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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)

2011

Open to Public
Inspection

A For the 2011 calendar year, or tax year beginning 01-01-2011 and ending 12-31-2011

B Check if applicable	C Name of organization PROVIDENT RESOURCES GROUP INC	D Employer identification number 58-2492101
<input type="checkbox"/> Address change	Doing Business As PROVIDENT GROUP	E Telephone number (225) 766-3977
<input type="checkbox"/> Name change	Number and street (or P O box if mail is not delivered to street address) 5565 Bankers Avenue	G Gross receipts \$ 81,049,780
<input type="checkbox"/> Initial return	Room/suite	
<input type="checkbox"/> Terminated		
<input type="checkbox"/> Amended return		
<input type="checkbox"/> Application pending		

F Name and address of principal officer STEVE E HICKS 5565 Bankers Avenue Baton Rouge, LA 70808	H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)
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J Website: ► WWW.PROVIDENT.ORG	H(c) Group exemption number ►
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K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►	L Year of formation 1999	M State of legal domicile GA
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Part I Summary

1 Briefly describe the organization's mission or most significant activities PROVIDENT RESOURCES GROUP, INC PROVIDES FOR THE NEEDS OF THE ELDERLY, PROMOTES HEALTHY COMMUNITIES, SERVES THE POOR & DISTRESSED, PROMOTES EDUCATION, AND LESSENS THE BURDEN OF GOVERNMENT	
2 Check this box ► if the organization discontinued its operations or disposed of more than 25% of its net assets	
3 Number of voting members of the governing body (Part VI, line 1a)	3 6
4 Number of independent voting members of the governing body (Part VI, line 1b)	4 5
5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5 559
6 Total number of volunteers (estimate if necessary)	6 100
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a 48,763
b Net unrelated business taxable income from Form 990-T, line 34	7b 19,932

8 Contributions and grants (Part VIII, line 1h)	Prior Year 0 0
9 Program service revenue (Part VIII, line 2g)	48,482,210 51,392,807
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	991,673 -7,358,976
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	4,281,782 5,887,931
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	53,755,665 49,921,762

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	Prior Year 1,002,650 1,232,569
14 Benefits paid to or for members (Part IX, column (A), line 4)	0 0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	16,011,021 16,363,102
16a Professional fundraising fees (Part IX, column (A), line 11e)	0 0
b Total fundraising expenses (Part IX, column (D), line 25) ► 0	
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	43,509,680 50,982,306
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	60,523,351 68,577,977
19 Revenue less expenses Subtract line 18 from line 12	-6,767,686 -18,656,215

20 Total assets (Part X, line 16)	Beginning of Current Year 569,038,490	End of Year 612,400,768
21 Total liabilities (Part X, line 26)	607,883,714	691,953,646
22 Net assets or fund balances Subtract line 21 from line 20	-38,845,224	-79,552,878

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 STEVE E HICKS CHAIRMAN, PRESIDENT & CEO Type or print name and title	2012-11-08 Date
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Paid Preparer's Use Only	Preparer's signature ► Geralyn R Hurd	Date	Check if self-employed ► <input type="checkbox"/>	Preparer's taxpayer identification number (see instructions) P00933422
	Firm's name (or yours if self-employed), address, and ZIP + 4 CROWE HORWATH LLP 70 West Madison Street Suite 700 Chicago, IL 606024903		EIN ►	Phone no ► (312) 899-7000

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

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III ✓**1 Briefly describe the organization's mission**

THE STATED CHARITABLE PURPOSE OF THE ORGANIZATION SHALL INCLUDE, WITHOUT LIMITATION, A BROAD RANGE OF ACTIVITIES, PROGRAMS, AND SERVICES THAT -PROVIDE FOR AND SERVE THE NEEDS OF THE ELDERLY, WHICH MAY BE ACCOMPLISHED BY THE DEVELOPMENT, CONSTRUCTION, ACQUISITION, OWNERSHIP, (CONTINUED IN SCHEDULE O)

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 \$ 31,098,936 including grants of \$ 0) (Revenue \$ 27,641,751)

THE EDUCATION RESOURCES DIVISION PROMOTES AND ADVANCES EDUCATION THROUGH THE DEVELOPMENT, CONSTRUCTION, ACQUISITION, OWNERSHIP, MANAGEMENT, MAINTENANCE, OPERATION, AND DISPOSITION OF EDUCATION - RELATED FACILITIES AND THROUGH THE PROVISION OF VARIOUS RELATED PROGRAMS, ACTIVITIES AND SERVICES AS OF DECEMBER 31, 2011, 6,009 BEDS WERE AVAILABLE TO RESIDENTS WHO ALSO RECEIVED ENRICHMENT THROUGH COUNSELING, TUTORING AND OTHER ACTIVITIES, SERVICES AND PROGRAMS

4b (Code) (Expenses \$ 18,577,128 including grants of \$ 0) (Revenue \$ 27,130,728)

IN 2011, THE SENIOR LIVING RESOURCES DIVISION OFFERED ACTIVITIES, SERVICES AND PROGRAMS TO MEET THE SPECIAL NEEDS OF THE AGED AND ELDERLY, INCLUDING HOUSING AND HEALTHCARE, WITHIN AN ENVIRONMENT THAT PROMOTES THE DIGNITY AND INDEPENDENCE OF THE RESIDENTS 400 UNITS WERE PROVIDED THROUGH THIS PROGRAM WITH 87% OCCUPANCY

4c (Code) (Expenses \$ 3,017,412 including grants of \$) (Revenue \$ 2,459,496)

AS OF DECEMBER 31, 2011, THE CORPORATION OWNED 2 PROPERTIES WITH APPROXIMATELY 280 UNITS APPROXIMATELY 40% OF THESE UNITS ARE AVAILABLE FOR RESIDENTS WHO EARN 60% OR LESS OF THE AREA MEDIAN INCOME DURING 2011, THE CORPORATION DEVELOPED AND ENRICHED ITS HOUSING PROGRAMS, INCLUDING HEALTH, SOCIAL AND EDUCATION PROGRAMS TO IMPROVE THE QUALITY OF LIFE AND POTENTIAL FOR BASIC EDUCATION SUPPORT GROUPS, FOOD AND NUTRITION CLASSES, AND JOB READINESS TRAINING ARE EXAMPLES OF PROGRAMS THAT WERE OFFERED TO THE RESIDENTS OF THE FACILITIES IN 2011

4d Other program services (Describe in Schedule O)

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

4e Total program service expenses **\$ 52,693,476**

Part IV Checklist of Required Schedules

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.

2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?

3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

4 **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II

5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III

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? If "Yes," complete Schedule D, Part I

7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV

10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V

11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable

- a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.
- b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.
- c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.
- d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.
- e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.
- f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part XI.

12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII

- b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional

13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a Did the organization maintain an office, employees, or agents outside of the United States?

- 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, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Part I

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? If "Yes," complete Schedule F, Part II and IV

16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? If "Yes," complete Schedule F, Part III and IV

17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I

18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II

19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III

20a Did the organization operate one or more hospitals? If "Yes," complete Schedule H

- b If "Yes" to line 20a, did the organization attach its audited financial statement to this return? **Note.** All Form 990 filers that operated one or more hospitals must attach audited financial statements

	Yes	No
1	Yes	
2		No
3		No
4		No
5		
6		No
7		No
8		No
9	Yes	
10		No
11a	Yes	
11b		No
11c		No
11d	Yes	
11e	Yes	
11f	Yes	
12a		No
12b	Yes	
13		No
14a		No
14b		No
15		No
16		No
17		No
18		No
19		No
20a		No
20b		

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	206
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	2a	559
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	Yes
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	Yes
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b	Yes
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 or securities account)?	4a	No
b	If "Yes," enter the name of the foreign country See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).	7a	No
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?	7b	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7c	No
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7d	
d	If "Yes," indicate the number of Forms 8282 filed during the year	7e	No
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7f	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7g	
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7h	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	8	
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?	9a	
9	Sponsoring organizations maintaining donor advised funds.	9b	
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter	10a	
a	Initiation fees and capital contributions included on Part VIII, line 12	10b	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter	11a	
a	Gross income from members or shareholders	11b	
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?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.	13a	
a	Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state	13b	
b	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13c	
c	Enter the aggregate amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

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

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

Section A. Governing Body and Management

1a Enter the number of voting members of the governing body at the end of the tax year **1a** 6

b Enter the number of voting members included in line 1a, above, who are independent **1b** 5

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?

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?

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?

5 Did the organization become aware during the year of a significant diversion of the organization's assets?

6 Did the organization have members or stockholders?

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?

b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following

a The governing body?

b Each committee with authority to act on behalf of the governing body?

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

	Yes	No
1a		
1b		5
2	Yes	
3	Yes	
4		No
5		No
6		No
7a		No
7b		No
8a	Yes	
8b	Yes	
9		No

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

10a Did the organization have local chapters, branches, or affiliates?

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?

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?

b Describe in Schedule O the process, if any, used by the organization to review the Form 990

12a Did the organization have a written conflict of interest policy? If "No," go to line 13

b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done

13 Did the organization have a written whistleblower policy?

14 Did the organization have a written document retention and destruction policy?

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

b Other officers or key employees of the organization

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?

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?

	Yes	No
10a	Yes	
10b	Yes	
11a	Yes	
12a	Yes	
12b	Yes	
12c	Yes	
13	Yes	
14	Yes	
15a	Yes	
15b	Yes	
16a	Yes	
16b	Yes	

Section C. Disclosure

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

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you 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. See Additional Data Table

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

STEVE E HICKS
5565 BANKERS AVENUE
Baton Rouge, LA 70808
(225) 766-3977

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

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

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons.

Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee.

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

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: 7

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. 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
PS&S ENGINEERING PC	ENGINEERING	1,442,480
67B MOUNTAIN BLVD EXTENSION		
WARREN, NJ 07059		
AEGIS	THERAPY SERVICES	1,434,211
PO BOX 8103		
FORT SMITH, AZ 72902		
APPALACHIAN US	FURNITURE DESIGN SERVICES	1,172,456
150 COMMERCIAL COURT		
ALABASTER, AL 35007		
REHAB SOLUTIONS	THERAPY SERVICES	790,146
3029 SENNA DRIVE		
MATTHEWS, NC 28105		
LBK MANAGEMENT SERVICES	MANAGEMENT COMPANY	445,389
1320 GREENWAY DRIVE SUITE 720		
IRVING, TX 75038		

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 ►13

Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514		
Contributions, gifts, grants and other similar amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f					
	g Noncash contributions included in lines 1a-1f \$						
	h Total. Add lines 1a-1f		0				
Program Service Revenue	Business Code						
			2a PATIENT SERVICE REVENUE	900099	1,582,281	1,582,281	
			b RENTAL REVENUE	532000	24,166,094	24,166,094	
			c RESIDENT SERVICE REVENUE	623990	25,522,239	25,522,239	
			d ANCILLARY REVENUE	900099	122,193	122,193	
			e				
			f All other program service revenue		0	0	0
			g Total. Add lines 2a-2f		51,392,807		
Other Revenue	3 Investment income (including dividends, interest and other similar amounts)						
			143,966		143,966		
	4 Income from investment of tax-exempt bond proceeds		0				
	5 Royalties		0				
	6a Gross rents	(I) Real	(II) Personal				
	b Less rental expenses						
	c Rental income or (loss)	0	0				
	d Net rental income or (loss)			0			
7a Gross amount from sales of assets other than inventory	(I) Securities	(II) Other					
		23,625,076					
b Less cost or other basis and sales expenses		31,128,018					
c Gain or (loss)	0	-7,502,942					
d Net gain or (loss)			-7,502,942		-7,502,942		
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18							
b Less direct expenses	b						
c Net income or (loss) from fundraising events		0					
9a Gross income from gaming activities See Part IV, line 19							
b Less direct expenses	b						
c Net income or (loss) from gaming activities		0					
10a Gross sales of inventory, less returns and allowances							
b Less cost of goods sold	b						
c Net income or (loss) from sales of inventory		0					
Miscellaneous Revenue		Business Code					
11a FITNESS FACILITY MEMBERSHIP DUES	713940	4,715,963	4,667,200	48,763			
b CONFERENCE INCOME	900099	245,976	245,976				
c MANAGEMENT FEES	900099	190,665	190,665				
d All other revenue		735,327	735,327	0	0		
e Total. Add lines 11a-11d		5,887,931					
12 Total revenue. See Instructions		49,921,762	57,231,975	48,763	-7,358,976		

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	1,232,569	1,232,569		
2 Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	1,240,354		1,240,354	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	13,758,489	10,054,524	3,703,965	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	57,916	558	57,358	
9 Other employee benefits	215,927	22,616	193,311	
10 Payroll taxes	1,090,416	51,502	1,038,914	
11 Fees for services (non-employees)				
a Management	724,211		724,211	
b Legal	273,668		273,668	
c Accounting	323,242		323,242	
d Lobbying	0			
e Professional fundraising See Part IV, line 17	0			
f Investment management fees	0			
g Other	5,026,325	3,735,126	1,291,199	
12 Advertising and promotion	250,425	73,727	176,698	
13 Office expenses	1,472,561	855,567	616,994	
14 Information technology	246,276	1,701	244,575	
15 Royalties	0			
16 Occupancy	3,618,893	2,575,642	1,043,251	
17 Travel	79,599	2,680	76,919	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	67,464	10,261	57,203	
20 Interest	17,632,037	17,632,037		
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	12,867,873	12,867,873		
23 Insurance	2,258,415	313,368	1,945,047	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a BAD DEBT EXPENSE	669,793	669,793		
b OTHER TAXES	1,071,318		1,071,318	
c ISSUER/TRUSTEE/LOC REMARKETING FEES	1,281,714		1,281,714	
d MAINTENANCE AND REPAIRS	979,505	929,241	50,264	
e				
f All other expenses	2,138,987	1,664,691	474,296	0
25 Total functional expenses. Add lines 1 through 24f	68,577,977	52,693,476	15,884,501	0
26 Joint costs. Check here <input type="checkbox"/> <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation	0			

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	4,495,031	1	6,926,610
	2 Savings and temporary cash investments	479,128	2	
	3 Pledges and grants receivable, net	3		
	4 Accounts receivable, net	3,969,157	4	3,744,861
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L	354	5	0
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L	6		
	7 Notes and loans receivable, net	7		
	8 Inventories for sale or use	8		
	9 Prepaid expenses and deferred charges	799,553	9	2,628,682
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	497,592,594		
	b Less accumulated depreciation	10b	27,041,973	406,882,928
			10c	470,550,621
	11 Investments—publicly traded securities	4,731,442	11	6,424,786
	12 Investments—other securities See Part IV, line 11	0	12	0
	13 Investments—program-related See Part IV, line 11	0	13	0
	14 Intangible assets	14		
	15 Other assets See Part IV, line 11	147,680,897	15	122,125,208
	16 Total assets. Add lines 1 through 15 (must equal line 34)	569,038,490	16	612,400,768
Liabilities	17 Accounts payable and accrued expenses	33,716,975	17	31,097,548
	18 Grants payable	18		
	19 Deferred revenue	3,694,437	19	2,684,351
	20 Tax-exempt bond liabilities	492,140,711	20	505,198,778
	21 Escrow or custodial account liability Complete Part IV of Schedule D	21		
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	22		
	23 Secured mortgages and notes payable to unrelated third parties	47,049,661	23	107,279,825
	24 Unsecured notes and loans payable to unrelated third parties	24		
	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	31,281,930	25	45,693,144
	26 Total liabilities. Add lines 17 through 25	607,883,714	26	691,953,646
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	-38,845,224	27	-79,552,878
	28 Temporarily restricted net assets	28		
	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	-38,845,224	33	-79,552,878
	34 Total liabilities and net assets/fund balances	569,038,490	34	612,400,768

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	49,921,762
2	Total expenses (must equal Part IX, column (A), line 25)	2	68,577,977
3	Revenue less expenses Subtract line 2 from line 1	3	-18,656,215
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	-38,845,224
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-22,051,439
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	-79,552,878

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

	Yes	No
1 Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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? <input type="checkbox"/>	2a	No
2b Were the organization's financial statements audited by an independent accountant? <input type="checkbox"/>	2b	Yes
2c If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O <input type="checkbox"/>	2c	Yes
2d 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 <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated 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? <input type="checkbox"/>	3a	No
3b 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 <input type="checkbox"/>	3b	

SCHEDULE A(Form 990 or
990EZ)Department of the Treasury
Internal Revenue Service**Public Charity Status and Public Support**

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

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

2011**Open to Public
Inspection**Name of the organization
PROVIDENT RESOURCES GROUP INC**Employer identification number**

58-2492101

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

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

1 A church, convention of churches, or association of churches **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

e a Type I b Type II c Type III - Functionally integrated d Type III - Other

e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

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

(ii) a family member of a person described in (i) above?

(iii) a 35% controlled entity of a person described in (i) or (ii) above?

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

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

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

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

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						

Section B. Total Support

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

Section C. Computation of Public Support Percentage

14 Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14	
15 Public Support Percentage for 2010 Schedule A, Part II, line 14	15	
16a 33 1/3% support test—2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		►
b 33 1/3% support test—2010. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		►
17a 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		►
b 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		►
18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions		►

Part III Support Schedule for Organizations Described in IRC 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")		32,715				32,715
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	38,276,668	36,603,216	43,165,229	48,482,210	51,392,807	217,920,130
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	38,276,668	36,635,931	43,165,229	48,482,210	51,392,807	217,952,845
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0
c Add lines 7a and 7b	0	0	0	0	0	0
8 Public Support (Subtract line 7c from line 6)						217,952,845

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	38,276,668	36,635,931	43,165,229	48,482,210	51,392,807	217,952,845
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	242,211	493,490	938,449	1,006,641	143,966	2,824,757
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975				17,755	48,763	66,518
c Add lines 10a and 10b	242,211	493,490	938,449	1,024,396	192,729	2,891,275
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	1,023,000	557,823	1,708,104	4,264,027	5,839,168	13,392,122
13 Total support (Add lines 9, 10c, 11 and 12)	39,541,879	37,687,244	45,811,782	53,770,633	57,424,704	234,236,242

14 **First Five Years** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** **Section C. Computation of Public Support Percentage**

15 Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15	93 050 %
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	94 960 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17	1 230 %
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	1 400 %
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 		

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

Facts And Circumstances Test

Explanation

OTHER INCOME, SCHEDULE A, PART III, LINE 12, DESCRIPTION - OTHER INCOME, COLUMN A - 1023000, COLUMN B - 557823, COLUMN C - 1708104, COLUMN D - 4264027, COLUMN E - 5839168, COLUMN F - 13392122,,

SCHEDULE D
(Form 990)**Supplemental Financial Statements****2011****Open to Public
Inspection**Department of the Treasury
Internal Revenue Service

► Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
 ► Attach to Form 990. ► See separate instructions.

Name of the organization

PROVIDENT RESOURCES GROUP INC

Employer identification number

58-2492101

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

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

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

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

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

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

Preservation of land for public use (e.g., recreation or pleasure) Preservation of an historically importantly land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

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

	Held at the End of the Year
2a	
2b	
2c	
2d	

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

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

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

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

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

► \$ _____

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

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

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

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

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

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

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

a Public exhibition
b Scholarly research
c Preservation for future generations

d Loan or exchange programs
e Other

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

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

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

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

	Amount
1c	150,496
1d	1,485,725
1e	1,528,966
1f	107,255

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

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

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

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance					
b Contributions					
c Investment earnings or losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

a Board designated or quasi-endowment ►

b Permanent endowment ►

c Term endowment ►

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

(i) unrelated organizations Yes No

(ii) related organizations Yes No

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

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		32,062,630			32,062,630
b Buildings		382,800,394	19,867,369		362,933,025
c Leasehold improvements		6,486,430	870,737		5,615,693
d Equipment		42,174,238	6,116,617		36,057,621
e Other		34,068,902	187,250		33,881,652
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)					470,550,621

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		
Other		
Total. (Column (b) should 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
Total. (Column (b) should 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) RESTRICTED ESCROW	70,306,449
(2) TENANT SECURITY DEPOSITS	222,503
(3) DEFERRED FINANCING COST, NET	9,805,721
(4) INTEREST RATE SWAP RECEIVABLE	557,665
(5) ASSETS HELD FOR SALE	41,232,870
Total. (Column (b) should equal Form 990, Part X, col.(B) line 15.)	122,125,208

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

(a) Description of Liability	(b) Amount
Federal Income Taxes	0
CAPITAL LEASE OBLIGATION	131,109
OTHER LIABILITIES	1,726,631
TENANT SECURITY DEPOSITS	193,710
INTEREST RATE SWAP	41,124,614
ASSET RETIREMENT OBLIGATIONS	2,517,080
Total. (Column (b) should equal Form 990, Part X, col (B) line 25.)	45,693,144

2. Fin 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC740)

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	49,921,762
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	68,577,977
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-18,656,215
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	0
9	Total adjustments (net) Add lines 4 - 8	9	0
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-18,656,215

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

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

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

Part XIV Supplemental Information

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

Identifier	Return Reference	Explanation
Agent, trustee, custodian, or other intermediary arrangement	Schedule D, Part IV, Line 1b	THE ORGANIZATION HOLDS RESIDENT TRUST FUNDS ON BEHALF OF THE RESIDENTS RESIDING IN NURSING HOMES THE ORGANIZATION ONLY ACTS AS A CUSTODIAN FOR THE FUNDS IN THESE ACCOUNTS AND THEREFORE, THIS IS NOT TREATED AS AN ASSET OF THE ORGANIZATION
FIN 48 (ASC 740) footnote	Schedule D, Part X, Line 2	PROVIDENT IS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(A) OF THE CODE, AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE PROVIDENT IS NOT SUBJECT TO FEDERAL INCOME TAXES, EXCEPT FOR INCOME FROM UNRELATED BUSINESS ACTIVITIES, IF ANY ALL AFFILIATES OF PROVIDENT, WITH THE EXCEPTION OF MCFH AND CAPITAL ADVISORS, ARE DISREGARDED ENTITIES FOR FEDERAL INCOME TAX PURPOSES MCFH AND CAPITAL ADVISORS ARE LIMITED LIABILITY COMPANIES WHOSE ECONOMIC SOLE MEMBER IS PROVIDENT, IS A TAXABLE SUBSIDIARY AND IS TAXABLE AS A CORPORATION FOR FEDERAL INCOME TAX PURPOSES U S GAAP PRESCRIBES RECOGNITION THRESHOLDS AND MEASUREMENT ATTRIBUTES FOR THE CONSOLIDATED FINANCIAL STATEMENT RECOGNITION AND MEASUREMENT OF A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN TAX BENEFITS WILL BE RECOGNIZED ONLY IF THE TAX POSITION IS MORE-LIKELY-THAN-NOT SUSTAINED IN A TAX EXAMINATION, WITH A TAX EXAMINATION BEING PRESUMED TO OCCUR THE AMOUNT RECOGNIZED WILL BE THE LARGEST AMOUNT OF TAX BENEFIT THAT IS GREATER THAN 50% LIKELY OF BEING REALIZED ON EXAMINATION FOR TAX POSITIONS NOT MEETING THE MORE-LIKELY-THAN-NOT TEST, NO TAX BENEFIT WILL BE RECORDED MANAGEMENT HAS CONCLUDED THAT THEY ARE UNAWARE OF ANY TAX BENEFITS OR LIABILITIES TO BE RECOGNIZED AT DECEMBER 31, 2011 AND 2010 PROVIDENT IS NO LONGER SUBJECT TO EXAMINATION BY U S FEDERAL TAXING AUTHORITIES FOR YEARS BEFORE 2008 AND FOR ALL STATE INCOME TAXES THROUGH 2008 PROVIDENT DOES NOT EXPECT THE TOTAL AMOUNT OF UNRECOGNIZED TAX BENEFITS TO SIGNIFICANTLY CHANGE IN THE NEXT 12 MONTHS PROVIDENT WOULD RECOGNIZE INTEREST AND PENALTIES UNRELATED TO UNRECOGNIZED TAX BENEFITS IN INTEREST AND INCOME TAX EXPENSE, RESPECTIVELY PROVIDENT HAS NO AMOUNTS ACCRUED FOR INTEREST OR PENALTIES AS OF DECEMBER 31, 2011 AND 2010

**Schedule I
(Form 990)**

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

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

► Attach to Form 990

2011

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

PROVIDENT RESOURCES GROUP INC

Employer identification number

58-2492101

Part I General Information on Grants and Assistance

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

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

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV, line 21 (Form 990) for this information.

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

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

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

Identifier	Return Reference	Explanation
Procedures for monitoring use of grant funds	Schedule I, Part I, Line 2	PROVIDENT RESOURCES GROUP (PRG) PROVIDES FUNDS TO PROVIDENT AFFORDABLE HOUSING RESOURCES (PAHR) AND THE FOUNDATION FOR RENEWABLE ENERGY AND THE ENVIRONMENT (FREE) TO HELP MAINTAIN OPERATIONS TO SERVE AND RELIEVE THE POOR AND DISTRESSED, COMBAT COMMUNITY DETERIORATION, ELIMINATE DISCRIMINATION AND PREJUDICE, AND LESSEN NEIGHBORHOOD TENSIONS BY PROVIDING SAFE, DECENT, AND SANITARY HOUSING TO PERSONS OF LOW AND VERY LOW INCOME AND PROMOTE A BETTER FUTURE BASED ON ENERGY, WATER AND MATERIALS CONSERVATION, RENEWABLE ENERGY USE, ENVIRONMENTAL RESILIENCE, AND SUSTAINABLE LIVELIHOODS. PRG MONITORS PAHR AND FREE'S CASH DISBURSEMENTS AND REVIEWS FOR REASONABLENESS TO ENSURE THE GRANTED MONEY IS USED FOR THE INTENDED PURPOSES. IN ADDITION, ALL TRANSFERS OF FUNDS ARE APPROVED BY THE BOARD OF DIRECTORS

Schedule J
(Form 990)**Compensation Information**

OMB No 1545-0047

2011**Open to Public
Inspection**Department of the Treasury
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
► Complete if the organization answered "Yes" to Form 990, Part IV, question 23.
► Attach to Form 990. ► See separate instructions.

Name of the organization

PROVIDENT RESOURCES GROUP INC

Employer identification number

58-2492101

Part I Questions Regarding Compensation

Yes No

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

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input 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 in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain

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

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply

<input checked="" type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract
<input checked="" type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study
<input checked="" 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 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

a The organization?

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

1b**2****4a**

No

4b

No

4c

No

5a

No

5b

No

6a

No

6b

No

7

Yes

8

No

9

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

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space 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.

Part III Supplemental Information

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

Identifier	Return Reference	Explanation
Non-fixed payments	Schedule J, Part I, Line 7	DURING 2011, MARY DEPIETRO, MANAGING DIRECTOR OF SENIOR LIVING SERVICES, WAS GIVEN A "SPOT" BONUS FOR HER EXTRAORDINARY EFFORTS IN MANAGING 2 SENIOR LIVING SUBSIDIARIES OF PROVIDENT

**Schedule K
(Form 990)****2011**Department of the Treasury
Internal Revenue Service**Supplemental Information on Tax Exempt Bonds**

► Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Schedule O (Form 990).
 ► Attach to Form 990. ► See separate instructions.

**Open to Public
Inspection**Name of the organization
PROVIDENT RESOURCES GROUP INCEmployer identification number
58-2492101**Part I Bond Issues**

	(a) Issuer Name	(b) Issuer EIN	(c) CUSIP #	(d) Date Issued	(e) Issue Price	(f) Description of Purpose	(g) Defeased		(h) On Behalf of Issuer		(i) Pool financing	
							Yes	No	Yes	No	Yes	No
A	LA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES & COMMUNITY DEVELOPMENT AUTHORITY	72-1416168	546279UQ1	12-15-2004	14,610,000	NEW INFRASTRUCTURE & FACILITIES		X		X		X
B	LA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES & COMMUNITY DEVELOPMENT AUTHORITY	72-1416168		01-10-2007	3,500,000	NEW OFFICE BUILDING		X		X		X
C	LA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES & COMMUNITY DEVELOPMENT AUTHORITY	72-1416168	546279UQ1	08-09-2007	17,570,000	NEW INFRASTRUCTURE & FACILITIES		X		X		X
D	LA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES & COMMUNITY DEVELOPMENT AUTHORITY	72-1416158	546276BT2	04-29-2009	9,800,000	AQUISITION/REHAB AND EQUIP TWO RESIDENTIAL RENTAL HOUSING PROPERTIES		X		X		X

Part II Proceeds

		A	B	C	D
1	Amount of bonds retired	0	0	0	0
2	Amount of bonds defeased	0	0	0	0
3	Total proceeds of issue	15,206,371	3,587,089	18,068,393	9,802,717
4	Gross proceeds in reserve funds	904,109	0	1,515,452	0
5	Capitalized interest from proceeds	778,433	146,486	1,319,733	0
6	Proceeds in refunding escrow	0	0	0	0
7	Issuance costs from proceeds	255,385	70,000	207,326	196,000
8	Credit enhancement from proceeds	159,156	0	134,697	0
9	Working capital expenditures from proceeds	0	0	0	0
10	Capital expenditures from proceeds	13,109,288	3,370,603	13,812,865	9,606,717
11	Other spent proceeds	0	0	0	0
12	Other unspent proceeds	0	0	1,078,320	0
13	Year of substantial completion	2005	2008	2008	2009

		Yes	No	Yes	No	Yes	No	Yes	No
14	Were the bonds issued as part of a current refunding issue?		X		X		X		X
15	Were the bonds issued as part of an advance refunding issue?		X		X		X		X
16	Has the final allocation of proceeds been made?	X		X		X		X	
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X		X	

Part III Private Business Use

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X		X		X		X
2	Are there any lease arrangements that may result in private business use of bond-financed property?		X		X		X		X

Part III Private Business Use (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use?	X		X		X		X	
b If 'Yes' to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?	X		X		X		X	
c Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
d If 'Yes' to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government		0 %		0 %		0 %		0 %
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government		0 %		0 %		0 %		0 %
6 Total of lines 4 and 5		0 %		0 %		0 %		0 %
7 Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X		X		X		X	

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?		X		X		X		X
2 Is the bond issue a variable rate issue?	X		X		X		X	
3a Has the organization or the governmental issuer entered into a hedge with respect to the bond issue?	X		X		X			X
b Name of provider	REGIONS FINANCIAL CORP		CAPITAL ONE		REGIONS FINANCIAL CORP			
c Term of hedge	2 5		5 3		2 5			
d Was the hedge superintegrated?		X		X		X		
e Was a hedge terminated?		X		X		X		
4a Were gross proceeds invested in a GIC?	X		X		X			X
b Name of provider	MORGAN STANLEY FLEXIBLE AGREEMENTS INC				MBIA INC			
c Term of GIC	4 0		0 0		1 0			
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?	X				X			
5 Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
6 Did the bond issue qualify for an exception to rebate?		X		X		X		X

Part V Procedures To Undertake Corrective Action

Check the box if the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations Yes No

Part VI Supplemental Information

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

Identifier	Return Reference	Explanation
TERM OF GIC WITH REGIONS	PART IV, LINE 4C	FOR LA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES AND COMMUNITY DEVELOPMENT AUTHORITY (12/15/04) GIC RELATED TO NSU 2004 REGIONS FOR A TERM OF 1 YEAR
VARIABLE RATE ISSUE VERSUS FIXED RATE ISSUE	PART IV, LINE 2	FOR LA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES AND COMMUNITY DEVELOPMENT AUTHORITY (JANUARY 2007) SCHEDULE K - BOND ISSUANCE FOR LA FACILITIES FOR BUILDING OFFICE BUILDING - THIS ISSUANCE HAD 3 SERIES 2007A 2,635,000 VARIABLE RATE 2007B 465,000 FIXED RATE 2007C 400,000 FIXED RATE
TERM OF HEDGE	PART IV, LINE 3C	FOR ALL BONDS REPORTED ON SCHEDULE K, THE TERM OF THE HEDGE REPORTED IS COMPUTED FROM DECEMBER 31, 2011
EXCEPTION TO REBATE	PART IV, LINE 6	FOR ALL BONDS REPORTED ON SCHEDULE K, THE PROJECT AND COST OF ISSUANCE FUNDS WERE SPENT WITHIN THE TEMPORARY PERIODS, HOWEVER, AN ARBITRAGE REBATE LIABILITY CALCULATION IS STILL REQUIRED AND PERFORMED AS REQUIRED THEREFORE, THE BONDS DO NOT QUALIFY FOR AN EXCEPTION TO REBATE
MANAGEMENT CONTRACTS	PART III, LINE 3A	THE TAXPAYER HAS ENTERED INTO MANAGEMENT AGREEMENTS WITH RESPECT TO CERTAIN OF THE PROJECTS DESCRIBED IN SCHEDULE K THESE CONTRACTS HAVE BEEN REVIEWED BY BOND COUNSEL AND TAXPAYER'S COUNSEL TO ENSURE COMPLIANCE WITH REVENUE PROCEDURE 97-13
TERM OF GIC	PART IV, LINE 4C	FOR ALL BONDS REPORTED ON SCHEDULE K, THE TERM OF THE GIC REPORTED IS COMPUTED FROM THE DATE OF ISSUE OF THE BONDS TO THE DATE OF TERMINATION OF THE GIC
PRIVATE BUSINESS USE	PART III, LINE 5	FOR CABELL COUNTY, WEST VIRGINIA \$79,737,500 ISSUE FOR BONDS ISSUED BY CABELL COUNTY, WEST VIRGINIA, APPROXIMATELY \$48,763 OF TAXABLE UNRELATED BUSINESS INCOME WAS IDENTIFIED FOR THE FISCAL YEAR ENDING 12 31 2011 TOTAL REVENUES FOR THIS PROJECT WERE \$8,664,681 FOR THE FISCAL YEAR ENDING 12 31 11 RESULTING IN PRIVATE BUSINESS USE AS A RESULT OF UNRELATED BUSINESS ACTIVITY CARRIED OF LESS THAN 06%
NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY	PART II, LINE 11	OTHER SPENT FUNDS OF \$3,851,923 ON THE NEW JERSEY ECONOMIC DEVELOPMENT FUNDS IN 2011, \$3,851,923 OF PROCEEDS FROM THIS 2010A SERIES BOND WERE ISSUED THIS AMOUNT WAS ISSUED TO REDEEM SERIES 2010B BONDS IN ACCORDANCE WITH SECTION 3 4(B) OF THE TRUST INDENTURE AN OPINION WAS RECEIVED FROM TAX COUNSEL THAT STATED THAT USING THE PROCEEDS TO REDEEM THE SERIES B BONDS WOULD NOT ADVERSELY AFFECT THE EXCLUSION FROM GROSS INCOME OF THE INTEREST ON THE BONDS FOR FEDERAL INCOME TAX PURPOSES
NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY	PART II, LINE 1	AMOUNT OF BONDS RETIRED OF \$3,851,923 ON THE NEW JERSEY ECONOMIC DEVELOPMENT FUNDS IN 2011, \$3,851,923 OF PROCEEDS FROM THIS 2010A SERIES BOND WERE ISSUED THIS AMOUNT WAS ISSUED TO REDEEM SERIES 2010B BONDS IN ACCORDANCE WITH SECTION 3 4(B) OF THE TRUST INDENTURE AN OPINION WAS RECEIVED FROM TAX COUNSEL THAT STATED THAT USING THE PROCEEDS TO REDEEM THE SERIES B BONDS WOULD NOT ADVERSELY AFFECT THE EXCLUSION FROM GROSS INCOME OF THE INTEREST ON THE BONDS FOR FEDERAL INCOME TAX PURPOSES
ALL LISTED BONDS ON SCHEDULE K	PART II, LINE 3	IF THE TOTAL PROCEEDS OF THE ISSUE EXCEEDS THE ISSUE PRICE OF EACH RESPECTIVE BOND, THE DIFFERENCE IS DUE TO INVESTMENT EARNINGS INVESTMENT EARNINGS ARE INCLUDED IN THE TOTAL PROCEEDS OF EACH ISSUE
LA LOCAL GOVT ENVIR FACILITIES FOR 17,570,000	PART II, LINE 12	OTHER UNSPENT PROCEEDS ARE CURRENTLY ON HAND WITH THE TRUSTEE IN AN ACCOUNT DESIGNATED FOR THE UNSPENT PROCEEDS
PUBLIC FINANCE AUTHORITY	PART II, LINE 3	TOTAL PROCEEDS ISSUED ON THE PUBLIC FINANCE AUTHORITY BONDS AS OF DECEMBER 31, 2011, WAS \$38,157,785 THE TOTAL BOND ISSUE PRICE FOR THIS BOND, AS REPORTED IN THE 8038, IS \$88,345,000 AS OF DECEMBER 31, 2011, THE NEW INFRASTRUCTURE AND FACILITIES WERE STILL UNDER CONSTRUCTION THE PROJECT WAS FUNDED FROM BOND PROCEEDS AS THE PROJECT PROGRESSSED THEREFORE, SINCE THE PROJECT WAS NOT SUBSTANTIALLY COMPLETED UNTIL 2012, THERE IS A DIFFERENCE BETWEEN THE ISSUE PRICE, AS LISTED ON THE 8038, AND THE TOTAL PROCEEDS ISSUED AS OF DECEMBER 31, 2011

Schedule K
(Form 990)

OMB No 1545-0047

Supplemental Information on Tax Exempt Bonds

2011

► Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Schedule O (Form 990).

► Attach to Form 990. ► See separate instructions.

Open to Public
InspectionDepartment of the Treasury
Internal Revenue ServiceName of the organization
PROVIDENT RESOURCES GROUP INCEmployer identification number
58-2492101

Part I Bond Issues

(a) Issuer Name	(b) Issuer EIN	(c) CUSIP #	(d) Date Issued	(e) Issue Price	(f) Description of Purpose	(g) Defeased		(h) On Behalf of Issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A BALTIMORE COUNTY MARYLAND	52-6000089		06-26-2009	42,500,000	TO FINANCE THE ACQUISITION OF LAND AND BUILDINGS IN TOWSON MARYLAND		X		X		X
B CABELL COUNTY WEST VIRGINIA	55-6000305	12681XAD0	07-30-2010	79,737,500	ACQUISITION OF FACILITIES		X		X		X
C CABELL COUNTY WEST VIRGINIA	55-6000305		07-30-2010	9,353,000	ACQUISITION OF FACILITIES		X		X		X
D NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY	22-2045817		06-11-2010	23,600,000	NEW INFRASTRUCTURE AND FACILITIES		X		X		X

Part II Proceeds

		A	B	C	D
		0	0	0	3,851,923
1	Amount of bonds retired	0	0	0	0
2	Amount of bonds defeased	0	0	0	0
3	Total proceeds of issue	42,501,742	80,150,402	9,353,000	23,600,000
4	Gross proceeds in reserve funds	0	2,759,307	0	0
5	Capitalized interest from proceeds	169,315	0	0	0
6	Proceeds in refunding escrow	0	0	0	0
7	Issuance costs from proceeds	847,273	872,032	0	0
8	Credit enhancement from proceeds	0	91,000	0	0
9	Working capital expenditures from proceeds	0	0	0	0
10	Capital expenditures from proceeds	41,485,154	76,428,063	9,353,000	23,600,000
11	Other spent proceeds	0	0	0	0
12	Other unspent proceeds	0	0	0	0
13	Year of substantial completion	2009	2010	2010	2011

		Yes	No	Yes	No	Yes	No	Yes	No
			X		X		X		X
14	Were the bonds issued as part of a current refunding issue?		X		X		X		X
15	Were the bonds issued as part of an advance refunding issue?		X		X		X		X
16	Has the final allocation of proceeds been made?	X		X		X		X	
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X		X	

Part III Private Business Use

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
			X		X		X		X
1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X		X		X		X
2	Are there any lease arrangements that may result in private business use of bond-financed property?		X		X		X		X

Part III **Private Business Use** *(Continued)*

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use?	X		X		X		X	
b If 'Yes' to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?	X		X		X		X	
c Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
d If 'Yes' to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government ►	0 %		0 %		0 %		0 %	
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government ►	0 %		0 50 %		0 %		0 %	
6 Total of lines 4 and 5	0 %		0 50 %		0 %		0 %	
7 Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X		X		X		X	

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
		X		X		X		X
1 Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?		X		X		X		X
2 Is the bond issue a variable rate issue?	X		X		X		X	
3a Has the organization or the governmental issuer entered into a hedge with respect to the bond issue?	X		X		X		X	
b Name of provider	COMPASS BANK		MORGAN KEEGAN					
c Term of hedge	2 5		16 5					
d Was the hedge superintegrated?		X		X				
e Was a hedge terminated?		X		X				
4a Were gross proceeds invested in a GIC?		X		X		X		X
b Name of provider								
c Term of GIC								
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
5 Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
6 Did the bond issue qualify for an exception to rebate?		X		X		X		X

Part V Procedures To Undertake Corrective Action

Check the box if the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations Yes No

Part VI Supplemental Information

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

Identifier	Return Reference	Explanation
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Schedule K
(Form 990)

2011

Open to Public
InspectionDepartment of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

► Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Schedule O (Form 990).
 ► Attach to Form 990. ► See separate instructions.

Name of the organization

PROVIDENT RESOURCES GROUP INC

Employer identification number

58-2492101

Part I Bond Issues

(a) Issuer Name	(b) Issuer EIN	(c) CUSIP #	(d) Date Issued	(e) Issue Price	(f) Description of Purpose	(g) Defeased		(h) On Behalf of Issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY	22-2045817	645918YV9	06-11-2010	210,763,676	NEW INFRASTRUCTURE AND FACILITIES		X		X		X
B PUBLIC FINANCE AUTHORITY	27-3866124	74439YAA9	08-11-2011	88,345,000	NEW INFRASTRUCTURE AND FACILITIES		X		X		X
C THE INDUSTRIAL DEVELOPMENT AUTHORITY OF KANSAS CITY MO	43-1157670	48503CAA2	12-14-2006	52,415,000	NEW INFRASTRUCTURE & FACILITITES		X		X		X

Part II Proceeds

1	Amount of bonds retired	A		B		C		D	
		0	0	0	0	0	0	0	0
2	Amount of bonds defeased								
3	Total proceeds of issue	211,085,828		38,157,785		55,877,630			
4	Gross proceeds in reserve funds	15,257,694		4,146,000		3,782,033			
5	Capitalized interest from proceeds	5,637,058		2,491,744		3,946,323			
6	Proceeds in refunding escrow	0		0		0			
7	Issuance costs from proceeds	2,971,990		2,321,522		899,777			
8	Credit enhancement from proceeds	0		0		168,353			
9	Working capital expenditures from proceeds	0		0		0			
10	Capital expenditures from proceeds	183,367,163		29,198,519		47,081,144			
11	Other spent proceeds	3,851,923		0		0			
12	Other unspent proceeds	0		0		0			
13	Year of substantial completion	2011		2012		2008			
		Yes	No	Yes	No	Yes	No	Yes	No
14	Were the bonds issued as part of a current refunding issue?			X		X		X	
15	Were the bonds issued as part of an advance refunding issue?	X				X		X	
16	Has the final allocation of proceeds been made?	X				X		X	
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X			

Part III Private Business Use

1		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
			X		X		X		X
Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?			X		X		X		
Are there any lease arrangements that may result in private business use of bond-financed property?			X		X		X		

Part III Private Business Use (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use?	X		X			X		
b If 'Yes' to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?	X		X					
c Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		
d If 'Yes' to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government ►	0 %		0 %		1 40 %			
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government ►	0 %		0 %		0 %			
6 Total of lines 4 and 5	0 %		0 %		1 40 %			
7 Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X		X		X			

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?		X		X		X		
2 Is the bond issue a variable rate issue?		X	X		X			
3a Has the organization or the governmental issuer entered into a hedge with respect to the bond issue?		X	X		X			
b Name of provider			BOACOMPASS		BANK OF AMERICA			
c Term of hedge	0 0		4 7		15 8			
d Was the hedge superintegrated?				X		X		
e Was a hedge terminated?				X		X		
4a Were gross proceeds invested in a GIC?		X		X	X			
b Name of provider					BANK OF AMERICA			
c Term of GIC	0 0				20 0			
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?					X			
5 Were any gross proceeds invested beyond an available temporary period?		X		X		X		
6 Did the bond issue qualify for an exception to rebate?		X		X		X		

Part V Procedures To Undertake Corrective Action

Check the box if the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations Yes No

Part VI Supplemental Information

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

Identifier	Return Reference	Explanation
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SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ**

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

2011**Open to Public
Inspection**Name of the organization
PROVIDENT RESOURCES GROUP INC**Employer identification number**

58-2492101

Identifier	Return Reference	Explanation
ORGANIZATION'S MISSION (CONT)	FORM 990, PART III, LINE 1	(CONTINUED FROM PART III, LINE 1) OPERATION, MANAGEMENT, AND DISPOSITION OF SKILLED NURSING FACILITIES, ASSISTED LIVING FACILITIES, INDEPENDENT LIVING FACILITIES, REHABILITATIVE CARE FACILITIES, AND OTHER TYPES OF SENIOR LIVING FACILITIES -SERVE TO PROMOTE AND ADVANCE THE PHYSICAL HEALTH, EMOTIONAL HEALTH, MENTAL HEALTH AND SOCIAL WELL-BEING OF THE INDIVIDUALS, FAMILIES, AND COMMUNITIES SERVED BY THE ORGANIZATION, WHICH MAY BE ACCOMPLISHED BY THE DEVELOPMENT, CONSTRUCTION, ACQUISITION, OWNERSHIP, MANAGEMENT, MAINTENANCE, OPERATION, AND DISPOSITION OF GENERAL AND ACUTE CARE, HOSPITAL FACILITIES, MEDICAL CLINICS, MENTAL HEALTH FACILITIES, REHABILITATIVE CARE FACILITIES, PEDIATRIC FACILITIES, MEDICAL RESEARCH AND DIAGNOSTIC FACILITIES, MEDICAL TRAINING AND EDUCATIONAL FACILITIES, AND OTHER TYPES OF INPATIENT RELATED SERVICES, PROGRAMS, AND ACTIVITIES THAT MAY BE PURSUED -SERVE TO RELIEVE THE POOR AND DISTRESSED, COMBAT COMMUNITY DETERIORATION, ELIMINATE DISCRIMINATION AND PREJUDICE, AND LESSEN NEIGHBORHOOD TENSIONS BY PROVIDING SAFE, DECENT, AND SANITARY HOUSING TO PERSONS OF LOW AND VERY LOW INCOME -SERVE TO LESSEN THE BURDEN OF GOVERNMENT, WHICH CHARITABLE PURPOSE MAY BE ACCOMPLISHED THROUGH VARIOUS MEANS, INCLUDING, WITHOUT LIMITATION, THE DEVELOPMENT, CONSTRUCTION, ACQUISITION, OWNERSHIP, MANAGEMENT, MAINTENANCE, OPERATION AND DISPOSITION OF PUBLIC FACILITIES, PUBLIC BUILDINGS, PUBLIC WORKS, AND INFRASTRUCTURE OF VARIOUS TYPES -SERVE TO PROMOTE AND ADVANCE EDUCATION THROUGH VARIOUS MEANS INCLUDING THE DEVELOPMENT, CONSTRUCTION, ACQUISITION, OWNERSHIP, MANAGEMENT, MAINTENANCE, OPERATION, AND DISPOSITION OF FACILITIES OF VARIOUS TYPES INCLUDING EDUCATIONAL, RESEARCH, AND STUDENT-HOUSING FACILITIES AND THROUGH THE PROVISION OF DEVELOPMENT, ENRICHMENT, COUNSELING, TUTORING, AND OTHER ACTIVITIES, SERVICES, AND PROGRAMS

Identifier	Return Reference	Explanation
Delegate broad authority to a committee	Form 990, Part VI, Section A, Line 1a	<p>BOARD-DELEGATED POWER COMMITTEES OF DIRECTORS, EXECUTIVE COMMITTEE PURSUANT TO SECTION 14-3-825 OF THE ACT, THE BOARD OF DIRECTORS, BY RESOLUTION PASSED BY A MAJORITY OF THE DIRECTORS THEN IN OFFICE, MAY DESIGNATE ONE OR MORE OTHER COMMITTEES TO HAVE TO THE EXTENT PROVIDED IN SUCH RESOLUTION THE BOARD OF DIRECTORS MAY DESIGNATE AND EXERCISE THE BOARD OF DIRECTOR'S AUTHORITY UNDER SECTION 14-3-801 OF THE ACT ("BOARD-DELEGATED POWERS") SUCH COMMITTEES AS IT DETERMINES NECESSARY OR APPROPRIATE FOR THE CONDUCT OF THE CORPORATION'S AFFAIRS, EACH SUCH COMMITTEE TO CONSIST OF SUCH DIRECTORS OF THE CORPORATION AND SUCH OTHER PERSONS (WHO FORMERLY WERE MEMBERS OF THE BOARD OF DIRECTORS) AS ARE APPOINTED BY THE BOARD WHO SHALL SERVE AT THE PLEASURE OF THE BOARD OF DIRECTORS EXCEPT TO THE EXTENT THAT SUCH GRANT OF POWERS IS LIMITED BY SECTION 14-3-825 OF THE ACT, TO THE EXTENT PROVIDED IN THE RESOLUTION, ANY SUCH COMMITTEE WITH BOARD-DELEGATED POWERS WILL HAVE AND MAY EXERCISE ALL THE AUTHORITY OF THE BOARD OF DIRECTORS GRANTED TO IT BY RESOLUTION OF THE BOARD OF DIRECTORS SUCH COMMITTEE OR COMMITTEES WILL HAVE SUCH NAME OR NAMES AS MAY BE DETERMINED FROM TIME TO TIME BY RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS EACH COMMITTEE SHALL ELECT A CHAIRMAN FROM AMONG THE MEMBERS OF SUCH COMMITTEE EACH COMMITTEE SHALL ALSO KEEP REGULAR MINUTES OF ITS PROCEEDINGS AND REPORT THE SAME TO THE BOARD OF DIRECTORS WHEN REQUIRED THE BOARD OF DIRECTORS MAY, BY RESOLUTION PASSED BY A MAJORITY OF THE DIRECTORS THEN IN OFFICE, AT ANY TIME CHANGE THE MEMBERS OF, FILL VACANCIES IN, LIMIT, EXPAND OR ALTER THE AUTHORITY OF, AND DISCHARGE ANY COMMITTEE OF SAID BOARD OF DIRECTORS THE BOARD OF DIRECTORS MAY, BUT SHALL NOT BE REQUIRED TO, CREATE AN EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS IF CREATED, THE EXECUTIVE COMMITTEE SHALL BE CREATED PURSUANT TO THIS SECTION 7 1 AND SHALL, IN THE INTERIM BETWEEN MEETINGS OF THE BOARD OF DIRECTORS, HAVE AND EXERCISE SUCH POWER AND AUTHORITY OF THE BOARD OF DIRECTORS UNDER SECTION 14-3-801 IN THE MANAGEMENT OF THE AFFAIRS OF THE CORPORATION AS ARE DELEGATED BY THE BOARD OF DIRECTORS AS LIMITED BY THE ACT</p>

Identifier	Return Reference	Explanation
Family/business relationships amongst interested persons	Form 990, Part VI, Section A, Line 2	STEVE E HICKS AND DONOVAN HICKS - FAMILY RELATIONSHIP

Identifier	Return Reference	Explanation
Delegation of management duties	Form 990, Part VI, Section A, Line 3	PROVIDENT RESOURCES GROUP, INC 'S AFFORDABLE HOUSING PROPERTIES ARE MANAGED BY A RELATED COMPANY , PROVIDENT RESOURCES MANAGEMENT, LLC (PRM) PRM CONTRACTS WITH AN UNAFFILIATED MANAGEMENT AGENT TO OVERSEE THE ON-SITE STAFF AND MANAGE THE OPERATIONS OF THE PROPERTIES THE MANAGEMENT FEES ARE 4 - 5% OF THE GROSS RECEIPTS OF THE PROPERTIES THE MANAGEMENT AGREEMENTS ARE ON A MONTH TO MONTH BASIS UNTIL TERMINATED BY EITHER PARTY WITH 30 DAY'S WRITTEN NOTICE PROVIDENT RESOURCES GROUP, INC 'S EDUCATION PROPERTIES ARE MANAGED BY UNAFFILIATED MANAGEMENT COMPANIES FOR THE YEAR ENDED DECEMBER 31, 2011, MANAGEMENT FEES TOTALLED \$464,450 MANAGEMENT COMPANIES ARE RESPONSIBLE FOR PLANNING AND EXECUTING BUDGETS OR FINANCIAL OPERATIONS

Identifier	Return Reference	Explanation
Review of form 990 by governing body	Form 990, Part VI, Section B, Line 11b	THE FINAL DRAFT OF THE FORM 990 WAS REVIEWED IN DETAIL BY MANAGEMENT. THE FINAL DRAFT WAS THEN PRESENTED TO AUDIT COMMITTEE (COMPRISED OF NON MANAGEMENT BOARD MEMBERS) FOR REVIEW, DISCUSSION AND APPROVAL. FOLLOWING THE APPROVAL BY THE COMMITTEE, EACH VOTING MEMBER OF THE GOVERNING BODY RECEIVED A COPY OF THE FORM 990 BEFORE IT WAS FILED WITH THE IRS.

Identifier	Return Reference	Explanation
Conflict of interest policy	Form 990, Part VI, Section B, Line 12c	ALL MEMBERS OF SENIOR MANAGEMENT, BOARD OF DIRECTORS, AND BOARD COMMITTEES SIGN ANNUALLY CONFLICT OF INTEREST STATEMENTS. ALL STATEMENTS ARE COLLECTED AND REVIEWED BY DONOVAN HICKS, GENERAL COUNSEL. UNDER HIS DIRECTION, ELECTRONIC AND PAPER COPIES OF ALL COI FORMS ARE MAINTAINED. IF A MATTER CONCERNING A POTENTIAL CONFLICT ARISES AT A COMMITTEE OR BOARD MEETING, THE CONFLICT IS EVALUATED WITHOUT THE POTENTIALLY CONFLICTED MEMBER AND A DETERMINATION IS MADE BY THE COMMITTEE OR GOVERNING BOARD ABOUT WHETHER THE PERSON SHOULD BE RESTRICTED FROM DISCUSSION AND VOTE.

Identifier	Return Reference	Explanation
Process used to establish compensation of top management official	Form 990, Part VI, Section B, Line 15a	THE HUMAN RESOURCES DEPARTMENT DOES A MARKET REVIEW OF COMPENSATION FOR ALL OFFICERS THAT ANALYSIS IS COMPARED TO HISTORICAL COMPENSATION AND EVALUATED RELATIVE TO THE PERCENTILE FOR THE INDUSTRY AND SIZE COMBINED WITH PERFORMANCE EVALUATIONS, THE ANALYSIS IS PRESENTED TO THE COMPENSATION COMMITTEE COMPRISED OF MEMBERS OF THE GOVERNING BOARD FOR THEIR REVIEW, DELIBERATION, AND DECISION ABOUT WHERE TO SET COMPENSATION FOR THE OFFICERS. THIS PROCESS WAS USED FOR THE COMPENSATION OF THE PRESIDENT, CHAIRMAN & CEO, THE EXECUTIVE VP & CFO, AND THE GENERAL COUNSEL. MINUTES ARE MAINTAINED TO DOCUMENT THE DELIBERATIONS AND ACTIONS OF THE COMMITTEE. IN ADDITION, ON SEPTEMBER 8, 2009, PROVIDENT RESOURCES GROUP, INC HIRED REZNICK GROUP TO PERFORM A COMPENSATION STUDY FOR ALL OFFICERS. IN 2011, THERE WERE SALARY ADJUSTMENTS FOR THE CFO AND GENERAL COUNSEL AND THE INCREASES WERE APPROVED BY THE COMPENSATION COMMITTEE.

Identifier	Return Reference	Explanation
Process used to establish compensation of other officers/key employees	Form 990, Part VI, Section B, Line 15b	SEE NARRATIVE ABOVE FOR PART VI, LINE 15A

Identifier	Return Reference	Explanation
PARTICIPATION IN A JOINT VENTURE	FORM 990, PART VI, LINE 16A	PROVIDENT RESOURCES GROUP OWNS 100% OF MUNICIPAL CORRECTIONS FINANCE HOLDING, LLC, WHICH OWNS 1% AND IS THE GENERAL PARTNER OF MUNICIPAL CORRECTIONS FINANCE, LP. THE OTHER PARTNER IS A FOR-PROFIT CORPORATION THAT OWNS GREATER THAN 50% OF MUNICIPAL CORRECTIONS FINANCE, LP. THE INTEREST IN MUNICIPAL CORRECTIONS FINANCE, LP WAS SOLD ON AUGUST 31, 2012.

Identifier	Return Reference	Explanation
Governing documents, conflict of interest policy and financial statements available to the public	Form 990, Part VI, Section C, Line 19	THE ORGANIZATION'S FINANCIAL STATEMENTS, CONFLICT OF INTEREST POLICY, AND GOVERNING DOCUMENTS ARE AVAILABLE UPON WRITTEN REQUEST

Identifier	Return Reference	Explanation
Average number of hours devoted per week to related organization	Form 990, Part VII, Section A, Column B	DEBRA W LOCKWOOD - EXECUTIVE VP AND CFO, AVERAGES 5 HOURS PER WEEK OF WORK FOR THE PROVIDENT AFFORDABLE HOUSING RESOURCES, INC STEVE E HICKS - CHAIRMAN, PRESIDENT & CEO, AVERAGES 2 HOURS PER WEEK OF WORK FOR THE PROVIDENT AFFORDABLE HOUSING RESOURCES, INC

Identifier	Return Reference	Explanation
Other changes in net assets or fund balances	Form 990, Part XI, Line 5	UNREALIZED LOSS ON INTEREST RATE SWAP AGREEMENTS --14721459, UNREALIZED LOSS ON SHORT TERM INVESTMENTS --28035, LOSS FROM DISCONTINUED OPERATIONS --7301945,

SCHEDULE R
(Form 990)

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2011

Department of the Treasury
Internal Revenue ServiceOpen to Public
Inspection

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

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number

58-2492101

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) PROVIDENT AFFORDABLE HOUSING RESOURCES INC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 31-1707833	AFFORDABLE HOUSING	CA	501(C)(3)	9	PROVIDENT RESOURCES GROUP INC	Yes	
(2) THE FOUNDATION FOR RENEWABLE ENERGY AND ENVIRONMENT 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-4704700	SUPPORTING ORGANIZATION	DE	501(C)(3)	11 - Type I	PROVIDENT RESOURCES GROUP INC	Yes	

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) MUNICIPAL CORRECTIONS FINANCE HOLDING LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1509520	MANAGEMENT	DE	PROVIDENT RESOURCES GROUP INC	C CORPORATION	175,889	153,626	100 000 %
(2) PROVIDENT CAPITAL ADVISORS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-0615635	HEALTHCARE	GA	PROVIDENT RESOURCES GROUP INC	C CORPORATION	0	14,075	100 0 %

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III or IV

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

- a Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity
- b Gift, grant, or capital contribution to related organization(s)
- c Gift, grant, or capital contribution from related organization(s)
- d Loans or loan guarantees to or for related organization(s)
- e Loans or loan guarantees by related organization(s)
- f Sale of assets to related organization(s)
- g Purchase of assets from related organization(s)
- h Exchange of assets with related organization(s)
- i Lease of facilities, equipment, or other assets to related organization(s)
- j Lease of facilities, equipment, or other assets from related organization(s)
- k Performance of services or membership or fundraising solicitations for related organization(s)
- l Performance of services or membership or fundraising solicitations by related organization(s)
- m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- n Sharing of paid employees with related organization(s)
- o Reimbursement paid to related organization(s) for expenses
- p Reimbursement paid by related organization(s) for expenses
- q Other transfer of cash or property to related organization(s)
- r Other transfer of cash or property from related organization(s)

	Yes	No
1a		No
1b	Yes	
1c		No
1d		No
1e		No
1f		No
1g		No
1h		No
1i		No
1j		No
1k		No
1l		No
1m	Yes	
1n	Yes	
1o		No
1p	Yes	
1q		No
1r		No

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

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) PROVIDENT AFFORDABLE HOUSING RESOURCES INC	B	1,222,569	FMV
(2) PROVIDENT AFFORDABLE HOUSING RESOURCES INC	P	190,665	FMV
(3) MUNICIPAL CORRECTIONS FINANCE HOLDINGS LLC	P	91,500	FMV
(4)			
(5)			
(6)			

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

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

Part VII Supplemental Information

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

Identifier	Return Reference	Explanation
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Additional Data

Software ID: 11000230
Software Version: v2011.1.0
EIN: 58-2492101
Name: PROVIDENT RESOURCES GROUP INC

Form 990, Special Condition Description:

Special Condition Description

Software ID: 11000230
Software Version: v2011.1.0
EIN: 58-2492101
Name: PROVIDENT RESOURCES GROUP INC

Form 990, Schedule R, Part I - Identification of Disregarded Entities

(a) Name, address, and EIN of disregarded entity	(b) Primary Activity	(c) Legal Domicile (State or Foreign Country)	(d) Total income (\$)	(e) End-of-year assets (\$)	(f) Direct Controlling Entity
GRACELAND NURSING CENTER LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 62-1826172	NURSING	TN	15,114,624	10,273,239	PROVIDENT RESOURCES GROUP INC
PROVIDENT FDTN-BK TEXAS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1499383	HOUSING	DE	0	1,588,867	PROVIDENT RESOURCES GROUP INC
PROVIDENT FDTN-WEDGEWOOD TERRACE LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1502336	ASTD LIVING	ID	1,350,641	3,229,215	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP-CROWN POINTE LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1500086	ASTD LIVING	CA	0	0	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP-CITRUS HEALTH AND REHABILITATION CENTER LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 75-3006601	NURSING	DE	10,682,294	8,529,242	PROVIDENT RESOURCES GROUP INC
EMMAUS SENIOR LIVING HOLDINGS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 48-1286475	ASTD LIVING	GA	0	0	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP-NSU PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 77-0650670	EDUCATION	LA	4,280,247	28,702,525	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP-UMKC PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 20-5087918	EDUCATION	MO	0	48,523,042	PROVIDENT RESOURCES GROUP INC
PROVIDENT CORPORATE PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 87-0748791	CORPORATE	GA	457,471	4,845,170	PROVIDENT RESOURCES GROUP INC
PRG - TRINITY PROPERTIES 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-3491203	HOUSING	LA	2,124,292	13,086,349	PROVIDENT RESOURCES GROUP INC
PRG - TOWSON PLACE PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-4740719	EDUCATION	MD	4,782,475	40,081,728	PROVIDENT RESOURCES GROUP INC
PROVIDENT RESOURCES MANAGEMENT LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-4155963	CORPORATE	LA	831,235	455,893	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP - CITRUS PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-2644363	SENIOR LIVING	FL	665,932	4,744,951	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP - MARSHALL PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-2783366	EDUCATION	WV	8,667,055	86,468,603	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP - CONTINUUM PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-3060687	EDUCATION	FL	562,351	80,171,938	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP - MONTCLAIR PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-1739925	EDUCATION	NJ	9,414,761	235,385,398	PROVIDENT RESOURCES GROUP INC
PROVIDENT GROUP - STANHOPE PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 45-1607588	EDUCATION	NC	0	47,906,758	PROVIDENT RESOURCES GROUP INC