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Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

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1

Briefly describe the organization's mission

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

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

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

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations 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 \$ 72,846,396 including grants of \$) (Revenue \$ 51,783,229)

THE EDUCATION RESOURCES DIVISION PROMOTES AND ADVANCES EDUCATION THROUGH THE DEVELOPMENT, CONSTRUCTION, ACQUISITION, OWNERSHIP, MANAGEMENT, MAINTENANCE, OPERATION, AND DISPOSITION OF EDUCATION - RELATED FACILITIES AND THROUGH THE PROVISION OF VARIOUS RELATED PROGRAMS, ACTIVITIES AND SERVICES AS OF DECEMBER 31, 2013, 6,235 BEDS WERE AVAILABLE TO RESIDENTS WHO ALSO RECEIVED ENRICHMENT THROUGH COUNSELING, TUTORING AND OTHER ACTIVITIES, SERVICES AND PROGRAMS

4b

(Code) (Expenses \$ 23,587,537 including grants of \$) (Revenue \$ 24,040,438)

IN 2013, THE SENIOR LIVING RESOURCES DIVISION CONSISTS OF 402 UNITS THE SENIOR LIVING RESOURCES DIVISION OFFERED ACTIVITIES, SERVICES AND PROGRAMS TO MEET THE SPECIAL NEEDS OF THE AGED AND ELDERLY, INCLUDING HOUSING AND HEALTHCARE, WITHIN AN ENVIRONMENT THAT PROMOTES THE DIGNITY AND INDEPENDENCE OF THE RESIDENTS

4c

(Code) (Expenses \$ 4,310,042 including grants of \$) (Revenue \$ 2,922,415)

AS OF DECEMBER 31, 2013, THE AFFORDABLE HOUSING DIVISION CONSISTS OF 2 PROPERTIES WITH 280 UNITS APPROXIMATELY 40% OF THESE UNITS ARE AVAILABLE FOR RESIDENTS WHO EARN 60% OR LESS OF THE AREA MEDIAN INCOME DURING 2013, THE CORPORATION DEVELOPED AND ENRICHED ITS HOUSING PROGRAMS, INCLUDING HEALTH, SOCIAL AND EDUCATION PROGRAMS TO IMPROVE THE QUALITY OF LIFE AND POTENTIAL FOR BASIC EDUCATION SUPPORT GROUPS, FOOD AND NUTRITION CLASSES, AND JOB READINESS TRAINING ARE EXAMPLES OF PROGRAMS THAT WERE OFFERED TO THE RESIDENTS OF THE FACILITIES

4d

Other program services (Describe in Schedule O)

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

4e







Total program service expenses

100,743,975

Form 990 (2013)

Part IV

Checklist of Required Schedules

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

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21		No
22	Did the organization report more than \$5,000 of grants or 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>	22		No
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>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a	Yes	
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>	26		No
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>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . .	29	Yes	
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>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
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>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33	Yes	
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>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
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>	35b	Yes	
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>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
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	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

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		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a	140
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a	610
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	Yes
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	Yes
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.	3b	Yes
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7 Organizations that may receive deductible contributions under section 170(c).			
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	No
d	If "Yes," indicate the number of Forms 8282 filed during the year.	7d	
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	
9 Sponsoring organizations maintaining donor advised funds.			
a	Did the organization make any taxable distributions under section 4966?	9a	
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	
10 Section 501(c)(7) organizations. Enter			
a	Initiation fees and capital contributions included on Part VIII, line 12.	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b	
11 Section 501(c)(12) organizations. Enter			
a	Gross income from members or shareholders.	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b	
c	Enter the amount of reserves on hand.	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b	

Part VI

Governance, Management, and Disclosure

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

Check if Schedule O contains a response or note to any line 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	6	
	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	5	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	Yes
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	No
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?	7a	No
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	8a	Yes
8b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

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?	10a	Yes
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?	10b	Yes
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
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	12a	Yes
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
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	15a	Yes
15b	Other officers or key employees of the organization	15b	Yes
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	Yes
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?	16b	Yes

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed▶
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> 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 ▶STEVE HICKS 5565 BANKERS AVENUE Baton Rouge, LA 70808 (225) 766-3977

Part VII

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

Check if Schedule O contains a response or note to any line 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, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

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

Check this box if neither the organization nor any related 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) STEVE E HICKS CHAIRMAN, PRESIDENT & CEO	38 00 2 00	X		X				973,465	0	25,850
(2) NANCY H HENZE DIRECTOR	1 00	X						24,000	0	0
(3) THOMAS HARROW DIRECTOR	1 00 1 00	X						24,000	6,000	0
(4) TOM E GREENE III DIRECTOR	1 00	X						24,000	0	0
(5) WALTER BUMPHUS PHD DIRECTOR	1 00	X						24,000	0	0
(6) WALTER MONSOUR NON-EXECUTIVE CHAIRMAN	1 00 1 00	X						48,000	6,000	0
(7) DEBRA W LOCKWOOD EXECUTIVE VP AND CFO	35 00 5 00			X				441,667	0	22,281
(8) DONOVAN O HICKS GENERAL COUNSEL	40 00				X			312,503	0	33,117
(9) ALLEN CURTIS ADMINISTRATOR	40 00					X		134,211	0	36,080
(10) DAVID GRAND JR ASSOCIATE COUNSEL	40 00					X		145,025	0	33,648
(11) MARLA SCANNICCHIO SENIOR VP OF FINANCE	40 00					X		168,210	0	35,051
(12) MARY DEPIETRO MANAGING DIRECTOR OF SENIOR LIVING	40 00					X		178,951	0	35,156
(13) RANDALL MCCLELLAN ADMINISTRATOR	40 00					X		130,151	0	23,350

Part VII

1b	Sub-Total	▼			
c	Total from continuation sheets to Part VII, Section A	▼			
d	Total (add lines 1b and 1c)	▼	2,628,183	12,000	244,533

2 Total number of individuals (including but not limited to those listed in Item 1) who received more than \$100,000 of reportable compensation from the organization. 8

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
AEGIS PO BOX 8103 FORT SMITH AZ 72902	THERAPY SERVICES	806,509
REHAB SOLUTIONS 3029 SENNA DRIVE MATTHEWS NC 28105	REHABILITATION SERVICES	653,897
FELDER SERVICES LLC PO BOX 70171 MOBILE AL 36670	LAUNDRY/HOUSEKEEPING SERVICES	458,754
CENTURY CAMPUS HOUSING MGT LLP 1001 FANNIN SUITE 1350 HOUSTON TX 77002	MANAGEMENT COMPANY	440,443
CROWE HOWARTH PO BOX 145415 CINCINNATI OH 45209791	AUDIT/TAX SERVICES	357,932

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 ►11

Part VIII

Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A)	(B)	(C)	(D)	
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d	667,282			
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f				
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		667,282			
Program Service Revenue			Business Code				
	2a	PATIENT SERVICE REVENUE	900099	22,834,953	22,834,953		
	b	RENTAL REVENUE	532000	45,542,951	45,542,951		
	c	RESIDENT SERVICE REVENUE	623990	1,195,426	1,195,426		
	d	ANCILLARY REVENUE	900099	305,951	305,951		
	e			0			
	f	All other program service revenue		0	0	0	
	g	Total. Add lines 2a-2f		69,879,281			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		406,256		406,256	
	4	Income from investment of tax-exempt bond proceeds		0			
	5	Royalties		0			
	6a	Gross rents	(i) Real	(ii) Personal			
		b	Less rental expenses				
		c	Rental income or (loss)	0	0		
		d	Net rental income or (loss)		0		
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
		b	Less cost or other basis and sales expenses				
		c	Gain or (loss)	0	0		
		d	Net gain or (loss)		0		0
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
		b	Less direct expenses	b			
		c	Net income or (loss) from fundraising events		0		
	9a	Gross income from gaming activities See Part IV, line 19	a				
		b	Less direct expenses	b			
		c	Net income or (loss) from gaming activities		0		
	10a	Gross sales of inventory, less returns and allowances	a				
		b	Less cost of goods sold	b			
		c	Net income or (loss) from sales of inventory		0		
		Miscellaneous Revenue		Business Code			
	11a	FITNESS FACILITY MEMBERSHIP DUES	713940	5,067,207	4,950,223	116,984	
b	DINING SUBLEASE	900099	879,592	879,592			
c	PARKING INCOME	900099	524,532	524,532			
d	All other revenue		2,523,070	2,512,454	0	10,616	
e	Total. Add lines 11a-11d		8,994,401				
12	Total revenue. See Instructions		79,947,220	78,746,082	116,984	416,872	

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 or note to any line 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.	1,952,883		1,952,883	
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.	14,694,117	14,016,938	677,179	
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	60,262	51,896	8,366	
9	Other employee benefits.	436,036	424,213	11,823	
10	Payroll taxes.	1,224,288	1,100,119	124,169	
11	Fees for services (non-employees):				
a	Management.	1,736,612	1,736,612		
b	Legal.	546,392	484,536	61,856	
c	Accounting.	484,169	391,688	92,481	
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).	4,799,960	4,469,233	330,727	0
12	Advertising and promotion.	400,905	374,443	26,462	
13	Office expenses.	1,674,541	1,520,469	154,072	
14	Information technology.	400,421	323,624	76,797	
15	Royalties.	0			
16	Occupancy.	7,092,265	7,016,600	75,665	
17	Travel.	182,750	136,887	45,863	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19	Conferences, conventions, and meetings.	44,750	34,759	9,991	
20	Interest.	34,937,863	34,803,067	134,796	
21	Payments to affiliates.	0			
22	Depreciation, depletion, and amortization.	21,677,050	21,495,564	181,486	
23	Insurance.	3,384,041	3,283,620	100,421	
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	BAD DEBT EXPENSE	1,032,899	1,032,899		
b	OTHER TAXES	1,144,373	1,116,616	27,757	
c	ISSUER/TRUSTEE/LOC REMARKETING FEES	1,442,096	1,442,096		
d	MAINTENANCE AND REPAIRS	2,328,467	2,292,695	35,772	
e	All other expenses	3,433,370	3,195,401	237,969	0
25	Total functional expenses. Add lines 1 through 24e.	105,110,510	100,743,975	4,366,535	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).	0			

Part X

Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

				(A)		(B)
				Beginning of year		End of year
Assets	1	Cash—non-interest-bearing		11,282,176	1	8,757,291
	2	Savings and temporary cash investments			2	
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net		4,011,296	4	3,920,498
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.		0	5	0
	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.		0	6	0
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		4,057,139	9	5,219,993
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	10a689,668,960			
	b	Less: accumulated depreciation	10b66,213,880	502,237,962	10c	623,455,080
	11	Investments—publicly traded securities		3,934,416	11	4,623,892
	12	Investments—other securities. See Part IV, line 11.		0	12	0
	13	Investments—program-related. See Part IV, line 11.		0	13	0
	14	Intangible assets			14	
	15	Other assets. See Part IV, line 11.		59,855,771	15	158,469,444
	16	Total assets. Add lines 1 through 15 (must equal line 34).		585,378,760	16	804,446,198
Liabilities	17	Accounts payable and accrued expenses		28,239,094	17	48,030,427
	18	Grants payable			18	
	19	Deferred revenue		1,008,854	19	657,523
	20	Tax-exempt bond liabilities		493,988,412	20	708,105,627
	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.		0	22	0
	23	Secured mortgages and notes payable to unrelated third parties		110,279,694	23	114,577,903
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.		34,857,269	25	26,954,981
	26	Total liabilities. Add lines 17 through 25.		668,373,323	26	898,326,461
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.					
	27	Unrestricted net assets		-82,994,563	27	-93,880,263
	28	Temporarily restricted net assets			28	
	29	Permanently restricted net assets			29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		-82,994,563	33	-93,880,263
	34	Total liabilities and net assets/fund balances		585,378,760	34	804,446,198

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	79,947,220
2	Total expenses (must equal Part IX, column (A), line 25)	2	105,110,510
3	Revenue less expenses Subtract line 2 from line 1	3	-25,163,290
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	-82,994,563
5	Net unrealized gains (losses) on investments	5	-97,611
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	14,378,632
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	-93,880,263

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☐

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? 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 type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		No
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 checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	Yes	
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	Yes	
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?		No
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A

(Form 990 or 990EZ)

Department of the
Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization PROVIDENT RESOURCES GROUP INC	Employer identification number 58-2492101
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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 33¹/₃% 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 33¹/₃% 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?

h

☐

Provide the following information about the supported organization(s)

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

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

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support (Add lines 7 through 10)						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage						
14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))		14				
15 Public support percentage for 2012 Schedule A, Part II, line 14		15				
16a 33 1/3% support test—2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization						▶
b 33 1/3% support test—2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization						▶
17a 10%-facts-and-circumstances test—2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization						▶
b 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization						▶
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions						▶




Part IIISupport 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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")				4,347,353	667,282	5,014,635
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	43,165,229	48,482,210	51,392,807	64,803,570	69,879,281	277,723,097
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	43,165,229	48,482,210	51,392,807	69,150,923	70,546,563	282,737,732
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	0	0	0	0	0	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	0	0	0	0	0
c Add lines 7a and 7b	0	0	0	0	0	0
8 Public support (Subtract line 7c from line 6)						282,737,732

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	43,165,229	48,482,210	51,392,807	69,150,923	70,546,563	282,737,732
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	938,449	1,006,641	143,966	217,078	406,256	2,712,390
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975		17,755	48,763	106,527	116,984	290,029
c Add lines 10a and 10b	938,449	1,024,396	192,729	323,605	523,240	3,002,419
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)	1,708,104	4,264,027	5,839,168	8,138,302	8,877,417	28,827,018
13 Total support. (Add lines 9, 10c, 11, and 12)	45,811,782	53,770,633	57,424,704	77,612,830	79,947,220	314,567,169
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage			
15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	89 880 %	
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	91 380 %	

Section D. Computation of Investment Income Percentage			
17	Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	0 950 %
18	Investment income percentage from 2012 Schedule A, Part III, line 17	18	1 090 %
19a	33 1/3% support tests—2013. 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—2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization 		
20	Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions 		

Part IV

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

Facts And Circumstances Test	
Return Reference	Explanation
Schedule A, Part III, Line 12, Other Income	DESCRIPTION - OTHER INCOME, COLUMN A - 1708104, COLUMN B - 4264027, COLUMN C - 5839168, COLUMN D - 8138302, COLUMN E - 8877417, COLUMN F - 28827018,

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b**
▶ **Attach to Form 990.** ▶ **See separate instructions.** ▶ **Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

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

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>	

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

1

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

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

2

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

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

3

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

4

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

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes ☐ No

6

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

7

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

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes ☐ No

9

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b

If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b

Assets included in Form 990, Part X

▶ \$ _____

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

Cat No 52283D

Schedule D (Form 990) 2013

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

- 3

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

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other
- 4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

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

- 1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☒ Yes

☐ No
- b

If "Yes," explain the arrangement in Part XIII and complete the following table
- | | |
|----|-----------|
| | Amount |
| 1c | 145,796 |
| 1d | 1,608,871 |
| 1e | 1,635,482 |
| 1f | 119,185 |
- 2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☒ No
- b

If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

☐

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

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

- 2

Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a

Board designated or quasi-endowment
- b

Permanent endowment
- c

Temporarily restricted endowment

The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a

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

	Yes	No
(i) unrelated organizations	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	
- 4

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

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		35,656,352		35,656,352
b Buildings		526,073,041	50,439,044	475,633,997
c Leasehold improvements		76,061	11,678	64,383
d Equipment		47,546,330	15,398,872	32,147,458
e Other		80,317,176	364,286	79,952,890
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				623,455,080

Part XI

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	93,026,535
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-97,611
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	13,180,357
e	Add lines 2a through 2d	2e	13,082,746
3	Subtract line 2e from line 1	3	79,943,789
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	3,431
c	Add lines 4a and 4b	4c	3,431
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	79,947,220

Part XII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	105,107,079
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	0
e	Add lines 2a through 2d	2e	0
3	Subtract line 2e from line 1	3	105,107,079
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	3,431
c	Add lines 4a and 4b	4c	3,431
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	105,110,510

Part XIII

Supplemental Information

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

Return Reference	Explanation
Schedule D, Part IV, Line 1b, Agent, trustee, custodian, or other intermediary arrangement	THE ORGANIZATION HOLDS RESIDENT TRUST FUNDS ON BEHALF OF THE RESIDENTS RESIDING IN NURSING HOMES. THE ORGANIZATION ONLY ACTS AS A CUSTODIAN FOR THE FUNDS IN THESE ACCOUNTS AND THEREFORE, THIS IS NOT TREATED AS AN ASSET OF THE ORGANIZATION.
Schedule D, Part X, Line 2, FIN 48 (ASC 740) footnote	PROVIDENT IS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(A) OF THE CODE, AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE. PROVIDENT IS NOT SUBJECT TO FEDERAL INCOME TAXES, EXCEPT FOR INCOME FROM UNRELATED BUSINESS ACTIVITIES, IF ANY. ALL AFFILIATES OF PROVIDENT, WITH THE EXCEPTION OF MCFH AND CAPITAL ADVISORS, ARE DISREGARDED ENTITIES FOR FEDERAL INCOME TAX PURPOSES. MCFH AND CAPITAL ADVISORS ARE LIMITED LIABILITY COMPANIES WHOSE ECONOMIC SOLE MEMBER IS PROVIDENT, IS A TAXABLE SUBSIDIARY AND IS TAXABLE AS A CORPORATION FOR FEDERAL INCOME TAX PURPOSES. U.S. GAAP PRESCRIBES RECOGNITION THRESHOLDS AND MEASUREMENT ATTRIBUTES FOR THE CONSOLIDATED FINANCIAL STATEMENT RECOGNITION AND MEASUREMENT OF A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. TAX BENEFITS WILL BE RECOGNIZED ONLY IF THE TAX POSITION IS MORE-LIKELY-THAN-NOT SUSTAINED IN A TAX EXAMINATION, WITH A TAX EXAMINATION BEING PRESUMED TO OCCUR. THE AMOUNT RECOGNIZED WILL BE THE LARGEST AMOUNT OF TAX BENEFIT THAT IS GREATER THAN 50% LIKELY OF BEING REALIZED ON EXAMINATION. FOR TAX POSITIONS NOT MEETING THE MORE-LIKELY-THAN-NOT TEST, NO TAX BENEFIT WILL BE RECORDED. MANAGEMENT HAS CONCLUDED THAT THEY ARE UNAWARE OF ANY TAX BENEFITS OR LIABILITIES TO BE RECOGNIZED AT DECEMBER 31, 2013 AND 2012. PROVIDENT IS NO LONGER SUBJECT TO EXAMINATION BY U.S. FEDERAL TAXING AUTHORITIES FOR YEARS BEFORE 2010 AND FOR ALL STATE INCOME TAXES THROUGH 2010. PROVIDENT DOES NOT EXPECT THE TOTAL AMOUNT OF UNRECOGNIZED TAX BENEFITS TO SIGNIFICANTLY CHANGE IN THE NEXT 12 MONTHS. PROVIDENT WOULD RECOGNIZE INTEREST AND PENALTIES UNRELATED TO UNRECOGNIZED TAX BENEFITS IN INTEREST AND INCOME TAX EXPENSE, RESPECTIVELY. PROVIDENT HAS NO AMOUNTS ACCRUED FOR INTEREST OR PENALTIES AS OF DECEMBER 31, 2013 AND 2012.
Schedule D, Part XI, Line 2d, Other revenues in audited financial statements not in form 990	UNREALIZED GAIN ON SWAP - 13180357,
Schedule D, Part XI, Line 4b, Other revenues in form 990 not in audited financial statements	DISPOSITION OF ASSETS - 3431,
Schedule D, Part XII, Line 4b, Other expenses in form 990 not in audited financial statements	DISPOSITION OF ASSETS - 3431,

[illegible]

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I	Questions Regarding Compensation		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. <div><div><input type="checkbox"/> First-class or charter travel</div><div><input type="checkbox"/> Housing allowance or residence for personal use</div><div><input type="checkbox"/> Travel for companions</div><div><input type="checkbox"/> Payments for business use of personal residence</div><div><input type="checkbox"/> Tax idemnification and gross-up payments</div><div><input type="checkbox"/> Health or social club dues or initiation fees</div><div><input type="checkbox"/> Discretionary spending account</div><div><input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)</div></div>			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. <div><div><input checked="" type="checkbox"/> Compensation committee</div><div><input type="checkbox"/> Written employment contract</div><div><input checked="" type="checkbox"/> Independent compensation consultant</div><div><input checked="" type="checkbox"/> Compensation survey or study</div><div><input checked="" type="checkbox"/> Form 990 of other organizations</div><div><input checked="" type="checkbox"/> Approval by the board or compensation committee</div></div>			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	4a		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		No
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	5a		No
b	Any related organization?	5b		No
	If "Yes," to line 5a or 5b, describe in Part III.			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:			
a	The organization?	6a		No
b	Any related organization?	6b		No
	If "Yes," to line 6a or 6b, describe in Part III.			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.	7	Yes	
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.	8		No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1)DEBRA W LOCKWOOD EXECUTIVE VP AND CFO	(i) (ii)	276,289 0	18,729 0	146,649 0	2,750 0	19,531 0	463,948 0	0 0
(2)MARY DEPIETRO MANAGING DIRECTOR OF SENIOR LIVING	(i) (ii)	129,131 0	3,500 0	46,320 0	2,039 0	33,117 0	214,107 0	0 0
(3)ALLEN CURTIS ADMINISTRATOR	(i) (ii)	93,020 0	13,000 0	28,191 0	1,600 0	34,480 0	170,291 0	0 0
(4)MARLA SCANNICCHIO SENIOR VP OF FINANCE	(i) (ii)	134,131 0	5,900 0	28,179 0	1,934 0	33,117 0	203,261 0	0 0
(5)STEVE E HICKS CHAIRMAN, PRESIDENT & CEO	(i) (ii)	496,302 0	0 0	477,163 0	0 0	25,850 0	999,315 0	0 0
(6)DONOVAN O HICKS GENERAL COUNSEL	(i) (ii)	249,131 0	15,776 0	47,596 0	0 0	33,117 0	345,620 0	0 0
(7)RANDALL MCCLELLAN ADMINISTRATOR	(i) (ii)	111,795 0	0 0	18,356 0	0 0	23,350 0	153,501 0	0 0
(8)DAVID GRAND JR ASSOCIATE COUNSEL	(i) (ii)	91,447 0	25,900 0	27,678 0	1,693 0	31,955 0	178,673 0	0 0

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
Schedule J, Part I, Line 7, Non-fixed payments	DURING 2013, DEBRA W LOCKWOOD, EXECUTIVE VP AND CFO, AND DONOVAN O HICKS, GENERAL COUNSEL, WERE GIVEN A "SPOT" BONUS FOR THEIR EXTRAORDINARY EFFORTS IN MANAGING PROVIDENT RESOURCES GROUP
SCHEDULE J, PART II, COLUMN (B) (III), OTHER REPORTABLE COMPENSATION	DURING 2013 THE ORGANIZATION ESTABLISHED A MANDATORY PTO PAY-OUT PROCESS BY WHICH ELIGIBLE EMPLOYEES RECEIVED AN ANNUAL CASH PAYMENT FOR THE BALANCE OF ANY ACCRUED AND UNUSED PTO IN EXCESS OF A SET MAXIMUM (BASED ON POSITION LEVEL), IN LIEU OF USING THOSE EXCESS HOURS AS ALLOWABLE PAID TIME OFF. FOR THE TOP EXECUTIVES, THE MAXIMUM ANNUAL PTO ACCRUAL IS SET AT 1,000 HOURS. FOR SENIOR MANAGEMENT, THE MAXIMUM ANNUAL PTO ACCRUAL IS SET AT 750 HOURS. FOR ALL OTHER EMPLOYEES, THE MAXIMUM PTO ACCRUAL IS SET AT 500 HOURS. THE TOTAL AMOUNT OF PTO PAYOUTS FOR EMPLOYEES LISTED ON SCHEDULE J IS \$648,986. IN 2013, THE ORGANIZATION PAID THE FOLLOWING OFFICERS AND KEY EMPLOYEES LISTED THE FOLLOWING PTO PAYOUT: STEVE HICKS - \$458,070 DEBRA LOCKWOOD - \$136,524 DONOVAN HICKS - \$23,173 MARY DEPEITRO - \$21,052 MARLA SCANNICCHIO - \$3,077 ALLEN CURTIS - \$2,187 DAVID GRAND - \$2,596 RANDALL MCCLELLAN - \$2,308

Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I

Bond Issues

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

Part II

Proceeds

		A		B		C		D	
1	Amount of bonds retired	1,205,000		1,362,955		1,290,000		640,000	
2	Amount of bonds legally defeased	0		0		0		0	
3	Total proceeds of issue	15,138,615		3,587,089		18,068,976		9,804,241	
4	Gross proceeds in reserve funds	904,109		0		1,515,452		0	
5	Capitalized interest from proceeds	778,433		146,486		1,319,733		0	
6	Proceeds in refunding escrows	0		0		0		0	
7	Issuance costs from proceeds	255,385		70,000		207,326		196,000	
8	Credit enhancement from proceeds	159,156		0		134,697		0	
9	Working capital expenditures from proceeds	0		0		0		0	
10	Capital expenditures from proceeds	13,041,532		3,370,603		14,833,426		9,608,241	
11	Other spent proceeds	0		0		58,342		0	
12	Other unspent proceeds	0		0		0		0	
13	Year of substantial completion	2005		2008		2008		2009	
14	Were the bonds issued as part of a current refunding issue?	Yes	No	Yes	No	Yes	No	Yes	No
			X		X		X		X
15	Were the bonds issued as part of an advance refunding issue?		X		X		X		X
16	Has the final allocation of proceeds been made?	X		X		X		X	
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X		X	

Part III

Private Business Use

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

Part III

Private Business Use (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?	X			X	X		X	
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?	X				X		X	
c	Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government	0 %		0 %		0 %		0 %	
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government	0 %		0 %		0 %		0 %	
6	Total of lines 4 and 5	0 %		0 %		0 %		0 %	
7	Does the bond issue meet the private security or payment test?		X		X		X		X
8a	Has there been a sale or disposition of any of the bond financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X		X		X		X
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of								
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?	X		X		X		X	

Part IV

Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T?		X		X		X		X
2	If "No" to line 1, did the following apply?								
a	Rebate not due yet?		X		X		X		X
b	Exception to rebate?		X		X		X		X
c	No rebate due?	X		X		X		X	
	If you checked "No rebate due" in line 2c, provide in Part VI the date the rebate computation was performed								
3	Is the bond issue a variable rate issue?	X		X		X		X	
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?	X		X		X			X
b	Name of provider	REGIONS FINANCIAL CORP		CAPITAL ONE		REGIONS FINANCIAL CORP			
c	Term of hedge	5 5		3 3		5 5			
d	Was the hedge superintegrated?		X		X		X		
e	Was the hedge terminated?		X		X		X		

Part IV

Arbitrage (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
5a	Were gross proceeds invested in a guaranteed investment contract (GIC)?	X			X	X			X
b	Name of provider	MORGAN STANLEY FLEXIBLE AGREEMENTS INC				MBIA INC			
c	Term of GIC	4 0				1 0			
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?	X				X			
6	Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
7	Has the organization established written procedures to monitor the requirements of section 148?	X		X		X		X	

Part V

Procedures To Undertake Corrective Action

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
	Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?	X		X		X		X	

Part VI

Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

Return Reference	Explanation
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Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I

Bond Issues

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

Part II

Proceeds

		A		B		C		D	
1	Amount of bonds retired	1,960,035		135,000		307,000		7,749,407	
2	Amount of bonds legally defeased	0		0		0		0	
3	Total proceeds of issue	42,501,730		80,150,945		9,353,000		23,600,000	
4	Gross proceeds in reserve funds	0		2,759,307		0		0	
5	Capitalized interest from proceeds	169,315		0		0		0	
6	Proceeds in refunding escrows	0		0		0		0	
7	Issuance costs from proceeds	847,273		872,032		0		0	
8	Credit enhancement from proceeds	0		91,000		0		0	
9	Working capital expenditures from proceeds	0		0		0		0	
10	Capital expenditures from proceeds	41,485,142		76,428,606		9,353,000		23,600,000	
11	Other spent proceeds	0		0		0		0	
12	Other unspent proceeds	0		0		0		0	
13	Year of substantial completion	2009		2010		2010		2011	
14	Were the bonds issued as part of a current refunding issue?	Yes	No	Yes	No	Yes	No	Yes	No
			X		X		X		X
15	Were the bonds issued as part of an advance refunding issue?		X		X		X		X
16	Has the final allocation of proceeds been made?	X		X		X		X	
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X		X	

Part III

Private Business Use

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

Part III

Private Business Use (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?	X		X		X		X	
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?	X		X		X		X	
c	Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government	0 %		0 %		0 %		0 %	
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government	0 %		0 %		0 %		0 %	
6	Total of lines 4 and 5	0 %		0 %		0 %		0 %	
7	Does the bond issue meet the private security or payment test?		X		X		X		X
8a	Has there been a sale or disposition of any of the bond financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X		X		X		X
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of								
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?	X		X		X		X	

Part IV

Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T?		X		X		X		X
2	If "No" to line 1, did the following apply?								
a	Rebate not due yet?		X		X		X		X
b	Exception to rebate?		X		X		X		X
c	No rebate due?	X		X		X		X	
	If you checked "No rebate due" in line 2c, provide in Part VI the date the rebate computation was performed								
3	Is the bond issue a variable rate issue?	X		X			X		X
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?	X		X			X		X
b	Name of provider	COMPASS BANK		MORGAN KEEGAN					
c	Term of hedge	0 5		14 5		0 0			
d	Was the hedge superintegrated?		X		X				
e	Was the hedge terminated?		X		X				

Part IV

Arbitrage (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
5a	Were gross proceeds invested in a guaranteed investment contract (GIC)?		X		X		X		X
b	Name of provider								
c	Term of GIC	0 0		0 0		0 0			
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
6	Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
7	Has the organization established written procedures to monitor the requirements of section 148?	X		X		X		X	

Part V

Procedures To Undertake Corrective Action

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?		X		X		X		X	

Part VI

Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

Return Reference	Explanation
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Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I

Bond Issues

	(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pool financing	
							Yes	No	Yes	No	Yes	No
A	NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY	22-2045817	645918YV9	06-11-2010	210,763,676	NEW INFRASTRUCTURE AND FACILITIES		X		X		X
B	PUBLIC FINANCE AUTHORITY	27-3866124	74439YAA9	08-11-2011	88,345,000	NEW INFRASTRUCTURE AND FACILITIES		X		X		X
C	SEMINOLE COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY	59-2349746		12-30-2013	56,000,000	ACQUISITION OF FACILITIES		X		X		X
D	CALIFORNIA STATEWIDE COMMUNITIES DEVELOPMENT AUTHORITY	68-0164610	13078RFG0	05-13-2013	44,650,000	NEW INFRASTRUCTURE & FACILITIES		X		X		X

Part II

Proceeds

		A		B		C		D	
1	Amount of bonds retired	1,690,000		220,000		0		0	
2	Amount of bonds legally defeased	0		0		0		0	
3	Total proceeds of issue	211,087,755		88,167,171		56,000,000		44,650,087	
4	Gross proceeds in reserve funds	15,257,694		4,146,000		2,000,000		3,870,000	
5	Capitalized interest from proceeds	20,420,739		2,491,744		0		3,466,034	
6	Proceeds in refunding escrows	0		0		0		0	
7	Issuance costs from proceeds	2,971,990		2,321,522		503,335		893,000	
8	Credit enhancement from proceeds	0		0		0		0	
9	Working capital expenditures from proceeds	0		0		0		0	
10	Capital expenditures from proceeds	168,585,409		79,029,249		53,496,665		14,938,917	
11	Other spent proceeds	3,851,923		0		0		0	
12	Other unspent proceeds	0		178,656		0		21,482,136	
13	Year of substantial completion	2011		2012		2013			
		Yes	No	Yes	No	Yes	No	Yes	No
14	Were the bonds issued as part of a current refunding issue?		X		X		X		X
15	Were the bonds issued as part of an advance refunding issue?	X			X		X		X
16	Has the final allocation of proceeds been made?	X			X	X			X
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X		X		X	

Part III

Private Business Use

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

Part III

Private Business Use (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?	X		X		X		X	
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?	X		X		X		X	
c	Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government	0 %		0 %		0 %		0 %	
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government	0 %		0 %		0 %		0 %	
6	Total of lines 4 and 5	0 %		0 %		0 %		0 %	
7	Does the bond issue meet the private security or payment test?		X		X		X		X
8a	Has there been a sale or disposition of any of the bond financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X		X		X		X
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of								
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?	X		X		X		X	

Part IV

Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T?		X		X		X		X
2	If "No" to line 1, did the following apply?								
a	Rebate not due yet?		X	X		X		X	
b	Exception to rebate?		X		X		X		X
c	No rebate due?	X					X		X
	If you checked "No rebate due" in line 2c, provide in Part VI the date the rebate computation was performed								
3	Is the bond issue a variable rate issue?		X	X		X			X
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?		X	X		X			X
b	Name of provider	BOACOMPASS		BOACOMPASS		BANK OF AMERICA			
c	Term of hedge	2 7		2 7		15 0		0 0	
d	Was the hedge superintegrated?		X		X		X		
e	Was the hedge terminated?		X		X		X		

Part IV

Arbitrage (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
5a	Were gross proceeds invested in a guaranteed investment contract (GIC)?	X			X		X	X	
b	Name of provider	NATIXIS FUNDING CORP				BANK OF AMERICA		BAYERISCHE LANDESBANK	
c	Term of GIC	7 0				15 0		2 0	
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?	X				X		X	
6	Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
7	Has the organization established written procedures to monitor the requirements of section 148?	X		X		X		X	

Part V

Procedures To Undertake Corrective Action

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
	X		X		X		X	
Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?								

Part VI

Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

Return Reference	Explanation
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Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I

Bond Issues

(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A DISTRICT OF COLUMBIA	05-3600113	25483WAK8	02-14-2013	113,931,725	NEW INFRASTRUCTURE & FACILITIES		X		X		X

Part II

Proceeds

		A		B		C		D	
1	Amount of bonds retired	0							
2	Amount of bonds legally defeased	0							
3	Total proceeds of issue	113,962,542							
4	Gross proceeds in reserve funds	7,291,125							
5	Capitalized interest from proceeds	10,379,367							
6	Proceeds in refunding escrows	0							
7	Issuance costs from proceeds	2,192,356							
8	Credit enhancement from proceeds	0							
9	Working capital expenditures from proceeds	0							
10	Capital expenditures from proceeds	36,921,091							
11	Other spent proceeds	0							
12	Other unspent proceeds	57,178,603							
13	Year of substantial completion								
		Yes	No	Yes	No	Yes	No	Yes	No
14	Were the bonds issued as part of a current refunding issue?		X						
15	Were the bonds issued as part of an advance refunding issue?		X						
16	Has the final allocation of proceeds been made?		X						
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X							

Part III

Private Business Use

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

Part III

Private Business Use (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?							
		X						
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?							
	X							
c	Are there any research agreements that may result in private business use of bond-financed property?							
		X						
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?							
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government							
	0 %							
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government							
	0 %							
6	Total of lines 4 and 5							
	0 %							
7	Does the bond issue meet the private security or payment test?							
		X						
8a	Has there been a sale or disposition of any of the bond financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?							
		X						
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of							
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?							
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?							
	X							

Part IV

Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T?							
		X						
2	If "No" to line 1, did the following apply?							
a	Rebate not due yet?							
		X						
b	Exception to rebate?							
		X						
c	No rebate due?							
	X							
	If you checked "No rebate due" in line 2c, provide in Part VI the date the rebate computation was performed							
3	Is the bond issue a variable rate issue?							
		X						
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?							
		X						
b	Name of provider							
c	Term of hedge							
d	Was the hedge superintegrated?							
e	Was the hedge terminated?							

Part IV

Arbitrage (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
5a	Were gross proceeds invested in a guaranteed investment contract (GIC)?	X							
b	Name of provider	DEUTSCHE BANK SECURITIES							
c	Term of GIC	2 0							
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?	X							
6	Were any gross proceeds invested beyond an available temporary period?		X						
7	Has the organization established written procedures to monitor the requirements of section 148?	X							

Part V

Procedures To Undertake Corrective Action

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
	X							
Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?								

Part VI

Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

Return Reference	Explanation
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SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

▶Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I Types of Property

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

29

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

29

1

30a

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

30a

Yes

No

b

If "Yes," describe the arrangement in Part II

31

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

31

Yes

32a

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

32a

No

b

If "Yes," describe in Part II

33

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

Part II

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

Return Reference	Explanation
Schedule M, Part I, Explanations of reporting method for number of contributions	REAL ESTATE - OTHER NUMBER OF TRANSACTIONS ON THE FORM 8283 ACCEPTED
SCHEDULE M, PART I, LINE 33, REAL ESTATE - OTHER, LINE 17C	A FORM 8283 WAS EXECUTED WITH RESPECT TO PROVIDENT GROUP - UCF PROPERTIES LLC'S PURCHASE OF A STUDENT HOUSING FACILITY IN 2013 THE ORGANIZATION RECORDED THE PURCHASE AT THE LOWER VALUE OF COST OR FAIR MARKET, IN ACCORDANCE WITH GAAP THE COST WAS LOWER THAN THE FAIR MARKET VALUE
Schedule M, part I, column (b), Line 17, Number of contributions or items contributed	NUMBER OF TRANSACTIONS ON THE FORM 8283 ACCEPTED

SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ****Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.****▶ Attach to Form 990 or 990-EZ.****▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.****2013****Open to Public
Inspection**Name of the organization
PROVIDENT RESOURCES GROUP INC**Employer identification number**

58-2492101

**Return
Reference****Explanation**FORM 990,
PART III, LINE
1, MISSION
STATEMENT

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

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

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

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

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

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

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 15a, Process to establish compensation of top management official	THE HUMAN RESOURCES DEPARTMENT DOES A MARKET REVIEW OF COMPENSATION FOR ALL OFFICERS THAT ANALYSIS IS COMPARED TO HISTORICAL COMPENSATION AND EVALUATED RELATIVE TO THE PERCENTILE FOR THE INDUSTRY AND SIZE. COMBINED WITH PERFORMANCE EVALUATIONS, THE ANALYSIS IS PRESENTED TO THE COMPENSATION COMMITTEE COMPRISED OF MEMBERS OF THE GOVERNING BOARD FOR THEIR REVIEW, DELIBERATION, AND DECISION ABOUT WHERE TO SET COMPENSATION FOR THE OFFICERS. THIS PROCESS WAS USED FOR THE COMPENSATION OF THE PRESIDENT, CHAIRMAN & CEO, THE EXECUTIVE VP & CFO, AND THE GENERAL COUNSEL. MINUTES ARE MAINTAINED TO DOCUMENT THE DELIBERATIONS AND ACTIONS OF THE COMMITTEE. IN 2012, THE COMPENSATION COMMITTEE MET, AND APPROVED A SALARY INCREASE FOR THE CEO, EFFECTIVE JULY 1, 2013. ALSO, BONUSES WERE APPROVED FOR THE CFO AND GENERAL COUNSEL. THE COMMITTEE REVIEWED A 2010 MARKET BASED COMPENSATION STUDY PREPARED BY REZNICK STUDY TO ENSURE THAT SALARIES WERE STILL IN LINE WITH MARKET COMPENSATION.

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 15b, Process to establish compensation of other employees	SEE NARRATIVE ABOVE FOR PART VI, LINE 15A

Return Reference	Explanation
Form 990, Part VI, Sec C, Line 19, Required documents available to the public	THE ORGANIZATION'S FINANCIAL STATEMENTS, CONFLICT OF INTEREST POLICY, AND GOVERNING DOCUMENTS ARE AVAILABLE UPON WRITTEN REQUEST

Return Reference	Explanation
FORM 990, PART VII, SECTION A, LINE 1D, PTO POLICY CHANGE	IN 2013, PROVIDENT RESOURCES GROUP INC CHANGED THEIR PAID TIME OFF (PTO) POLICY PRIOR TO THE CHANGE IN PTO POLICY, EMPLOYEES (INCLUDING OFFICERS) COULD CARRY OVER UNLIMITED PTO FROM YEAR TO YEAR IN 2013, THE POLICY WAS CHANGED TO CAP THE AMOUNT OF PTO HOURS EMPLOYEES COULD CARRY OVER FROM YEAR TO YEAR THIS CHANGE IN POLICY RESULTED IN THE PAY OUT OF SUBSTANTIAL PAID TIME OFF FOR THE OFFICERS AND KEY EMPLOYEES WHO HAD ACCUMULATED SIGNIFICANT PTO IN 2013, THE ORGANIZATION PAID THE FOLLOWING OFFICERS AND KEY EMPLOYEES LISTED THE FOLLOWING PTO PAY OUT STEVE HICKS - \$458,070 DEBRA LOCKWOOD - \$136,524 DONOVAN HICKS - \$23,173 MARY DEPETRO - \$21,052 MARLA SCANNICCHIO - \$3,077 ALLEN CURTIS - \$2,187 DAVID GRAND - \$2,596 RANDALL MCCLELLAN - \$2,308

Return Reference	Explanation
Form 990 , Part XI, Line 9, Other changes in net assets or fund balances	UNREALIZED GAIN ON SWAP AGREEMENT - 13180357, ELIMINATION ADJUSTMENT - 1198275,

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

► Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
► Attach to Form 990. ► See separate instructions.
► Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
PROVIDENT RESOURCES GROUP INC

Employer identification number
58-2492101

Part I

Identification of Disregarded Entities

Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

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

Part II

Identification of Related Tax-Exempt Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

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

Part III

Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of- year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No
(1) MUNICIPAL CORRECTIONS FINANCE HOLDING LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1509520	MANAGEMENT	DE	PROVIDENT RESOURCES GROUP INC	C CORPORATION	0	68,835	100 0 %	Yes	
(2) PROVIDENT CAPITAL ADVISORS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-0615635	HEALTHCARE	GA	PROVIDENT RESOURCES GROUP INC	C CORPORATION	0	0	100 0 %	Yes	

Part V

Transactions With Related Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1

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

a

Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to related organization(s)

c

Gift, grant, or capital contribution from related organization(s)

d

Loans or loan guarantees to or for related organization(s)

e

Loans or loan guarantees by related organization(s)

f

Dividends from related organization(s)

g

Sale of assets to related organization(s)

h

Purchase of assets from related organization(s)

i

Exchange of assets with related organization(s)

j

Lease of facilities, equipment, or other assets to related organization(s)

k

Lease of facilities, equipment, or other assets from related organization(s)

l

Performance of services or membership or fundraising solicitations for related organization(s)

m

Performance of services or membership or fundraising solicitations by related organization(s)

n

Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o

Sharing of paid employees with related organization(s)

p

Reimbursement paid to related organization(s) for expenses

q

Reimbursement paid by related organization(s) for expenses

r

Other transfer of cash or property to related organization(s)

s

Other transfer of cash or property from related organization(s)

Yes

No

1a

No

1b

No

1c

Yes

1d

No

1e

No

1f

No

1g

No

1h

No

1i

No

1j

No

1k

No

1l

No

1m

No

1n

Yes

1o

Yes

1p

No

1q

Yes

1r

No

1s

No

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

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) PROVIDENT AFFORDABLE HOUSING RESOURCES INC	C	249,282	FMV
(2) PROVIDENT AFFORDABLE HOUSING RESOURCES INC	Q	192,987	FMV
(3) MUNICIPAL CORRECTIONS FINANCE HOLDINGS LLC	C	418,000	FMV
(4) PROVIDENT AFFORDABLE HOUSING RESOURCES INC	Q	89,760	FMV

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

[illegible]

Part VII

Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
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Additional Data

Software ID: 13000248

Software Version: 2013v3.1

EIN: 58-2492101

Name: PROVIDENT RESOURCES GROUP INC

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

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary Activity	(c) Legal Domicile (State or Foreign Country)	(d) Total income	(e) End-of-year assets	(f) Direct Controlling Entity
(1) GRACELAND NURSING CENTER LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 62-1826172	NURSING	TN	13,755,284	8,067,480	PROVIDENT RESOURCES GROUP INC
(1) PROVIDENT FOUNDATION-BK TEXAS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1499383	HOUSING	DE	24,221	1,994,667	PROVIDENT RESOURCES GROUP INC
(2) PROVIDENT FOUNDATION-WEDGEWOOD TERRACE LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 72-1502336	ASSISTED LIVING	ID	1,202,577	3,070,396	PROVIDENT RESOURCES GROUP INC
(3) PROVIDENT GROUP-CITRUS HEALTH AND REHABILITATION CENTER LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 75-3006601	NURSING	DE	9,081,680	7,532,050	PROVIDENT RESOURCES GROUP INC
(4) EMMAUS SENIOR LIVING HOLDINGS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 48-1286475	ASSISTED LIVING	GA	0	0	PROVIDENT RESOURCES GROUP INC
(5) PROVIDENT GROUP-NSU PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 77-0650670	EDUCATION	LA	4,723,319	27,487,569	PROVIDENT RESOURCES GROUP INC
(6) PROVIDENT CORPORATE PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 87-0748791	CORPORATE	GA	226,448	4,160,258	PROVIDENT RESOURCES GROUP INC
(7) PROVIDENT RESOURCES GROUP - TRINITY PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-3491203	HOUSING	LA	2,126,616	12,049,435	PROVIDENT RESOURCES GROUP INC
(8) PROVIDENT RESOURCES GROUP - TOWSON PLACE PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-4740719	EDUCATION	MD	5,113,317	38,174,011	PROVIDENT RESOURCES GROUP INC
(9) PROVIDENT RESOURCES MANAGEMENT LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-4155963	CORPORATE	LA	573,277	452,475	PROVIDENT RESOURCES GROUP INC
(10) PROVIDENT GROUP - CITRUS PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 26-2644363	SENIOR LIVING	FL	441,870	4,041,135	PROVIDENT RESOURCES GROUP INC
(11) PROVIDENT GROUP - MARSHALL PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-2783366	EDUCATION	WV	9,171,305	78,862,637	PROVIDENT RESOURCES GROUP INC
(12) PROVIDENT GROUP - CONTINUUM PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-3060687	EDUCATION	FL	4,922,475	72,208,404	PROVIDENT RESOURCES GROUP INC
(13) PROVIDENT GROUP - MONTCLAIR PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 27-1739925	EDUCATION	NJ	20,709,561	212,686,064	PROVIDENT RESOURCES GROUP INC
(14) PROVIDENT GROUP - STANHOPE PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 45-1607588	EDUCATION	NC	7,535,789	93,838,552	PROVIDENT RESOURCES GROUP INC
(15) PDG HOLDINGS LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 46-3437171	SENIOR LIVING	DE	0	867,456	PROVIDENT RESOURCES GROUP INC
(16) PROVIDENT SENIOR LIVING RESOURCES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 46-2831670	SENIOR LIVING	DE	0	1,000,015	PROVIDENT RESOURCES GROUP INC
(17) PROVIDENT GROUP - HOWARD PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808	EDUCATION	DC	0	124,353,565	PROVIDENT RESOURCES GROUP INC
(18) PROVIDENT GROUP - POMONA PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 45-5350644	EDUCATION	DE	0	50,513,593	PROVIDENT RESOURCES GROUP INC
(19) PROVIDENT GROUP - UCF PROPERTIES LLC 5565 BANKERS AVENUE BATON ROUGE, LA 70808 46-4159112	EDUCATION	DE	0	60,675,050	PROVIDENT RESOURCES GROUP INC