures while they're deployed to look out for ours.

501(c)(3) Categorization: d
Program Periodicity: Continual
Program Period: 2009, 2010, 2011 forward
Program Geographic Locations: Nationwide.
Program Beneficiaries1st Tier: the troops' kids
Program Actual Service/Benefit/Activity: education support for kids of deployed troops.



The Military Kids Education Fund Program will grow to enhance the morale and welfare of troops by looking out for their kids' futures while they're deployed to look out for ours. Morally, should the children of deployed troops be delayed in going to college while we who are they are protecting get our kids off to college on time? Various state and federal laws provide limited education benefits for children of deceased soldiers. But what about kids of living deployed soldiers? Existing educational benefit statutes do not provide college assistance for children of deployed National Guard members. Yet, military logistical support (communication, transportation, and the like) were moved down to the Guard level several decades ago. The result is that when the nation deploys for peacekeeping, disaster relief, peacekeeping or conflict, working moms and dads are deployed. They are paid much less than they were earning or making, sometimes about one-third. If our neighbor is deployed to look out us, we have a moral obligation to look out for his or her family. This program is another part of properly doing so.

12. -- THE TROOPONS® PROGRAM, making military family dollars go farther.

501(c)(3) Categorization: d
Program Periodicity: Continual
Program Period: 2010, 2011 forward
Program Geographic Locations: Overseas worldwide.
Program Beneficiaries1st Tier: the troops' families
Program Actual Service/Benefit/Activity: Clipped manufacture food, baby, and household goods for military families at home and stationed overseas.



"I'd like to thank you and your team . . . for the wonderful support you've given our community"



through your coupon packages. It's obvious you and your volunteers put many hours into clipping, sorting, and shipping coupons for our service members and their families to save while shopping, it is greatly appreciated." -- Col. Frank.

"On behalf of the Marines, Sailors, civilian employees and family members aboard Marine Corp Air Station Iwakuni, Japan, we would like to thank you and your organization for preparing and sending coupons to our service members and families. We truly appreciate your commitment and contribution to our coupon distribution program and would love for you to keep us on your mailing list. Our personal financial manager here at Marine and Family Services conducts a quarterly 'Biggest Saver Coupon Contest,' and it has been a huge success here on the air station. Last quarter's winner saved \$216.95, and the biggest saver overall saved over \$650. The winners receive a free one hour massage. As you can see, the work that you have put forth with these coupons was not in vain. Again, thank you for all that you do to support our military community." -- Betsy ----, MCAS Iwakuni, Japan

The Troopons® Program is a highly innovative program that enhances the well-being of military families stationed domestically and overseas by sending them clipped food, baby, and non-food manufacturer coupons to make their dollar go farther. Some save 70% off their foods bills now! Troopons® are what people can do with coupons they don't use -- even expired ones.

Valuation. Generally accepted accounting principals and tax law and diverge for the purposes of reporting the functioning of this program's service to our beneficiaries. No tax guidance from the Service exists on how to report these types of program for Form 990 purposes. People may be of different opinions as to how to properly report this unique program for Form 990 purposes. In such a situation the rule is that reporting is driven by the specific facts and circumstances, based on a reasonable approach having a rational basis. In this case, the specific facts and circumstances were investigated at length by reviewing the Form 990 and external audits prepared by other major charities reporting large dealings in rewards program points and frequent flyer miles -- a comparable donative item as discussed below. In capsule, the general practice in the charitable marketplace is to report the use these items at the value thereof as delivered to their beneficiaries at the point of transaction.

The standard definition of "fair market value" is the price at which property would change hands between a willing buyer and a willing seller, neither being under compulsion to buy or sell, and both having reasonable knowledge of the relevant facts. Furthermore, the presumed market in which these hypothetical parties transact their business is the one in which the item is most commonly sold to the public (the term "public" normally referring to the retail customer who is the ultimate consumer). As a result, fair market value is generally determined in the market most commonly used by the ultimate consumer.

Coupons are generally considered to have little to no fair market value. One reason is because the ultimate consumer typically acquires and redeems them in the same market in which there are few significant restrictions affecting access thereto and where the cost



of acquisition can be as little as the price of the local newspaper (or free with online coupons). However, in this case the ultimate consumer's access to the redeemed coupons is severely limited – popular magazines and print publications are not readily available to military families in foreign countries, U.S. hometown newspapers are not delivered to their doorsteps on Sunday, and in order to protect against fraud most military commissaries will not accept online coupons. They are themselves non-profits operations and have no profit out of which to sustain losses to fraud. Further, active-duty military families on domestic military bases with deployed family members most often do not have the ability to acquire the local newspaper, magazines or other such print publications. In other words, the market in which the ultimate consumer redeems the coupons is different than the market of acquisition. Therefore, fair market value in the instant case cannot be properly based upon the value in the more familiar market of acquisition.

Given the above facts, the valuation approach followed in the instant case is based on the methodology adopted by other major charities delivering the closest comparable items to those in the Troopons® program – frequent flyer miles, hotel reward nights and points, and credit card rewards prizes and points. The fact that in rewards programs the ultimate consumer market is generally the same as the market of acquisition (e.g. frequent flyer miles can be used by a donor or donee at any time and in any place to purchase airfare) does not detract from the fact these charities must still determine fair market value in the ultimate consumer market. Based on review and discussion with such charities, the most appropriate methodology is to base fair market value on the actual dollar benefit ultimately conferred upon the charitable beneficiary (e.g. the exact dollar amount of airfare credit given). Using this methodology, the fair market value of the Troopons redeemed in 2011 was \$7,052,735.

Part IX (Statement of Functional Expenses), Line 25, Column B (Program service expenses)	23,891,087
Part VIII (Statement of Revenue), Line 12, Column A (Total Revenue).	20,665,387
Part VIII (Statement of Revenue), Lines 1f and 1g	20,255,069
Page 1, Line 12 (Total Revenue)	20,665,387
Page 1, Line 18 (Total Expenses)	24,066,66
Page 2, Line 4c	7,052,736
Page 2, Line 4e	23,891,087
Schedule M, Line 25	7,052,735
Schedule D, Part XII, Line 2d	0
Schedule D, Part XIII, Line 2d	827

An alternative valuation methodology was also investigated based upon prices charged in the online marketplace for bundled coupons which would have yielded a \$1,057,910 value in 2011 (or approximately 15% of the coupon face amount). This methodology was rejected for several reasons. First, merchants and manufactures have recently indicated their position that the practice of bundling and selling coupons is in violation of their rights and therefore illegal which clearly establishes a floor for value for such items (as the value of goods are necessarily higher after prohibition due to the resulting scarcity) but does not



provide a ceiling or a reasonable method for determining how much higher from the floor the value should be. Second, this "marketplace" comprises only .02% to 1% of the total clipped coupons used, if that even, and therefore the marketplace is actually the usage of the other 99%. Third, the buyer is typically responsible for shipping and handling when purchasing coupons through these online sites that charges for which fluctuate and vary. Fourth, tying value to shipping and handling charges would be to tie it to an arbitrary charge often used to cloak profit in the TV sales and online sales industries.

Part IX (Statement of Functional Expenses), Line 25, Column B (Program service expenses)	17,896,261
Part VIII (Statement of Revenue), Line 12, Column A (Total Revenue)	14,670,561
Part VIII (Statement of Revenue), Lines 1f and 1g	14,260,243
Page 1, Line 12 (Total Revenue)	14,670,561
Page 1, Line 18 (Total Expenses)	18,071,850
Page 2, Line 4c	1,057,910
Page 2, Line 4e	17,896,261
Schedule M, Line 25	1,057,910
Schedule D, Part XII, Line 2d	5,994,826
Schedule D, Part XIII, Line 2d	5,995,653
Schedule F Troopon numbers to each location would decrease by 85%	

Finally, considering that the total fair market value of the redeemed coupons are reflected in SOT's financial statements as both a revenue and expense item (i.e. there is no net overstatement whatever the value) it was concluded that the most useful and accurate information (in the form of the actual dollar value placed into charitable beneficiaries' hands) should be presented because that is the best criteria for the reader to determine the program's effectiveness.

Therefore the first methodology presented above was followed as it is the most reasonable approach having a rational basis is the foregoing, because those facts and circumstances best match to the facts and circumstances.

The Organization presents each of the above results to provide the reader with a full description of the program, the methods of valuation employed, and the results of identified valuation methodologies so that the reader may be fully informed for own purposes.

Actual Manner of Service and Benefit. This program activity affects human welfare, and provided actual services and benefits as follows:

Military stores on overseas bases accept manufacturer coupons from here, even ones expired up to six months. People send SOT coupons and SOT sends them to the base stores overseas for military families to use to reduce their grocery bills, especially when they are living in countries with currency exchange rates off bases that are better than the dollar, meaning their small money does not go as far as it would at home. It's a fun easy way to make a difference in their lives.



"I would like to thank you for your continued support. The coupons continue to provide financial relief to sailors and their families who are stationed at Yokosuka Naval Base. The importance of the coupons for sailors program can't be minimized in this time of economic downturn. Families here are definitely feeling the impact, and are able to increase their buying power through the use of vendor coupons. Currently, we are distributing over 1000 quart-sized bags of coupons every week!" ~ Sam --- Dir., Fleet Support Yokosuka, Japan.

The Troopons® program was launched in 2010 and is a highly innovative program that enhances the well-being of overseas families by sending them food and non-food manufacturer coupons to make their hard-earned pay go further. This program relates to the type of food and nonfood coupons one may clip out of magazines or the newspaper. Here at home it's easy -- our papers arrive full of coupons. Overseas, for military families, it doesn't. And here at home military families don't always get the magazines and newspapers that provide coupons. So what can we do? Well, this is America. We can do anything! So everyone has pitched in by clipping and sending us envelopes and boxes full of food and nonfood coupons. We then sort them by expired and unexpired, bulk pack, and send them to military stores on bases in various countries overseas and within the U.S. Military stores on the overseas base where they shop accept manufacturer coupons from here - even expired up to six months. And commissaries on bases here at home of course accept unexpired coupons. This reduces military families' grocery bills by up to seventy percent (70%) thereby freeing up some of their hard-earned pay for other necessities or niceties.

It's an easy way to make a difference in lives of overseas military families. It costs participants nothing. Participants without a dime to spare can contribute hundreds of dollars to military families by clipping coupons. Absolutely amazing.

"This is a very creative program - I will get started on clipping." ~ Deanna

"When we receive coupons, our staff separates them into small sealable sandwich bags then affixes labels . . . that all coupons are good for six months past expiration in overseas commissaries. We recently purchased over a dozen stand-alone baskets to hold bags of coupons and strategically placed them around our installation. The popularity of this program has grown to where we restock most baskets weekly and have received numerous comments from individuals on how much these coupons have saved them (up to 70% in some instances). Even I spend an evening once a month sifting through coupon bags at home!" ~ Col Frank ---

The following is a listing of this program's benefits distributed during calendar year 2011.

- The value of this program in 2011 is \$7,052,735.
- The PARTIAL number of people benefitting from this program in this PARTIAL listing is 282,112.

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Personnel / Location		Date	Est. Shipment Value	Est. Persons Served @ \$25 usage of coupons per person
USAF - Lakenheath	England	11/8/2011	\$67,394.29	2,696
USAF - Alconbury	England	12/2/2011	\$102,763.62	4,111
USAF - Lakenheath	England	11/30/2011	\$84,859.37	3,394
Army - Vilseck	Germany	4/28/2011	\$21,113.50	845
Army-Germany Bases YTD 12-8-11	Germany	12/12/2011	\$543,782.00	21,751
Army - Grafenwoehr Base	Germany	12/6/2011	\$172,691.53	6,908
Army - Schwenfurt Base	Germany	12/6/2011	\$208,972.97	8,359
Army - Illesheim Base	Germany	12/6/2011	\$126,883.68	5,075
USAF - Spangdahlem AFB	Germany	12/6/2011	\$203,027.41	8,121
Army - Vilseck Base	Germany	12/6/2011	\$175,410.95	7,016
Army - Vilseck	Germany	5/13/2011	\$69,249.00	2,770
Army - Vilseck	Germany	6/7/2011	\$201,835.00	8,073
USAF - Spangdahlem	Germany	11/4/2011	\$64,387.72	2,576
Army -	Germany	11/4/2011	\$20,488.54	820
Army - Vilseck	Germany	12/2/2011	\$102,898.75	4,116
Army - Grafenwoehr	Germany	12/2/2011	\$62,495.96	2,500
Army -	Germany	12/6/2011	\$102,358.24	4,094
Army - Illesheim	Germany	12/8/2011	\$71,380.52	2,855
Army - Hohenfels	Germany	11/28/2011	\$119,772.66	4,791
Army -Vicenza	Italy	4/19/2011	\$69,252.28	2,770
Navy - Gaeta	Italy	6/29/2011	\$89,521.24	3,581
Army-YTD 12-8-11-	Italy	12/12/2011	\$497,028.00	19,881
Navy - Gaete	Italy	12/1/2011	\$162,151.68	6,486
Army - Vicenza	Italy	10/13/2011	\$66,380.84	2,655
Navy - Gaeta	Italy	10/13/2011	\$61,246.04	2,450
Italy	Italy	11/4/2011	\$40,537.92	1,622
Mannes	Italy	11/5/2011	\$64,404.62	2,576
Italy	Italy	11/4/2011	\$58,104.35	2,324
Italy	Italy	12/6/2011	\$48,189.45	1,928
Italy	Italy	12/6/2011	\$66,515.97	2,661
Navy/Marines	Italy	11/30/2011	\$90,399.56	3,616
Marines - Iwakuni	Japan	3/3/2011	\$65,874.12	2,635

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Navy - Atsugi	Japan	6/29/2011	\$108,101.12	4,324
Branch?-YTD 12-8-11-	Japan	12/12/2011	\$734,057.00	29,362
Mannes - Iwakuni	Japan	4/7/2011	\$80,231.30	3,209
Navy - Yokota	Japan	7/22/2011	\$201,000.52	8,040
Navy - Yokosuka	Japan	8/22/2011	\$278,698.20	11,148
Navy - Yokusuka	Japan	12/1/2011	\$152,017.20	6,081
USAF - Miswa	Japan	10/12/2011	\$59,675.19	2,387
USAF	Japan	11/4/2011	\$18,816.35	753
Navy - Yokohama	Japan	11/4/2011	\$41,044.64	1,642
Navy- Yokohama	Japan	11/8/2011	\$68,492.19	2,740
USAF - Misawa	Japan	11/8/2011	\$73,356.74	2,934
Marines - Iwakuni	Japan	11/8/2011	\$64,866.67	2,595
Navy - Atsugi	Japan	12/3/2011	\$100,550.93	4,022
Marines - Iwakuni	Japan	12/6/2011	\$112,188.69	4,488
Marines - Iwakuni	Japan	11/30/2011	\$85,771.48	3,431
Army - Ft. Bragg	North Carolina	12/20/2011	\$24,829.47	993
Army - Ft. Bragg	North Carolina	12/9/2011	\$75,626.76	3,025
USAF - Okinawa	Okinawa	10/13/2011	\$66,059.91	2,642
Army - Okinawa	Okinawa	12/8/2011	\$43,240.44	1,730
USAF - Lajes Field - YTD 12-8-2011	Portugal	12/12/2011	\$150,277.00	6,011
USAF - Lajes AB	Portugal	10/13/2011	\$67,647.65	2,706
USAF-	Portugal	11/28/2011	\$82,629.79	3,305
USAF- Incirlik YTD 12-8-11	Turkey	12/8/2011	\$59,320.00	2,373
USAF - Incirlik	Turkey	12/15/2011	\$141,882.72	5,675
USAF - Incirlik	Turkey	12/8/2011	\$59,320.48	2,373
Army - Ft. Bragg	Texas	12/26/2011	\$87,292.59	3,492
Army - Ft. Hood	Texas	12/20/2011	\$16,215.16	649
Army - Ft. Hood	Texas	12/9/2011	\$98,153.88	3,926
Total			\$7,052,735.85	282,112

- Hundreds of thousands of people benefit from this program yearly, participating as donors in all 50 states, and as recipients in all foreign countries in which we have soldiers and families stationed.
- Note: Assumptions had to be made in computing the number of persons served. They are no statistics or surveys to use. The assumption was \$25 worth of coupons per person per shopping visit. We are not yet able to factor for the



number of shopping trips to the store by a person, or the number of persons on the base shopping. Depending on base size, it may take several trips to use up a shipment of coupons.

13 - THE FRAUD SENTRY PROGRAM, protecting troop-support groups and donors.

501c3 Categorization: c, d

Program Period: 2010, 2011 forward.

Program Geographic Locations: all 50 states.

Program Beneficiaries: 1st Tier: members of the public desiring to help the troops; 2nd Tier: deployed troops and their families.

Program Actual Service/Benefit/Activity: prevention of troop-related fraud, and education of people on the finding of legitimate places in which they can help bolster the troops.



Lowest are those who scam the troops, cheat off their backs, or interfere with those good people who are trying to help them. SupportOurTroops.Org operates the fraud sentry and remediation program to both try and prevent troop-related fraud, and to educate people in finding a legitimate place in which they can bolster the troops. This helps ensure that the generosity of people who support America's troops is not abused.

This is a program service project which SupportOurTroops.Org operates to benefit the public and all groups working to benefit the troops. As we learn about current troop-related frauds we post them on this web page. As they are brought to our attention, or we are able to locate them, we (a) endeavor to shut them down, (b) post cautionary information on our fraud remediation web page to inform all involved, and (c) notify various authorities and fraud prevention agencies including such state and local a better business bureaus and charity regulators.

Internet dating website scam. This scam rose in late 2009 and continues through August 2010 and likely into the future for some time. In this scam people pretend to be deployed troops or troops stationed in foreign countries. After establishing a relationship lead to fraud or is eventually will ask for the advancement or transmittal of money in a number of ways based on a number of reasons.

The SupportUSTroops.org "Volunteer Contract" Fraud. Support Our Troops, Inc. became aware of this scam in August 2010 when we were contacted by several victims. We immediately took steps to take over the domain name being used to commit this fraud. We then arranged a redirect to point that domain to our fraud page in order to inform people about the scam and educate them on locating helpful ways that they can do things for the



troops in a safe manner. In this fraud people were offered the opportunity to receive packages from certain types of donors and resend them forward to the troops in exchange for compensation and disclosure of large amounts of personal information. The fraud was posted on CareerBuilder.com. The perpetrators of this fraud were based in the Czech Republic.

- The value of this program cannot be monetized.
- Thousands of people from all 50 states, and the troops worldwide, benefit from the protections of this program.

**14. – OPERATION HONOR GUARD™ PROGRAM,
protecting troop-support groups and donors.**

501c3 Categorization: b, d

Program Period: 2011 forward.

Program Geographic Locations: all 50 states.

Program Beneficiaries: 1st Tier: families of fallen soldiers; 2nd Tier: members of the public desiring to support the families of fallen soldiers and show respect to the fallen soldier.

Program Actual Service/Benefit/Activity: protection of families of fallen soldiers during funeral services from interruption and further pain, while honoring the memory of the lost soldier.



Operation Honor Guard™ was been created by Support Our Troops® as a defensive measure to assure that the proper dignity, respect and gratitude are given to fallen American soldiers and their families during military funerals.

On March 2, 2011 the Supreme Court in *Snyder v. Phelps, et al*, 562 U.S. ____ (2011), ruled that the First Amendment protects the right of ne'er-do-wells to visibly and audibly protest in the face of family members at the funerals of their beloved sons and daughters who have recently died in military service to us and our country.

Thankfully, this freedom of speech also applies to those of us who wish to politely and properly honor the life of these fallen soldiers and their families by delivering in positive manner the respect and gratitude due them during this time of bereavement and loss.

Therefore in honor of Marine Lance Corporal Matthew Snyder, and all those like him whose sacrifice has been so disrespected, and in support of the valiant battle that his parents fought on behalf of Matthew and his fellows, Support Our Troops® has created Operation Honor Guard™.



Actual Manner of Service or Benefit.

In this program, SupportOurTroops.Org will arrange, and if need be fund, the expenses of local high school bands to line the roadside in full uniform, each member with a small American flag on their band hat, softly playing wonderful traditional American songs as the family arrives for the funeral, as well as during the proceedings and the departure. SupportOurTroops.Org will also arrange for the necessary permits and all necessary instructions for the band.

Just as these fallen soldiers have sacrificed to guard and protect us and our families, awesome American youths with the wisdom to appreciate that can now stand in the gap to honor and guard the dignity of the funeral ceremony by protecting the family from interruption and pain, while honoring the memory of the lost soldier.

This is especially important due to the undesirables who, acting for their own personal gain, have shamelessly and selfishly sought to intrude upon a painfully private and tender moment meant only for family and friends.

Operation Honor Guard™ is meant to insulate the family, to whom America owes so much for what they have given, from any undue and unwarranted negative distractions caused by unwelcome visitors. They don't need a confrontation. They don't need a circus. They need the positive support that a program like this affords.

It assures that what these families mostly see, and in the background softly hear throughout the ceremony, are Americans who appreciate and respect them and their lost loved one.

The value of this program cannot be monetized.

Organizational Structure

Trustworthiness and dependability are paramount. This organization was deliberately designed as a public purpose organization registered in all fifty states and the District, in order to subject SOT to oversight as a group organization by 50 Attorney's General or other appropriate state department. SOT holds to a strict donor privacy policy. SOT holds to a strict beneficiary privacy policy. State level boards will grow and be increasingly active in bolstering the troops and their families with direct local input and interaction. The issuance of each state *Support Our Troops!* license plate involves an examination of the organization by the state legislature or a state agency. The maintenance of these plates involves continued state-level examination and reporting. Because SOT handles state license plate revenue in some cases, and in some states is even required to collect motor vehicle license plate revenue for the state and remit it to them, it is likely the most heavily monitored and safest troop-support charity in America.



Responsibly Poised for a Successful Future

The record of growth of Support Our Troops® results from successful execution of a sound business plan built upon strong fundamentals and financial acumen. Looking to the future we will continue to build upon those same principles to maximize charitable revenue from existing centers, while leveraging our expertise to identify additional charitable revenue opportunities so that we can do the maximum amount of good for the troops and their families. The stage continues to be set for stable, long term success and service. We are uniquely positioned and enjoy significant visibility and financial stability and growth due to the sound business model we both put in place and steadfastly executed. Continuing this approach will enhance operations and further position SupportOurTroops.Org for exceptional long term service to America's amazing troops and their families.