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Form **990**

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)

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2012 calendar year, or tax year beginning _____ **and ending** _____

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

C Name of organization UMOJA ARTS PROJECT INC
 Doing Business As _____
 Number and street (or P O box if mail is not delivered to street address) Room/suite
 1263 DENNISTON STREET
 City, town or post office, state, and ZIP code
 PITTSBURGH PA 15217

D Employer identification number 26-3620086
E Telephone number (412) 956-9390

F Name and address of principal officer
 LIZA BARLEY 1263 DENNISTON STREET, PITTSBURGH, PA 15217

G Gross receipts \$ 98,230

H(a) Is this a group return for affiliates? Yes No
H(b) Are all affiliates included? Yes No
 If "No," attach a list (see instructions)

H(c) Group exemption number ▶

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

J Website: ▶ N/A

K Form of organization Corporation Trust Association Other ▶

L Year of formation 2008 **M State of legal domicile** NY

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities.	THE ORGANIZATIONS PURPOSE IS TO PROMOTE PERSONAL EMPOWERMENT AND CULTURAL EXCHANGE THROUGH ARTS, EDUCATION, EXHIBITION AND PERFORMANCES	
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3	Number of voting members of the governing body (Part VI, line 1a)	3	4
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	4
	5	Total number of individuals employed in calendar year 2012 (Part V, line 2)	5	0
	6	Total number of volunteers (estimate if necessary)	6	
	7a	Total unrelated business revenue from Part XIII, line 1	7a	0
	7b	Net unrelated business taxable income from Part XIII, line 2	7b	0
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9	Program service revenue (Part VIII, line 2g)	70,024	98,230
	10	Investment income (Part VIII, column (A), lines 3, 4, 9)	0	0
	11	Other revenue (Part VIII, column (A), lines 5, 6, 8, 9)	0	0
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	70,024	98,230
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0	0
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	0	0
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b	Total fundraising expenses (Part IX, column (A), line 11f)		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11g, 11h)	47,673	95,641
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	47,673	95,641
	19	Revenue less expenses Subtract line 18 from line 12	22,351	2,589
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21	Total liabilities (Part X, line 26)	41,957	41,341
	22	Net assets or fund balances. Subtract line 21 from line 20	0	0

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 _____ Date _____

Type or print name and title _____

Paid Preparer Use Only

Print/Type preparer's name Michael O. Howard, CPA
 Preparer's signature Michael O Howard, CPA
 Date 6/5/2013
 Check if self-employed PTIN P00770340

Firm's name ▶ B and H Tax Incorporated Firm's EIN ▶ 45-3565693
 Firm's address ▶ 298 Racetrack Road, McDonough, GA 30252 Phone no 678-466-6800

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

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2012)

Rec in Batching/ Cores Ogden AUG 13 2013

INTERNAL REVENUE SERVICE 264 RECEIVED JUN 12 2013 BATCHING UNIT COVINGTON, KY AUG 08 2013 BATCHING UNIT COVINGTON, KY

25 KC

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission
THE PURPOSE OF THE ORGANIZATION IS TO PROVIDE PERSONAL EMPOWERMENT AND CULTURAL EXCHANGE THROUGH ARTS EDUCATION, EXHIBITION AND PERFORMANCES

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 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 \$ including grants of \$) (Revenue \$)
THE ORGANIZATION HAS ACCOMPLISHED ITS PROGRAM ACTIVITIES THRU ITS VARIOUS PROGRAMS. YEARLY

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O)
(Expenses \$ 0 including grants of \$ 0) (Revenue \$ 0)

4e Total program service expenses ▶ 0

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		
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		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, 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		X
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		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI		X
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		X
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
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?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
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? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for question ID (e.g., 1a, 1b, 1c), question text, and Yes/No response boxes. Includes questions about Form 1096, Form W-2G, backup withholding, Form W-3, unrelated business gross income, foreign accounts, prohibited tax shelter transactions, annual gross receipts, and sponsoring organizations.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b	Enter the number of voting members included in line 1a, above, who are independent.		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	X	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	X	
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.		X

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	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?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13.	X	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		X
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done.		X
13	Did the organization have a written whistleblower policy?		X
14	Did the organization have a written document retention and destruction policy?		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	X	
15b	Other officers or key employees of the organization. If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **NY**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization.
LIZA BARLEY (412) 956-9390
 1263 DENNISTON STREET, PITTSBURGH, PA 15217

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ELLEN MCSWEENEY BOARD MEMBERS	15 00 0.00	X								
(2) ANNIE BARLEY BOARD MEMBERS	20 00 0.00	X								
(3) LIZA BARLEY BOARD MEMBERS	20 00 0.00	X		X						
(4) JESSICA WELCH BOARD MEMBERS	20 00 0 00	X								
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15)										
(16)										
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										

1b Sub-total	0	0	0
c Total from continuation sheets to Part VII, Section A	0	0	0
d Total (add lines 1b and 1c)	0	0	0

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 0

	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>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual.</i>		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person.</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
		0
		0
		0
		0
		0

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

Part VIII Statement of Revenue

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

		(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 0				
	b Membership dues	1b 0				
	c Fundraising events	1c 0				
	d Related organizations	1d 0				
	e Government grants (contributions)	1e 0				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 98,230				
	g Noncash contributions included in lines 1a-1f:	\$ 0				
	h Total. Add lines 1a-1f	98,230				
	Program Service Revenue	Business Code				
2a			0			
b			0			
c			0			
d			0			
e			0			
f All other program service revenue			0			
g Total. Add lines 2a-2f		0				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		0			
	4 Income from investment of tax-exempt bond proceeds		0			
	5 Royalties		0			
	6a Gross rents	(i) Real				
		(ii) Personal				
		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				
		c Gain or (loss)	0	0		
	d Net gain or (loss)		0			
	8a Gross income from fundraising events (not including \$ 0 of contributions reported on line 1c). See Part IV, line 18	a		0		
		b Less direct expenses		0		
		c Net income or (loss) from fundraising events		0		
	9a Gross income from gaming activities See Part IV, line 19	a		0		
		b Less direct expenses		0		
		c Net income or (loss) from gaming activities		0		
10a Gross sales of inventory, less returns and allowances	a		0			
	b Less cost of goods sold		0			
	c Net income or (loss) from sales of inventory		0			
Miscellaneous Revenue		Business Code				
11a		0				
b		0				
c		0				
d All other revenue		0				
e Total. Add lines 11a-11d		0				
12 Total revenue. See instructions		98,230	0	0	0	

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)

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	0			
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	0			
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	0			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	0			
9 Other employee benefits	0			
10 Payroll taxes	0			
11 Fees for services (non-employees)				
a Management	0			
b Legal	4,500			
c Accounting	0			
d Lobbying	0			
e Professional fundraising services. See Part IV, line 17	0			
f Investment management fees	0			
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	0			
12 Advertising and promotion	0			
13 Office expenses	1,129			
14 Information technology	0			
15 Royalties	0			
16 Occupancy	0			
17 Travel	6,876			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	0	0	0	0
23 Insurance	0			
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PROGRAM EXPENSE	82,152			
b BANK SERVICE CHARGE	984			
c TELEPHONE	0			
d	0			
e All other expenses	0			
25 Total functional expenses. Add lines 1 through 24e	95,641	0	0	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	41,957	1	41,341
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	0	3	0
	4 Accounts receivable, net	0	4	0
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment, cost or other basis. Complete Part VI of Schedule D	0		
	b Less accumulated depreciation	0	10c	0
	11 Investments—publicly traded securities	0	11	0
	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	0	14	0
	15 Other assets. See Part IV, line 11	0	15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)	41,957	16	41,341	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other 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	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	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	0	25	0
	26 Total liabilities. Add lines 17 through 25	0	26	0
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input checked="" 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	41,957	32	41,341
33 Total net assets or fund balances	41,957	33	41,341	
34 Total liabilities and net assets/fund balances	41,957	34	41,341	

Part XI Reconciliation of Net Assets

Check 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	98,230
2	Total expenses (must equal Part IX, column (A), line 25)	2	95,641
3	Revenue less expenses Subtract line 2 from line 1	3	2,589
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	41,957
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	44,546

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input 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? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both. <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
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?		X
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		

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of the organization
UMOJA ARTS PROJECT INC

Employer identification number
26-3620086

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

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

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

	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 monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									0

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						0
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	0	0	0	0	0	0
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						0

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	0	0	0	0	0	0
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						0
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						0
11 Total support. Add lines 7 through 10						0
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ▶ <input checked="" type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	0 00%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	0 00%
16a 33 1/3% support test—2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3% support test—2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						0
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						0
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	0	0	0	0	0	0
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)						0

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6	0	0	0	0	0	0
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						0
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	0	0	0	0	0	0
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)						0
13 Total support. (Add lines 9, 10c, 11, and 12.)	0	0	0	0	0	0

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	0 00%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	0 00%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	0 00%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	0 00%

19a 33 1/3% support tests—2012. 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—2011. 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 IX Financial Data (Continued)

B. Balance Sheet (for your most recently completed tax year)		Year End:
		(Whole dollars)
Assets		
1	Cash	41,746
2	Accounts receivable, net	
3	Inventories	
4	Bonds and notes receivable (attach an itemized list)	
5	Corporate stocks (attach an itemized list)	
6	Loans receivable (attach an itemized list)	
7	Other investments (attach an itemized list)	
8	Depreciable and depletable assets (attach an itemized list)	
9	Land	
10	Other assets (attach an itemized list)	
11	Total Assets (add lines 1 through 10)	41,746
Liabilities		
12	Accounts payable	
13	Contributions, gifts, grants, etc. payable	
14	Mortgages and notes payable (attach an itemized list)	
15	Other liabilities (attach an itemized list)	
16	Total Liabilities (add lines 12 through 15)	0
Fund Balances or Net Assets		
17	Total fund balances or net assets	41,746
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	41,746
19	Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If "Yes," explain.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Part X Public Charity Status

Part X is designed to classify you as an organization that is either a private foundation or a public charity. Public charity status is a more favorable tax status than private foundation status. If you are a private foundation, Part X is designed to further determine whether you are a private operating foundation. (See instructions.)

- 1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. Yes No
If you are unsure, see the instructions.
- b As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2.
- 2 Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI. Yes No
- 3 Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4. Yes No
- 4 Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation? Yes No
- 5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.
- The organization is not a private foundation because it is:
- a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A.
 - b 509(a)(1) and 170(b)(1)(A)(ii)—a school. Complete and attach Schedule B.
 - c 509(a)(1) and 170(b)(1)(A)(iii)—a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C.
 - d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D.

Part X Public Charity Status (Continued)

- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety.
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status.

6 If you checked box g, h, or i in question 5 above, you must request either an advance or a definitive ruling by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.

- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at www.irs.gov or by calling toll-free 1-800-829-3876. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling.

Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

For Organization

.....
(Signature of Officer, Director, Trustee, or other authorized official)

.....
(Type or print name of signer)

.....
(Date)

.....
(Type or print title or authority of signer)

For IRS Use Only

.....
IRS Director, Exempt Organizations

.....
(Date)

- b **Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii).

(i) (a) Enter 2% of line 8, column (e) on Part IX-A, Statement of Revenues and Expenses. _____ **0**

(b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box.

(ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A, Statement of Revenues and Expenses, attach a list showing the name of and amount received from each disqualified person. If the answer is "None," check this box.

(b) For each year amounts are included on line 9 of Part IX-A, Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A, Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box.

- 7** Did you receive any unusual grants during any of the years shown on Part IX-A, Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. Yes No

Part IX Financial Data (Continued)

B. Balance Sheet (for your most recently completed tax year)

Year End:

(Whole dollars)
1 41,746

Assets		
1	Cash	1
2	Accounts receivable, net	2
3	Inventories	3
4	Bonds and notes receivable (attach an itemized list)	4
5	Corporate stocks (attach an itemized list)	5
6	Loans receivable (attach an itemized list)	6
7	Other investments (attach an itemized list)	7
8	Depreciable and depletable assets (attach an itemized list)	8
9	Land	9
10	Other assets (attach an itemized list)	10
11	Total Assets (add lines 1 through 10)	11 41,746
Liabilities		
12	Accounts payable	12
13	Contributions, gifts, grants, etc. payable	13
14	Mortgages and notes payable (attach an itemized list)	14
15	Other liabilities (attach an itemized list)	15
16	Total Liabilities (add lines 12 through 15)	16 0
Fund Balances or Net Assets		
17	Total fund balances or net assets	17 41,746
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	18 41,746

19 Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If "Yes," explain. Yes No

Part X Public Charity Status

Part X is designed to classify you as an organization that is either a **private foundation** or a **public charity**. Public charity status is a more favorable tax status than private foundation status. If you are a private foundation, Part X is designed to further determine whether you are a **private operating foundation**. (See instructions.)

1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. If you are unsure, see the instructions. Yes No *AB*

b As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2.

2 Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI. Yes No *AB*

3 Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4. Yes No

4 Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation? Yes No

5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.

The organization is not a private foundation because it is:

- a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A.
- b 509(a)(1) and 170(b)(1)(A)(ii)—a school. Complete and attach Schedule B.
- c 509(a)(1) and 170(b)(1)(A)(iii)—a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C.
- d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D.

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:18 AM
To: mpasko@langonlawgroup.com
Subject: FW: Jacob Schtevie: initial contact

Follow Up Flag: Follow up
Flag Status: Flagged

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From: Liza Barley [mailto:lizarbarley@gmail.com]
Sent: Saturday, May 18, 2013 3:33 PM
To: Alan Gongora
Subject: Fwd: Jacob Schtevie: initial contact

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: **Jacob Schtevie: initial contact**
Date: 18 May 2013 18:30:47 GMT+01:00
To: Liza Barley <lizarbarley@gmail.com>

Here is my initial email contact conversation with Jacob.

----- Forwarded message -----
From: **Ellen McSweeney** <ellen.mcsweeney@gmail.com>
Date: Fri, Nov 30, 2007 at 3:03 AM
Subject: Re: Umoja Arts Project
To: "Schtevie, Jacob" <JSchtevie@winston.com>

Hi Jake,

We mostly wished to file in New York first because 1) I'd seen it listed in a few places as a friendly state for simple nonprofit registration, 2) we have a close contact there who would be able to do a bit of legwork in NYC if necessary, 3) it's a great 'music city' where we do have some contacts who help us do fundraising concerts there, etc.

That being said, there are definitely other states in which we'd like to be able to fundraise. These especially include California, Pennsylvania, Massachusetts, New Mexico, and Florida to name our likely 'top five.' These are states in which we have close connections with music communities and where we would pursue individual donors to contribute annually. I am not sure if registration in any one state allows fundraising in multiple states, or if we have to pursue multi-state filing (I've seen a website which details that process.)

Let me know if this helps and when more questions arise. Thanks for all your work!

Ellen

On 11/29/07, Schtevie, Jacob <JSchtevie@winston.com> wrote:
Ellen,

I am starting on my research regarding the advantages and disadvantages of various states' not-for-profit laws. You mentioned below that Umoja would like to incorporate a New York entity. Do you know why this is the case? Does the organization plan to focus its fundraising efforts in New York State? Are there people friendly to the organization residing in New York?

Thanks,
Jake

From: Ellen McSweeney [<mailto:ellen.mcsweeney@gmail.com>]

Sent: Monday, November 26, 2007 1:02 PM

To: Schtevie, Jacob

Subject: Re: Umoja Arts Project

Hi Jake, thanks for the update. I understand the Thanksgiving slowdown ... keep me posted!

Take care,
Ellen

On Nov 26, 2007 5:56 PM, Schtevie, Jacob <JSchtevie@winston.com> wrote:
Hello Ellen,

There seems to be a minor administrative holdup in getting the paperwork for this project through our system. Things seemed to have slowed down a bit right before this last holiday weekend. If I do not hear anything from the department handling the forms I filled out, I will contact the office later today to try to get things moving again. I apologize for the delay.

Sincerely,
Jake

From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]

Sent: Wednesday, November 14, 2007 9:10 AM

To: Schtevie, Jacob

Subject: Re: Umoja Arts Project

Fantastic. Please feel free to call me Ellen, and thanks so much for your work.

Ellen

On Nov 14, 2007 5:42 PM, Schtevie, Jacob <JSchtevie@winston.com> wrote:
Ms. McSweeney,

Thanks again for the quick response. I will try to get everything set today or tomorrow. I will let you know what I find out about the fax and telephone situations.

Best,
Jake

From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]

Sent: Wednesday, November 14, 2007 4:31 AM

To: Schtevie, Jacob

Subject: Re: Umoja Arts Project

Dear Jake,

Thanks so very much! Please let me know if you need anything else. We are eager to get the process going as soon as possible, so if long distance phone calls are usually charged to clients, it needn't be a deterrent. I believe we can afford to cover a phone call or two, if that's kosher in a pro bono agreement.

I have some access to faxing (though I can't provide a number right now), so if that will help expedite contract signing, let me know and I'll find a number for us.

I may as well tell you that Umoja wishes to register first in the state of New York, if an individual state paperwork should be filed initially ... and that I have already drafted a proto-Certificate of Incorporation based on state department web site information. Of course this is all VERY open to your guidance.

Thanks so much,
Ellen

On Nov 14, 2007 1:12 AM, Schtevie, Jacob <JSchtevie@winston.com> wrote:
Ms. McSweeney:

Thank you for getting back to me so quickly. I will try to finish filling out these forms in the next day or two so we can get your organization focused on fundraising in the U.S. as soon as possible.

I will also contact the technical support staff here and ask them about how and if I may access Skype from my work computer. At some point soon, I would like to try to set up an appointment for us to speak to each other--it looks like your time zone puts you nine hours ahead of me. Since we will not be able to meet in person, that seems like the next best option. If we end up having to wait until you are in the U.S. to speak, that should be fine since we can probably get most of the work done via email.

I will also speak to the pro bono coordinator about long distance phone calls. We usually charge our phone calls to our clients. Since the firm is doing this on a pro bono basis, I imagine we will want to keep costs down to what is absolutely necessary to get everything done.

Thanks again for this information. I will revert with a more formal letter that will outline the nature of this engagement and also what specific legal services the Firm will be supplying to the Umoja Arts Project.

Best Regards,

Jake Schtevie

From: Ellen McSweeney [<mailto:ellen.mcsweeney@gmail.com>]
Sent: Tuesday, November 13, 2007 12:57 PM
To: Schtevie, Jacob
Subject: Re: Umoja Arts Project

Hi Jacob,

It's fantastic to hear from you! Thanks so much for doing this work. I can't tell you how much we need State-side legal support, and what a relief it is for our organization to have a knowledgeable ally over there. Thank you, truly.

Our mailing address (and mine) is

Umoja Arts Project
PO Box 16343
Arusha, Tanzania

My phone number is +255 0786 315 526 -- it's a Tanzanian cell phone.

I also have Skype, which is free computer-to-computer and which I use quite a bit to do overseas contacting, and my username is ellenmcsweeney.

My official position within Umoja is Violin Instructor -- but obviously, I'm functioning in an administrative

capacity here. This is actually part of a developing position, currently unpaid, which you can call US Operations Manager if you like. We have a staff of six people, all of whom are artists/performers, so the admin work isn't currently divided into named positions yet.

Umoja Arts Project here is not affiliated with the Umoja Arts Village in Chicago. I wasn't working here when the org was named, but as google will tell you, it's not exactly unique ...

Also, as a side note: I will be in the US (Massachusetts and Florida) from December 17-January 11. If phone communication is necessary anytime soon, I will be reachable on US land lines and cell phones during those weeks.

Thanks so much Jacob. Look forward to hearing more from you.

Best,
Ellen

On Nov 13, 2007 7:36 PM, Schtevie, Jacob <JSchtevie@winston.com> wrote:

> Dear Ms. McSweeney:

>

> My name is Jacob Schtevie. I am an attorney in the Chicago office of
> Winston & Strawn LLP, a United States-based law firm. I am happy to
> say that I will have the opportunity to help, on a pro-bono basis,
> form a not-for-profit corporation here in the U.S. to further the
> goals of the Tanzanian Umoja Arts Project.

>

> Before my firm may begin representation, I have to fill out several
> administrative forms and send you a formal engagement letter. I seem
> to have all of the information I need to take these steps with the
> exception of your contact information. If you could please email me
> with your mailing address, phone number, and position at Umoja Arts
> Project, I will begin my work.

>

> While doing some initial background research on this assignment, I
> found that there is an organization here in Chicago called the Umoja
> Arts Village, Inc. Do you happen to know whether this organization is
> in any manner related to Umoja Arts Project?

>

> Thank you for your help. I look forward to working with you.

>

> Best Regards,

>

> Jake Schtevie

>

> Jacob B. Schtevie
> Winston & Strawn LLP
> 35 West Wacker Drive
> Chicago, IL 60601

>

> tel: (312) 558-6470

> fax: (312) 558-5700
> jschtevie@winston.com
>

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--
Ellen McSweeney, violin

www.ellenmcsweeney.com
www.chicagoQensemble.com

(774) 266 0718

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:18 AM
To: mpasko@langonlawgroup.com
Subject: FW: Winston & Strawn Engagement Letter

Follow Up Flag: Follow up
Flag Status: Flagged

Alan Gongora, Esq.
Managing Partner
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From: Liza Barley [mailto:lizabarley@gmail.com]
Sent: Saturday, May 18, 2013 3:33 PM
To: Alan Gongora
Subject: Fwd: Winston & Strawn Engagement Letter

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Winston & Strawn Engagement Letter
Date: 18 May 2013 18:31:28 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

----- Forwarded message -----

From: Schtevie, Jacob <JSchtevie@winston.com>
Date: Fri, Nov 30, 2007 at 8:22 AM
Subject: RE: Umoja Arts Project Engagement Letter
To: Ellen McSweeney <ellen.mcsweeney@gmail.com>

Ellen,

I am happy to hear that faxing/scanning is not out of the question. I imagine I will need you to fill out a few forms as we set things up.

Please fax to my attention at 312-558-5700.

Also, thanks for the explanation regarding your preferences for state of incorporation. I will do some research on the implications of incorporating in the various jurisdictions.

--Jake

From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]

Sent: Friday, November 30, 2007 3:06 AM

To: Schtevie, Jacob

Subject: Re: Umoja Arts Project Engagement Letter

Jake, I should be able to gain access to a scanner or fax machine within the next week. If I do fax, shall I just fax to your Winston office with Attn Jacob Schtevie?

Many thanks,
Ellen

On 11/29/07, **Schtevie, Jacob** <JSchtevie@winston.com> wrote:
Dear Ellen,

I mailed you the Engagement Letter today. I am guessing that it will take some time for the package to arrive to Tanzania, so to speed up the process of getting started on my work, I have attached a pdf of the Engagement Letter to this email. Please print the letter and review it carefully--it outlines the relationship between Umoja Arts Project and Winston & Strawn LLP. If you have any questions, please do not hesitate to ask.

Once you have looked everything over, if you and Umoja are satisfied with the terms of the Engagement Letter, please date and complete the acceptance signature block with your signature, printed name, and title. Is it possible for you to scan the page with your signature so that you can email it back to me? If not, do you have access to a fax? Though I can start work with a scanned or faxed copy of your signature, I would appreciate you mailing me a copy of the letter with your original signature on it.

Since this document is a contract, you should also keep a copy of the letter for Umoja's records.

I look forward to working with you on this matter.

Yours Truly,
Jake

Jacob B. Schtevie | Attorney | **Winston & Strawn LLP**
35 WEST WACKER DRIVE | CHICAGO, IL 60601 | DIRECT (312) 558-6470 | FAX (312) 558-5700

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--

Ellen McSweeney, violin
www.ellenmcsweeney.com
www.chicagoQensemble.com

(774) 266 0718

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:18 AM
To: mpasko@langonlawgroup.com
Subject: FW: Umoja Arts Project
Attachments: Umoja Arts Project Revised Engagement Letter Dec. 11, 2007.pdf; Untitled attachment 00076.htm

Follow Up Flag: Follow up
Flag Status: Flagged

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From: Liza Barley [mailto:lizabarley@gmail.com]
Sent: Saturday, May 18, 2013 3:33 PM
To: Alan Gongora
Subject: Fwd: Umoja Arts Project

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Fwd: Umoja Arts Project
Date: 18 May 2013 18:31:53 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

----- Forwarded message -----

From: Schtevie, Jacob <JSchtevie@winston.com>
Date: Tue, Dec 11, 2007 at 11:30 AM
Subject: Umoja Arts Project
To: Ellen McSweeney <ellen.mcsweeney@gmail.com>

Hi Ellen,

I have the letter done and ready to send to you. It is attached to this email.

These are the main issues requiring me to send you a new Engagement Letter:

- 1) The Firm is not representing Umoja Arts Project or any of its employees. It is representing the soon-to-be-formed American entity. The prior letter was completely my fault, I apologize.
- 2) The Firm is not licensed to provide counsel regarding Tanzanian law. The new Engagement Letter states this fact explicitly.

You will notice that the new letter states that we will provide legal advice regarding Illinois law. I spoke with my supervising partner and the director of the pro bono program here at Winston. It seems that there is no real advantage to incorporation in New York. Since we will have to register for fundraising regardless, if it is all the same to you, incorporation in Illinois may speed the process and not affect the new organization adversely. If you strongly prefer New York incorporation, please let me know as soon as possible and I will find a New York partner to supervise me. We can always start out under this letter and amend to add New York law and a New York attorney if necessary.

Please print the letter and review it carefully. If you agree to the terms, please sign it and send the image back to me (fax or email). If you cannot fax or email it, please mail it back to me and let me know it is signed and mailed and we can get going!

Looking forward to getting started on this soon.

--Jake

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(312) 558-5700

<<Umoja Arts Project Revised Engagement Letter Dec. 11, 2007.pdf>>

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--

Ellen McSweeney, violin
www.ellenmcsweeney.com
www.chicagoQensemble.com

(774) 266 0718

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:18 AM
To: mpasko@langonlawgroup.com
Subject: FW: Questionnaire
Attachments: Questions for Ellen.pdf, Untitled attachment 00070.htm

Follow Up Flag: Follow up
Flag Status: Flagged

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From: Liza Barley [<mailto:lizabarley@gmail.com>]
Sent: Saturday, May 18, 2013 3:33 PM
To: Alan Gongora
Subject: Fwd: Questionnaire

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Fwd: Questionnaire
Date: 18 May 2013 18:32:21 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

The questionnaire I filled out, to help them file the 501c3 paperwork.

----- Forwarded message -----
From: Schtevie, Jacob <JSchtevie@winston.com>
Date: Thu, Jan 24, 2008 at 9:56 AM
Subject: Questionnaire
To: Ellen McSweeney <ellen.mcsweeney@gmail.com>

Ellen,

I have attached a pdf containing the questionnaire I need you to fill out. Please remember that you are answering these questions in the context of the organization to be and not Umoja Arts Project. Much of the accounting stuff and recordkeeping questions can be ignored. When you are deciding which questions to skip, just think about whether you can answer the question about a company that does not yet exist.

Please let me know if you have any questions. Narrative and detail will help the process.

Thanks

--Jake

Jacob B. Schtevie | Attorney | Winston & Strawn LLP
35 WEST WACKER DRIVE | CHICAGO, IL 60601 | DIRECT (312) 558-6470 | FAX
(312) 558-5700

<<Questions for Ellen.pdf>>

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--
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www.ellenmcsweeney.com
www.chicagoQensemble.com

(774) 266 0718

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:19 AM
To: mpasko@langonlawgroup.com
Subject: FW: Umoja Arts Project, Inc. - File Stamped Cert of Incorporation
Attachments: 7276974 SONY.PDF; Untitled attachment 00055 htm

Follow Up Flag: Follow up
Flag Status: Flagged

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From: Liza Barley [mailto:lizabarley@gmail.com]
Sent: Saturday, May 18, 2013 3:34 PM
To: Alan Gongora
Subject: Fwd: Umoja Arts Project, Inc. - File Stamped Cert of Incorporation

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Fwd: Umoja Arts Project, Inc. - File Stamped Cert of Incorporation
Date: 18 May 2013 18:35:40 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

----- Forwarded message -----

From: Schtevie, Jacob B. <JSchtevie@winston.com>
Date: Fri, Sep 5, 2008 at 3:20 PM
Subject: Umoja Arts Project, Inc. - File Stamped Cert of Incorporation
To: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Cc: "Haddad, Maher H." <MHaddad@winston.com>

Ellen,

Please see the attached. Umoja Arts Project, Inc. is now officially a NY State corporation recognized and approved by the NY Department of Education. We will get going on the rest of the process (registering with the Attorney General and then gaining tax exempt status) next week.

--Jake

Jacob B. Schtevie | Associate | Winston & Strawn LLP
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www.chicagoQensemble.com

(774) 266 0718

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:19 AM
To: mpasko@langonlawgroup.com
Subject: FW: bank account update

Follow Up Flag: Follow up
Flag Status: Flagged

Alan Gongora, Esq.
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From: Liza Barley [mailto:lizabarley@gmail.com]
Sent: Saturday, May 18, 2013 3:34 PM
To: Alan Gongora
Subject: Fwd: bank account update

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Fwd: bank account update
Date: 18 May 2013 18:36:12 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

Here's where things pretty much started to fall off the radar ...

----- Forwarded message -----

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Date: Mon, Aug 17, 2009 at 4:32 PM
Subject: Re: bank account update
To: "Haddad, Maher H." <MHaddad@winston.com>
Cc: Umoja Arts Centre <umoja.arts@gmail.com>, "Schtevie, Jacob B." <JSchtevie@winston.com>

Hi Maher,

Just a note to let you know we're still waiting for your follow-up about what we need in order to complete the 501(c)(3) application.

Thank you,
Ellen

On Wed, Jun 24, 2009 at 3:41 PM, Haddad, Maher H. <MHaddad@winston.com> wrote:
Hi Ellen,

Good to hear from you. Sorry it's been a while. Things have been very hectic around here but we should have done a better job of keeping in touch.

I hope you got everything squared away with the bank and that you now have an account that you can use. From this point, all we have left to do is complete the 501(c)(3) application and send it in to the IRS. I will go over my file and see what information we're lacking and then let you know in the next couple of days what else we need to get the application filed promptly. I'll be in touch soon.

Sincerely,
-Maher

From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]
Sent: Tuesday, June 23, 2009 2:29 PM
To: Umoja Arts Centre; Haddad, Maher H.; Schtevie, Jacob B.
Subject: Re: bank account update

Hi Jake and Maher -

It has come to my attention that I have not heard anything from either one of you -- nor have I tried to contact you! - since late 2008. The last email that I sent you is below, asking about next steps for Umoja Arts Project's 501(c)3 application.

I know it's been awhile, but somehow we fell off the wagon and the organization still needs that status!

Please let me know if we can continue in that process. I apologize for my delay, I think I attempted to make contact several times before the 2008 holidays and never heard back.

Take care and thank you,
Ellen McSweeney

On Tue, Nov 11, 2008 at 4:15 PM, Ellen McSweeney <ellen.mcsweeney@gmail.com> wrote:
Dear Umoja,

Just want to send an update about our tax status and our bank account. I was hoping to send news about a potential small business account with Chase, but I just walked over there in the rain, only to remember that it's Veteran's Day and they are closed. I will have time to visit again on Friday.

- I received some documents in the mail from the IRS, so I now have official paper confirmation of our Employment Identification Number (EIN). I've also received information on how to sign up for online payment of our taxes to the IRS. Apparently our first obligation to file any tax forms will come in August 2009.

For future reference, our EIN is 26-3620086. The organization's address is my present address:

Umoja Arts Project Inc
c/o Ellen McSweeney
1338 1/2 West Argyle Street
Apartment 3S
Chicago, IL 60640

Banking fees are considerably lower once you are designated as a nonprofit. So, one question I need to have answered by the bank is whether we need to have tax-exempt status right now, or if we can show proof that we've applied for tax-exempt status, and that will be enough to let us pay lower fees.

Maher and Jake, any updates on next steps? I seem to remember that I need to fill out a questionnaire to help Maher apply for the 501c3.

Thanks everyone,
Ellen

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--
Ellen McSweeney, violin
www.ellenmcsweeney.com
www.chicagoQensemble.com

(774) 266 0718

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:19 AM
To: mpasko@langonlawgroup.com
Subject: FW: Good news

Follow Up Flag: Follow up
Flag Status: Flagged

Alan Gongora, Esq.
Managing Partner
Langon Law Group LLC
P: 646.845.9876
F: 888.688.4414
agongora@langonlawgroup.com
http://www.langonlawgroup.com

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From: Liza Barley [mailto:lizabarley@gmail.com]
Sent: Saturday, May 18, 2013 3:34 PM
To: Alan Gongora
Subject: Fwd: Good news

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Fwd: Good news
Date: 18 May 2013 18:34:37 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

This is when we got approved by NY State of Education (??)

----- Forwarded message -----

From: Schtevie, Jacob B. <JSchtevie@winston.com>
Date: Fri, Aug 1, 2008 at 12:11 PM
Subject: Good news
To: Ellen McSweeney <ellen.mcsweeney@gmail.com>

Ellen,

Marta Pasko

From: Alan Gongora [agongora@langonlawgroup.com]
Sent: Tuesday, June 04, 2013 11:19 AM
To: mpasko@langonlawgroup.com
Subject: FW: Umoja

Follow Up Flag: Follow up
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Alan Gongora, Esq.
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From: Liza Barley [mailto:lizabarley@gmail.com]
Sent: Saturday, May 18, 2013 3:33 PM
To: Alan Gongora
Subject: Fwd: Umoja

Begin forwarded message:

From: Ellen McSweeney <ellen.mcsweeney@gmail.com>
Subject: Fwd: Umoja
Date: 18 May 2013 18:33:27 GMT+01:00
To: Liza Barley <lizabarley@gmail.com>

More stuff.

----- Forwarded message -----

From: Schtevie, Jacob B. <JSchtevie@winston.com>
Date: Fri, Apr 18, 2008 at 2:52 PM
Subject: RE: Umoja
To: Ellen McSweeney <ellen.mcsweeney@gmail.com>

Hi Ellen,

Thanks for asking about that. I called the New York State Secretary of State and confirmed that the State's office does accept international checks. They just have to be payable in US Dollars. Please make the checks payable to "Department of State"--thanks!

From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]

Sent: Friday, April 18, 2008 4:45 AM

To: Schtevie, Jacob B.

Subject: Re: Umoja

Hi Jake,

I'm about to send off our signature pages, but realized I have an important question. Can you accept international checks? We don't have a US bank account yet (but we will, after we're incorporated ... hah). The checks are from CRDB Bank in Tanzania.

If this is not possible, we can arrange for someone in the States to pay for us.

Thanks very much,
Ellen

On Thu, Apr 10, 2008 at 12:36 AM, Schtevie, Jacob B. <JSchtevie@winston.com> wrote:

Ellen,

Glad to hear you are happy with the documents. I have added a signature block for execution by Liza Barley. So now you can both sign the Certificate. Tell Jessica not to feel left out, she will get to sign documents soon enough...two signatures will be more than ample for this filing.

Please print and sign 5 copies of the signature page from the attached file. If you could mail them to me (at the address below), that would be great--I can assemble full documents, save yourself the paper and mailing expense. Also, please do not date the document, I will do that for you.

Please enclose a check for \$75 and a check for \$20--both checks should be made payable to the New York State Department of State. These checks will cover New York's charges for incorporation of a not-for-profit entity and issuance of two certified copies of the Articles. Once certified Articles are returned to me, I will forward a copy to you for the corporate record book that you, as Secretary, will be responsible for maintaining.

The Partner supervising me is still reviewing the bylaws for your organization. She has been doing this sort of work for years, so it will be worth the wait! Once she is done, I will send a draft for you and the future directors of Umoja Arts Project, Inc. to review and we

will go from there.

Once the bylaws are completed, I will put you in contact with the tax attorney who has been assisting me. He will assist you with your application for tax-exempt status. We included all that tax language in the articles to make for a smoother application for exempt status.

I will also provide further assistance to you in terms of creating forms of corporate documents and registering for fundraising in other states. I will also forward you New York's non-profit corporation law. The New York code acts a set of default rules for corporate governance. To the extent that your bylaws are not controlling in a specific area, the statutes are informative in terms of proper corporate governance. I recommend you and the other directors take a look through them.

Thanks, Ellen.

--Jake

Jacob B. Schtevie | Attorney | Winston & Strawn LLP
35 WEST WACKER DRIVE | CHICAGO, IL 60601 | DIRECT (312) 558-6470 | FAX
(312) 558-5700

-----Original Message-----

From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]

Sent: Wednesday, April 09, 2008 6:08 AM

To: Schtevie, Jacob B.

Subject: Re: Umoja

Looks great!!

If it's helpful or necessary, Liza Barley and Jessica Welch are here in Tanzania, and will also be able to sign the Certificate if you like.

Shall I print it out and mail it to you, once you've removed the draft stamps? Perhaps I can get access to a fax machine.

Best,
Ellen

On Tue, Apr 8, 2008 at 7:29 PM, Schtevie, Jacob B.

<JSchtevie@winston.com> wrote:

>

> Sounds good, Ellen. Can you please take a look at this Certificate of

> Incorporation. Please let me know if you have any comments. If you do

> not, I will remove the draft stamps and ask you to sign the document.

>

> Thanks!

>

>

>
>
> -----Original Message-----
> From: Ellen McSweeney [mailto:ellen.mcsweeney@gmail.com]
> Sent: Tuesday, April 08, 2008 2:34 AM
> To: Schtevie, Jacob B.
> Subject: Re: Umoja
>
> Hi Jake,
>
> Sorry never to have responded about the honorary board members!
> I think this language is great to include. It seems like a really
good
> thing to have built into the board structure, and I think eventually
> we will really want people like this involved state-side. Let's go
> ahead and do that. A "looser approach" is definitely totally welcomed
> by all Umoja staff!
>
> I was going to email you today to see how things were going, so I'm
> really glad to hear from you. Please take care and I look forward to
> seeing those by-laws soon!
>
> Best,
> Ellen
>
>
>
> On Mon, Apr 7, 2008 at 10:00 PM, Schtevie, Jacob B.
> <JSchtevie@winston.com> wrote:
> >
> > Hi Ellen,
> >
> > Hope all is well. I was wondering whether you had an opportunity
to
> > think about the honorary board position question I posed below. I
> have
> > Articles of Incorporation ready for your review and execution.
> Anyway,
> > please let me know what you think about my idea. In drafting the
> > bylaws, I have opted for a looser approach that will allow the
> > organization to develop more organically. Once I hear from you on
> this
> > issue, I'll send you over the draft bylaws and we can go from
there!
> > Thanks,
> >
> > Jake
> >
> > >
> > >

> > > From: Schtevie, Jacob
> > > Sent: Monday, March 24, 2008 9:59 AM

> > > To: 'Ellen McSweeney'
> > > Subject: Umoja
> >
> >
> > >
> > > Good Morning Ellen,
> > >
> > > Hope you had a nice weekend. I have put together a first draft
of
> > > bylaws for Umoja. While I was looking at precedent, I was
reminded
> of
> > > the fact that many charities have honorary board positions.
This
> is a
> > > nice way to give donors/patrons special recognition. To give
you
> an
> > > idea of what somebody in this position would do, I have copied
> below a
> > > pretty generic draft of what sort of language we could include
in
> the
> > > bylaws:
> > >
> > > Honorary Directors. The Board of Directors may elect directors,
who
> > > are non-voting and do not have the powers, rights or duties of
the
> > > Board of Directors, but shall be entitled to attend Board of
> Directors
> > > meetings [Ellen, this power is, of course, not necessary],
assist
> in
> > > the fundraising, publicity and marketing activities of the
> > > Corporation, permit use of their name in connection with the
> > > fundraising, publicity and marketing activities of the
Corporation
> and
> > > otherwise be referred to as "Honorary Directors." Honorary
> Directors
> > > shall be elected by the affirmative vote of X percent (X%) of
the
> > > votes present and voted [Ellen, this vote refers to a vote of
the
> > > Board of Directors] and shall not be appointed to Class A. The
> Board
> > > of Directors shall select and elect Honorary Directors based
upon
> > > factors such as record of public service, record of involvement
> with

Umoja has been approved by the New York Department of Education--I received the fancy stamped letter today. I will work on refileing you articles with this new approval.

Jacob B. Schtevie
Winston & Strawn LLP

T: +1 (312) 558-6470
F: +1 (312) 558-5700

35 West Wacker Dr
Chicago, IL 60601

jschtevie@winston.com

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--
Ellen McSweeney, violin
www.ellenmcsweeney.com
www.chicagoQensemble.com

(774) 266 0718

> > > the Tanzanian Entity, the Corporation, or the community and such
> other
> > > similar factors that the Board of Directors deems appropriate.
> > > Honorary Directors need not be residents of New York.
> > >
> > > We could give/take any powers or rights we would like to. If
you
> and
> > > your colleagues think the prospect of an Honorary Director
> attending
> > > board meetings would be too invasive, we could remove that
> privilege,
> > > give them ability to attend part of the board meetings or do
> whatever
> > > you think is appropriate. If you do not like the idea of
Honorary
> > > Directors, I can strike the language completely. I do recommend
> that
> > > you think about keeping this as an option...easier to have it in
> the
> > > bylaws and not use it than it is to have to amend the bylaws
later
> on.
> > >
> > >
> > > Many people who donate a large sum of money to an organization
> > > expect/appreciate some involvement in the management of the
entity.
> > > You might find that their connections, experience, or just money
is
> > > helpful. One thing you should note, everybody is different,
some
> > > people become Honorary Directors and are extremely hands on
(read
> > > bossy) to the point where it becomes a nuisance. On the other
> hand,
> > > it is a great way to get people excited about your organization.
> > > Attorneys at my firm who are board members of various
non-profits
> and
> > > arts organizations often send out emails appealing for donations
or
> > > promoting some event/fundraiser. Anyway, think about it and let
me
> > > know. You might also just want to put this type of person
directly
> on
> > > the Board.
> > >
> > > I am meeting with Maher, who will be assisting with the tax
> components

> > > of this process this afternoon.

> > >

> > > --Jake

> > >

> > >

> > > Jacob B. Schtevie | Attorney | Winston & Strawn LLP

> > > 35 WEST WACKER DRIVE | CHICAGO, IL 60601 | DIRECT (312) 558-6470

|

> FAX

> > > (312) 558-5700

> > >

> > >

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> >

>

> *****

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> and cannot be used, by you (or any other taxpayer) to avoid penalties

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--

Ellen McSweeney, violin
www.ellenmcsweeney.com
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(774) 266 0718

FILING RECEIPT

=====

ENTITY NAME: UMOJA ARTS PROJECT, INC.

DOCUMENT TYPE: INCORPORATION (NOT-FOR-PROFIT)

TYPE: B COUNTY: NEWY

=====

FILED: 09/04/2008 DURATION: PERPETUAL CASH#: 080904000133 FILM #: 080904000117

FILER:

EXIST DATE

ALYSSA GALINAITIS
WINSTON & STRAWN LLP
35 WEST WACKER DRIVE
CHICAGO, IL 60601

09/04/2008

ADDRESS FOR PROCESS:

C/O ELLEN MCSWEENEY
1059 EAST STREET
MANSFIELD, MA 02048

REGISTERED AGENT:

=====

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7276974CS

DOS-1025 (04/2007)

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on .
September 4, 2008.

Paul LaPointe

Paul LaPointe
Special Deputy Secretary of State

CT-07

080904000117

CERTIFICATE OF INCORPORATION

OF

UMOJA ARTS PROJECT, INC.

UNDER SECTION 402 OF THE NOT-FOR-PROFIT CORPORATION LAW

FIRST: The name of the corporation is: Umoja Arts Project, Inc. (the "Corporation")

SECOND: The Corporation is a corporation as defined in subparagraph (a)(5) of section 102 of the Not-For-Profit Corporation Law .

THIRD: The purposes for which the Corporation is formed are charitable and educational: to promote personal empowerment and cultural exchange through arts education, exhibition and performance; to raise funds and awareness for the Umoja Music School (Arusha) Limited and its Arts Centre, a non-profit arts and education center based in Arusha, Tanzania; to facilitate international cultural exchange between Tanzania and the United States by serving as a liaison for Umoja Music School/Arts Centre's students, teachers, performers and visiting artists; and to offer limited fiscal sponsorship to artists whose projects are relevant to the mission statement, including those who wish to travel to Tanzania to perform, teach or create work; but only to the extent and in such manner that such purposes constitute exclusively charitable and educational purposes within the meaning of sections 501(c)(3) and 170(c)(2)(B) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent Federal tax law (hereinafter referred to as the "Code").

Nothing herein shall authorize the Corporation to operate or maintain a charter school, a nursery school, an elementary school, a secondary school, a college, a university or to advertise or offer credit-bearing courses or degrees in New York State. Nothing herein shall authorize the Corporation to operate or maintain a library, museum, archive or historical society or to own or hold collections. Except as authorized by Title VIII or other applicable statute, nothing herein shall authorize the corporation to engage in the practice of any profession in New York, engage in the training of any profession in New York or to use a professional title or term of any profession in New York in violation of Title VIII of the Education Law.

No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors or officers or other private persons (except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to and reimbursement of expenses incurred on behalf of the Corporation and to make payments and distributions in furtherance of its purposes as set forth in this Certificate of Incorporation). No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall

not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of this Certificate of Incorporation or the laws of any jurisdiction otherwise applicable, the Corporation shall not carry on any activities not permitted to be carried on and shall not make any distribution not permitted to be made (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Code.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively to organizations organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine.

FOURTH: The office of the Corporation is to be located in the County of New York, State of New York. The post office address of the office, without the State of New York, at which, pursuant to Section 621 of the Not-For-Profit Corporation law, the books and records of account of the Corporation shall be kept is 1059 East Street, Mansfield, Massachusetts 02048.

FIFTH: The type of Corporation it shall be under section 201 of the Not-For-Profit Corporation Law is Type B.

SIXTH: The names and addresses of the persons constituting the initial Board of Directors of the Corporation are:

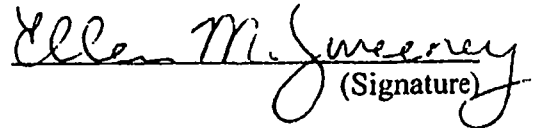
<u>Name</u>	<u>Address</u>
Ellen McSweeney	1059 East Street Mansfield, Massachusetts 02048
Annie Barley	105 West 138th Street New York, New York 10030
Liza Barley	1260 Denniston Street Pittsburgh, Pennsylvania 15217
Jessica Welch	13 Joe Mae Road Edgewood, New Mexico 87015

SEVENTH: The Secretary of State is designated as agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any process against the

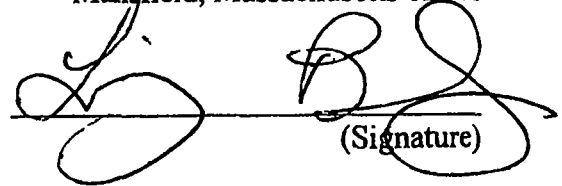
Corporation served upon him is: c/o Ellen McSweeney, 1059 East Street, Mansfield, Massachusetts 02048.

;

IN WITNESS WHEREOF, I have made and signed this certificate this 30 day of April A.D. 2008 and I affirm the statements contained therein as true under penalties of perjury.


(Signature)

Ellen McSweeney
1059 East Street
Mansfield, Massachusetts 02048


(Signature)

Liza Barley
126~~8~~ Denniston Street
Pittsburgh, Pennsylvania 15217

CT-07

080904000117

Certificate of Incorporation

OF

Umoja Arts Project, Inc.

Under Section 402 of the Non-for-Profit Corporation Law

2008 SEP -4 AM 9:55

FILED

Filed by: Alyssa Galinaitis
Winston & Strawn LLP
35 West Wacker Drive
Chicago, IL 60601
Cst ref # 7276974cs

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WINSTON & STRAWN LLP

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WASHINGTON, D.C. 20006-3817

WRITER'S DIRECT DIAL NUMBER

312-558-6470
jschtevie@winston.com

December 11, 2007

Ms. Ellen McSweeney
Umoja Arts Project
P.O. Box 16343
Arusha, Tanzania

Re: Revised Engagement Letter

Dear Ms. McSweeney:

Our firm's policy at the outset of an engagement with a new client is to outline the nature of the engagement and the basis on which the Firm will provide legal services. This Letter is meant to fully supersede and replace our letter to you dated November 29, 2007. As this new Letter changes the terms of the engagement, please review it carefully.

1. Nature of Engagement: As we discussed, the Firm's client will be the newly formed American nonprofit organization ("Friends of Umoja") and not any affiliate or employee of Friends of Umoja. Furthermore, please note that we are not representing the Tanzanian entity, Umoja Arts Project, Company Limited by Guarantee ("Umoja"), or any affiliate or employee of Umoja. Our engagement is on a pro bono basis. This means that we will not charge for our legal advice.

The scope of our engagement will be in connection with the incorporation of a tax exempt/non-profit U.S. entity being formed for fundraising purposes. We have agreed that our present engagement is limited to the performance of services related to this matter. You are engaging the firm to provide legal services in connection with this specific matter. After completion of the matter, changes may occur in the applicable laws or regulations that could have an impact upon your future rights and liabilities. Unless you actually engage us after the closing of this matter to provide additional advice on issues arising from the matter, the Firm has no continuing obligation to advise you with respect to future legal developments.

Please note that Winston & Strawn LLP is not licensed to practice Tanzanian law. The advice we provide to Friends of Umoja will be as to Illinois law only. As to questions of Tanzanian law, you must confer with counsel admitted to practice in Tanzania.

2. Client Documents: We will maintain any necessary documents (including any electronic copies) relating to this matter in our client files. At the conclusion of the matter (or earlier, if appropriate), it is your obligation to advise us as to which, if any, of the documents in our files you wish us to make available to you. These documents will be delivered to you within a reasonable time after receipt of payment for outstanding costs, subject to applicable rules of attorney conduct. We will retain any remaining documents in our files for a certain period of time, after which we will destroy them in accordance with our record retention program.

3. Costs: Although we will not bill you for time spent by firm personnel in performing services for you, we may bill you for the following costs and expenses incurred in performing our services: not-for-profit incorporation registration costs and IRS filing fees. The Firm expects that its clients will pay statements within 30 days.

4. Advance Waiver: We are a large law firm and represents thousands of other companies and individuals (collectively, the "Other Clients"), some of whom may become adverse to Friends of Umoja in other unrelated matters, including litigation. Therefore, as a condition to the Firm undertaking to represent you in this pro bono matter (the "Pro Bono Matter"), you agree that this firm may represent current or future Other Clients in any matters, including litigation, directly adverse to Friends of Umoja, which are not substantially related to the Pro Bono Matter, and hereby waive any conflict of interest relating to such representation of the Other Clients. This letter also confirms that you have had an opportunity to consult with independent counsel regarding the terms of this waiver.

5. Termination of Representation: A client has the right at any time to terminate our services and representation upon written notice to the Firm. We reserve the right to withdraw from our representation, if, among other things, the client fails to honor the terms of the engagement letter, the client fails to cooperate or follow our advice on a material matter, or any fact or circumstance would render our continued relationship unlawful or unethical or would otherwise authorize such termination, subject to applicable rules of professional conduct.

In the event that we terminate the engagement, we will take such steps as are reasonably practicable to protect your interests in the above matter, and you agree on behalf of Friends of Umoja that it will take all steps necessary to free us of any obligation to perform further, including the execution of any documents necessary to perfect our withdrawal. If Friends of Umoja so requests, we will suggest possible successor counsel and provide it with whatever documents Friends Umoja has have provided to us. If permission for withdrawal is

The Umoja Arts Project
December 11, 2007
Page 3

required by a court, we will promptly apply for such permission, and you agree on behalf of Friends of Umoja to engage successor counsel to represent Friends of Umoja.

Please indicate your acceptance of the terms of this letter by signing and returning it to my attention. You may retain the enclosed copy for your files. Should you have any questions, please call or email me.

We appreciate the chance to be of service and look forward to working with you.

Very truly yours,



Jacob B. Schtevie

ACCEPTED AND AGREED to this
____ day of _____, 2007

By: _____

Its: _____

JBS:kb
Enclosure

cc: James J. Junewicz
Gregory McConnell