Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990 and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2014

Open to Public Inspection

A For the 2014 calendar year, or tax year beginning , 2014, and ending ,

B Check if applicable
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Final return/terminated
- [X] Amended return
- [ ] Application pending

C Name of organization: KaBOOM!, INC.
Doing business as
Number and street (or P O box if mail is not delivered to street address): 4301 CONNECTICUT AVENUE, NW — Room/suite: ML-1
City or town, state or province, country, and ZIP or foreign postal code: WASHINGTON DC 20008

D Employer Identification number: 52-1970904
E Telephone number: (202) 659-0215
G Gross receipts $ 27,981,603.

F Name and address of principal officer: DARELL HAMMOND 4301 CONNECTICUT AVE. NW, ML-1 WASHINGTON DC 20008

H(a) Is this a group return for subordinates? [ ] Yes [X] No
H(b) Are all subordinates included? [ ] Yes [ ] No
If 'No,' attach a list (see instructions)
H(c) Group exemption number ►

I Tax-exempt status [X] 501(c)(3) [ ] 501(c) ( ) ◄ (insert no) [ ] 4947(a)(1) or [ ] 527

J Website: ► www.kaboom.org

K Form of organization [X] Corporation [ ] Trust [ ] Association [ ] Other ►
L Year of formation 1996
M State of legal domicile DC

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: KABOOM!, INC. IS A NATIONAL NON-PROFIT ORGANIZATION DEDICATED TO GIVING ALL KIDS - PARTICULARLY THOSE GROWING UP IN POVERTY IN AMERICA - THE CHILDHOOD THEY DESERVE FILLED WITH BALANCED AND ACTIVE PLAY, SO THEY CAN THRIVE. SEE ATTACHED STATEMENT A.

2 Check this box ► [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	9
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9
5	Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	134
6	Total number of volunteers (estimate if necessary)	6	45,794
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	2,182,563.	1,674,938.
9	Program service revenue (Part VIII, line 2g)	23,737,530.	25,391,106.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	299,582.	398,919.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	19,830.	16,640.
12	Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)	26,239,505.	27,481,603.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	3,575,893.	1,880,377.
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	8,912,144.	9,441,424.
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25) ► 2,047,393.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	13,861,230.	15,981,955.
18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	26,349,267.	27,303,756.
19	Revenue less expenses. Subtract line 18 from line 12	-109,762.	177,847.

		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	18,495,317.	17,176,245.
21	Total liabilities (Part X, line 26)	9,368,523.	7,744,257.
22	Net assets or fund balances. Subtract line 21 from line 20	9,126,794.	9,431,988.

RECEIVED
SEP 15 2015
OGDEN, UT

SCANNED OCT 07 2015

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here
► Signature of officer — Date 9/3/15
► GEORGE T. MEGAS CFO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [X] if self-employed	PTIN
DAVID C. KOHLES	David C. Kohles	9/1/15		P01622353

Firm's name ► Lane & Company, CPAs
Firm's EIN ► 52-1738520
Firm's address ► 1920 N Street NW, # 320 Washington DC 20036
Phone no (202) 463-6500

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

9-21

Part III **Statement of Program Service Accomplishments**

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

1 Briefly describe the organization's mission:

SEE ATTACHED STATEMENT B

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 [X] 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 [X] 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.

4 a (Code.) (Expenses $ 18,044,279. including grants of $ 1,823,897.) (Revenue $ 19,820,589.)

SEE ATTACHED STATEMENT C FOR DESCRIPTIONS
PART I - CREATING GREAT PLACES TO PLAY

4 b (Code) (Expenses $ 5,543,208. including grants of $ 56,480.) (Revenue $ 5,570,517.)

SEE ATTACHED STATEMENT C FOR DESCRIPTIONS
PART II - INSPIRING COMMUNITIES TO PROMOTE AND SUPPORT PLAY
PART III - DRIVING THE NATIONAL CONVERSATION ABOUT THE IMPORTANCE OF PLAY

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

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

4 e Total program service expenses ► 23,587,487.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If 'Yes,' complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If 'Yes,' complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If 'Yes,' complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If 'Yes,' complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If 'Yes,' complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If 'Yes,' complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10	X	
11	If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments — other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments — program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11e	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If 'Yes,' complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If 'Yes,' complete Schedule D, Parts XI, and XII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If 'Yes,' complete Schedule F, Parts I and IV*	14b	X	
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? *If 'Yes,' complete Schedule F, Parts II and IV*	15		X
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? *If 'Yes,' complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I* (see instructions)	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If 'Yes,' complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If 'Yes,' complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If 'Yes,' complete Schedule H*	20		X
b	If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

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

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 . . . ☐

				Yes	No
1 a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1 a	35		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1 b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1 c	X	
2 a	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	2 a	134		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2 b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3 a	Did the organization have unrelated business gross income of $1,000 or more during the year?		3 a		X
b	If 'Yes' has it filed a Form 990-T for this year? *If 'No' to line 3b, provide an explanation in Schedule O*		3 b		
4 a	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)?		4 a		X
b	If 'Yes,' enter the name of the foreign country: ►				
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)				
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5 a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5 b		X
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		5 c		
6 a	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?		6 a		X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6 b		
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?		7 a		X
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		7 b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7 c		X
d	If 'Yes,' indicate the number of Forms 8282 filed during the year	7 d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7 e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7 f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7 g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7 h		
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		8		
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?		9 a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		9 b		
10	**Section 501(c)(7) organizations.** Enter.				
a	Initiation fees and capital contributions included on Part VIII, line 12.	10 a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10 b			
11	**Section 501(c)(12) organizations.** Enter.				
a	Gross income from members or shareholders.	11 a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11 b			
12 a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12 a		
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12 b			
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?		13 a		
	Note. See the instructions for additional information the organization must report on Schedule O				
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	13 b			
c	Enter the amount of reserves on hand	13 c			
14 a	Did the organization receive any payments for indoor tanning services during the tax year?		14 a		X
b	If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*		14 b		

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

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

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► See Form 990, Page 6, Line 17 (continued)

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

[X] Own website [ ] Another's website [X] Upon request [ ] Other *(explain in Schedule O)*

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ►

GERRY MEGAS 4301 CONNECTICUT AVE. NW, ML-1 WASHINGTON, DC 20008 (202) 659-0215

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) TONY BUCCI MEMBER	1.75	X						0.	0.	0.
(2) DEBBIE COWAN BOARD TREASURER	1.75	X		X				0.	0.	0.
(3) ROBERT DEMARTINI MEMBER	1.75	X						0.	0.	0.
(4) RICHARD DEVANEY MEMBER	1.75	X						0.	0.	0.
(5) TIMOTHY FESENMYER MEMBER	2.06	X						0.	0.	0.
(6) RICHARD KELSON FORMER BOARD CHAIR	1.75	X						0.	0.	0.
(7) RON LUMBRA BOARD CHAIR	1.75	X		X				0.	0.	0.
(8) BILL NOVELLI MEMBER	1.75	X						0.	0.	0.
(9) UDAYA PATNAIK BOARD SECRETARY	1.75	X		X				0.	0.	0.
(10) SHARON JOHN MEMBER	1.50	X						0.	0.	0.
(11) JAKE SIEWERT MEMBER	1.50	X						0.	0.	0.
(12) MICHAEL DEICH MEMBER	1.50	X						0.	0.	0.
(13) STEPHANIE GAILLARD WHITE BOARD VICE CHAIR	1.75	X		X				0.	0.	0.
(14) DARELL D. HAMMOND CO-FOUNDER/CEO	50.00			X				393,976.	0.	40,389.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(15) BRUCE M. BOWMAN PRESIDENT OF KPI	56.00			X				310,386.	0.	22,387.
(16) JAMES SIEGAL PRESIDENT	56.00			X				251,448.	0.	25,283.
(17) GEORGE T. MEGAS CFO	46.00			X				182,853.	0.	24,803.
(18) KATE M. BECKER CHIEF MISSION OFFICER & COO	52.00			X				189,881.	0.	10,817.
(19) SALLY MCCONNELL CHIEF REVENUE & MARKETING OFFICER	41.00			X				133,132.	0.	17,394.
(20) CARRIE LEOVY SENIOR STRATEGIST	41.00					X		133,156.	0.	18,312.
(21) DAVID GAY VP TALENT MGMT. & OPS.	47.00					X		149,096.	0.	5,737.
(22) MICHAEL ALBERS VP CORPORATE PARTNERSHIPS	49.00					X		133,820.	0.	17,561.
(23) JEFFREY GOVERT DIRECTOR OF IT	45.00					X		119,106.	0.	14,648.
(24) CARLYNE CARDICHON VP FINANCE	49.00					X		118,843.	0.	18,583.
(25)										
1 b Sub-total ▶								2,115,697.	0.	215,914.
c Total from continuation sheets to Part VII, Section A ▶										
d Total (add lines 1b and 1c) ▶								2,115,697.	0.	215,914.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 11

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

Section B. Independent Contractors

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

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

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 ▶

Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts						
1a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c					
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f	1,674,938.				
g Noncash contributions included in lines 1a-1f $						
h **Total.** Add lines 1a-1f ►			1,674,938.			
Program Service Revenue		Business Code				
2a CONTRACTED PROGRAM SERVICES		900099	25,391,106.	25,391,106.	0.	0.
b						
c						
d						
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f ►			25,391,106.			
Other Revenue						
3 Investment income (including dividends, interest and other similar amounts) ►			229,243.	0.	0.	229,243.
4 Income from investment of tax-exempt bond proceeds ►						
5 Royalties ►						
	(i) Real	(ii) Personal				
6a Gross rents						
b Less: rental expenses						
c Rental income or (loss)						
d Net rental income or (loss) ►						
	(i) Securities	(ii) Other				
7a Gross amount from sales of assets other than inventory	669,676.					
b Less: cost or other basis and sales expenses	500,000.					
c Gain or (loss)	169,676.					
d Net gain or (loss) ►			169,676.	0.	0.	169,676.
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 ►						
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 ►						
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 ►						
Miscellaneous Revenue		Business Code				
11a MISCELLANEOUS INCOME		900099	16,640.	16,640.	0.	0.
b						
c						
d All other revenue						
e **Total.** Add lines 11a-11d ►			16,640.			
12 **Total revenue.** See instructions ►			27,481,603.	25,407,746.	0.	398,919.

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 domestic organizations and domestic governments See Part IV, line 21	1,880,377.	1,880,377.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,602,749.	1,161,193.	198,901.	242,655.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	6,460,663.	4,680,750.	801,768.	978,145.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	134,630.	97,539.	16,708.	20,383.
9 Other employee benefits	683,625.	495,286.	84,838.	103,501.
10 Payroll taxes	559,757.	405,544.	69,466.	84,747.
11 Fees for services (non-employees):				
a Management				
b Legal	6,622.	6,384.	150.	88.
c Accounting	67,894.	65,450.	1,541.	903.
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	2,113,764.	2,037,669.	47,982.	28,113.
12 Advertising and promotion	35,198.	16,920.	8,243.	10,035.
13 Office expenses	409,913.	201,735.	111,266.	96,912.
14 Information technology	207,677.	131,830.	42,803.	33,044.
15 Royalties				
16 Occupancy	465,110.	282,089.	125,626.	57,395.
17 Travel	1,226,075.	1,097,461.	20,614.	108,000.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	106,150.	87,935.	3,800.	14,415.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	301,226.	197,264.	71,402.	32,560.
23 Insurance	114,163.	54,878.	26,737.	32,548.
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 PLAYGROUND EQUIPMENT	6,606,235.	6,606,235.	0.	0.
b CONSTRUCTION	3,189,788.	3,189,788.	0.	0.
c MARKETING	732,072.	686,391.	0.	45,681.
d PRINTING & REPRODUCTION	291,901.	143,119.	14,712.	134,070.
e All other expenses	108,167.	61,650.	22,319.	24,198.
25 **Total functional expenses.** Add lines 1 through 24e	27,303,756.	23,587,487.	1,668,876.	2,047,393.
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 ► ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

			(A) Beginning of year		(B) End of year
Assets	1	Cash — non-interest-bearing		1	
	2	Savings and temporary cash investments	2,671,336.	2	1,400,153.
	3	Pledges and grants receivable, net	253,009.	3	245,788.
	4	Accounts receivable, net	701,902.	4	792,591.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use	46,141.	8	33,818.
	9	Prepaid expenses and deferred charges	172,821.	9	210,914.
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D . . . 10a 1,988,648.			
	b	Less: accumulated depreciation . . . 10b 941,423.	1,221,262.	10c	1,047,225.
	11	Investments — publicly traded securities	12,959,925.	11	12,913,570.
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related See Part IV, line 11		13	
	14	Intangible assets	457,501.	14	521,999.
	15	Other assets. See Part IV, line 11	11,420.	15	10,187.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	18,495,317.	16	17,176,245.
Liabilities	17	Accounts payable and accrued expenses	1,880,790.	17	1,977,220.
	18	Grants payable	2,458,924.	18	1,901,838.
	19	Deferred revenue	4,023,515.	19	2,944,006.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	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	1,005,294.	25	921,193.
	26	**Total liabilities.** Add lines 17 through 25	9,368,523.	26	7,744,257.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ► ☒ and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	9,126,794.	27	9,431,988.
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ► ☐ 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	9,126,794.	33	9,431,988.
	34	Total liabilities and net assets/fund balances	18,495,317.	34	17,176,245.

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	27,481,603.
2	Total expenses (must equal Part IX, column (A), line 25)	2	27,303,756.
3	Revenue less expenses. Subtract line 2 from line 1	3	177,847.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	9,126,794.
5	Net unrealized gains (losses) on investments	5	127,347.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	9,431,988.

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: ☐ Cash ☒ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.			
2 a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2 a		X
	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 ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2 b	X	
	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: ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis			
c	If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2 c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
3 a	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?	3 a		X
b	If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3 b		

SCHEDULE A
(Form 990 or 990-EZ)

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.**

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

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization	Employer identification number
KaBOOM!, INC.	52-1970904

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

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

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state:

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☒ An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations . . . .

g Provide the following information about the supported organization(s).

(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 listed in your governing document? Yes	No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(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 VI.)						
11 **Total support.** Add lines 7 through 10						

12 Gross receipts from related activities, etc (see instructions) 12

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f)) 14 %

15 Public support percentage from 2013 Schedule A, Part II, line 14 15 %

16a **33-1/3% support test — 2014.** If the organization did not check the box on line 13, and the 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 — 2013.** 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 — 2014.** 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 VI how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

b **10%-facts-and-circumstances test — 2013.** 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 VI how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► ☐

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

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

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants.')	1,150,954.	1,302,447.	1,489,549.	2,182,563.	1,674,938.	7,800,451.
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	18,031,615.	20,405,007.	23,336,264.	23,737,530.	25,391,106.	110,901,522.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5	19,182,569.	21,707,454.	24,825,813.	25,920,093.	27,066,044.	118,701,973.
7 a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year	8,642,624.	9,722,953.	11,343,444.	11,883,608.	12,423,774.	54,016,403.
c Add lines 7a and 7b	8,642,624.	9,722,953.	11,343,444.	11,883,608.	12,423,774.	54,016,403.
8 **Public support** (Subtract line 7c from line 6.)						64,685,570.

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
9 Amounts from line 6	19,182,569.	21,707,454.	24,825,813.	25,920,093.	27,066,044.	118,701,973.
10 a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	91,950.	97,174.	182,865.	301,332.	398,919.	1,072,240.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	91,950.	97,174.	182,865.	301,332.	398,919.	1,072,240.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	493.	4,893.	24,000.	18,080.	16,640.	64,106.
13 **Total support.** (Add lines 9, 10c, 11 and 12.)	19,275,012.	21,809,521.	25,032,678.	26,239,505.	27,481,603.	119,838,319.

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

Section C. Computation of Public Support Percentage

15	Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f))	15	53.98 %
16	Public support percentage from 2013 Schedule A, Part III, line 15	16	65.19 %

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2014** (line 10c, column (f) divided by line 13, column (f))	17	0.89 %
18	Investment income percentage from **2013** Schedule A, Part III, line 17	18	0.65 %

19 a **33-1/3% support tests — 2014.** 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 ► [X]

b **33-1/3% support tests — 2013.** 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 Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

		Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? *If 'No,' describe in* ***Part VI*** *how the supported organizations are designated. If designated by class or purpose, describe the designation If historic and continuing relationship, explain*	1		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If 'Yes,' explain in* ***Part VI*** *how the organization determined that the supported organization was described in section 509(a)(1) or (2)*	2		
3 a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If 'Yes,' answer (b) and (c) below.*	3a		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If 'Yes,' describe in* ***Part VI*** *when and how the organization made the determination*	3b		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If 'Yes,' explain in* ***Part VI*** *what controls the organization put in place to ensure such use*	3c		
4 a Was any supported organization not organized in the United States ('foreign supported organization')? *If 'Yes' and if you checked 11a or 11b in Part I, answer (b) and (c) below*	4a		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If 'Yes,' describe in* ***Part VI*** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations*	4b		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If 'Yes,' explain in* ***Part VI*** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes*	4c		
5 a Did the organization add, substitute, or remove any supported organizations during the tax year? *If 'Yes,' answer (b) and (c) below (if applicable). Also, provide detail in* ***Part VI,*** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document)*	5a		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?	5c		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If 'Yes,' provide detail in* ***Part VI***	6		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? *If 'Yes,' complete Part I of Schedule L (Form 990)*	7		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If 'Yes,' complete Part I of Schedule L (Form 990).*	8		
9 a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If 'Yes,' provide detail in* ***Part VI***	9a		
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? *If 'Yes,' provide detail in* ***Part VI***	9b		
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If 'Yes,' provide detail in* ***Part VI***	9c		
10 a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If 'Yes,' answer (b) below*	10a		
b Did the organization, have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

Part IV Supporting Organizations *(continued)*

		Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?			
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a		
b A family member of a person described in (a) above?	11b		
c A 35% controlled entity of a person described in (a) or (b) above? *If 'Yes' to a, b, or c, provide detail in* ***Part VI***	11c		

Section B. Type I Supporting Organizations

		Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If 'No,' describe in* ***Part VI*** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year*	1		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If 'Yes,' explain in* ***Part VI*** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization*	2		

Section C. Type II Supporting Organizations

		Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If 'No,' describe in* ***Part VI*** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s)*	1		

Section D. All Type III Supporting Organizations

		Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If 'No,' explain in* ***Part VI*** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	2		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If 'Yes,' describe in* ***Part VI*** *the role the organization's supported organizations played in this regard*	3		

Section E. Type III Functionally-Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the year* ***(see instructions):***

a ☐ The organization satisfied the Activities Test. *Complete* ***line 2*** *below*

b ☐ The organization is the parent of each of its supported organizations. *Complete* ***line 3*** *below*

c ☐ The organization supported a governmental entity. *Describe in Part VI how you supported a government entity (see instructions).*

		Yes	No
2 Activities Test ***Answer (a) and (b) below.***			
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If 'Yes,' then in* ***Part VI identify those supported organizations and explain*** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities*	2a		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If 'Yes,' explain in* ***Part VI*** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement*	2b		
3 Parent of Supported Organizations. ***Answer (a) and (b) below.***			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in* ***Part VI***	3a		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? *If 'Yes,' describe in* ***Part VI*** *the role played by the organization in this regard*	3b		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on November 20, 1970 **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A – Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 **Adjusted Net Income** (subtract lines 5, 6 and 7 from line 4)	8		

Section B – Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1 a		
b Average monthly cash balances	1 b		
c Fair market value of other non-exempt-use assets	1 c		
d **Total** (add lines 1a, 1b, and 1c)	1 d		
e **Discount** claimed for blockage or other factors (explain in detail in **Part VI**)			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by 035	6		
7 Recoveries of prior-year distributions	7		
8 **Minimum Asset Amount** (add line 7 to line 6)	8		

Section C – Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 **Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations *(continued)*

Section D – Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	
4	Amounts paid to acquire exempt-use assets	
5	Qualified set-aside amounts (prior IRS approval required)	
6	Other distributions (describe in **Part VI**). See instructions	
7	**Total annual distributions.** Add lines 1 through 6	
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions	
9	Distributable amount for 2014 from Section C, line 6	
10	Line 8 amount divided by Line 9 amount	

Section E – Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1	Distributable amount for 2014 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2014 (reasonable cause required – see instructions)			
3	Excess distributions carryover, if any, to 2014:			
a				
b				
c				
d				
e	From 2013			
f	**Total** of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2014 distributable amount			
i	Carryover from 2009 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f			
4	Distributions for 2014 from Section D, line 7: $			
a	Applied to underdistributions of prior years			
b	Applied to 2014 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4			
5	Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions)			
6	Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions)			
7	**Excess distributions carryover to 2015.** Add lines 3j and 4c			
8	Breakdown of line 7			
a				
b				
c				
d	Excess from 2013			
e	Excess from 2014			

Part VI **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).

Pt II Ln 10 Other Income Part III, Line 12 Description: MISCELLANEOUS INCOME 2010: 493. 2011: 4893. 2012: 24000. 2013: 18080. 2014: 16640.

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, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
► Attach to Form 990.
► Information about Schedule D (Form 990) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization: KaBOOM!, INC.

Employer identification number: 52-1970904

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 value of contributions to (during year)		
3	Aggregate value of grants from (during year)		
4	Aggregate value at end of year		

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

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds 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? ☐ Yes ☐ No

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

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

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

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

		Held at the End of the Tax Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

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

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

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

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

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

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

9 In Part 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.

1 a 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) Revenue 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 Revenue included in Form 990, Part VIII, line 1 ► $ ______

b Assets included in Form 990, Part X ► $ ______

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

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

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other

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

1 a 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
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	1f	

2 a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ 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	(c) Two years back	(d) Three years back	(e) Four years back
1 a Beginning of year balance	4,500,000.	4,500,000.	4,500,000.	4,500,000.	4,500,000.
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	4,500,000.	4,500,000.	4,500,000.	4,500,000.	4,500,000.

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

a Board designated or quasi-endowment ► 100.00 %

b Permanent endowment ► %

c Temporarily restricted endowment ► %

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

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

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
1 a Land				
b Buildings				
c Leasehold improvements		1,151,519.	278,661.	872,858.
d Equipment		497,321.	350,384.	146,937.
e Other		339,808.	312,378.	27,430.
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ►				1,047,225.

Part VII Investments — Other Securities.
Complete if the organization answered 'Yes' to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 12.)* ►		

Part VIII Investments — Program Related.
Complete if the organization answered 'Yes' to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 13.)* ►		

Part IX Other Assets.
Complete if the organization answered 'Yes' to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, column (B), line 15.)* ►	

Part X Other Liabilities.
Complete if the organization answered 'Yes' to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DEFERRED RENT	921,193.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, column (B) line 25.)* ►	921,193.

2. Liability for uncertain tax positions In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII ☐

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	29,133,131.
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a Net unrealized gains (losses) on investments	2a	127,347.		
b Donated services and use of facilities	2b	1,524,181.		
c Recoveries of prior year grants	2c			
d Other (Describe in Part XIII.)	2d			
e Add lines **2a** through **2d**			2e	1,651,528.
3 Subtract line **2e** from line **1**			3	27,481,603.
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			
c Add lines **4a** and **4b**			4c	
5 Total revenue Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	27,481,603.

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	28,827,937.
2 Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a Donated services and use of facilities	2a	1,524,181.		
b Prior year adjustments	2b			
c Other losses	2c			
d Other (Describe in Part XIII)	2d			
e Add lines **2a** through **2d**			2e	1,524,181.
3 Subtract line **2e** from line **1**			3	27,303,756.
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			
c Add lines **4a** and **4b**			4c	
5 Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18)*			5	27,303,756.

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

Pt V, Line 4 BOARD-DESIGNATED OPERATING RESERVES

TEEA3304 10/28/14

Schedule F (Form 990)

Department of the Treasury Internal Revenue Service

Statement of Activities Outside the United States

► Complete if the organization answered 'Yes' on Form 990, Part IV, line 14b, 15, or 16.
► Attach to Form 990.
► Information about Schedule F (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization: KaBOOM!, INC.

Employer identification number: 52-1970904

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

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

2 **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

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

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) North America	0	0	CONTRACTED PROGRAM SERVICES	PLAYGROUND BUILD	431,723.
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3 a Sub-total	0	0			431,723.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b) .	0	0			431,723.

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 15, for any recipient who received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)								
(2)								
(3)								
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								
(13)								
(14)								
(15)								
(16)								

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . ►

3 Enter total number of other organizations or entities. . . ►

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If 'Yes,' the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* . . . [ ] Yes [X] No

2 Did the organization have an interest in a foreign trust during the tax year? *If 'Yes,' the organization may be required to file Form 3520, Annual Return To Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A Annual Information Return of Foreign Trust With a U S Owner (see Instructions for Forms 3520 and 3520-A; do not file with Form 990)* . . . [ ] Yes [X] No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If 'Yes,' the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* . . . [ ] Yes [X] No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If 'Yes,' the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* . . . [ ] Yes [X] No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If 'Yes,' the organization may be required to file Form 8865, Return of U S. Persons With Respect To Certain Foreign Partnerships (see Instructions for Form 8865)* . . . [ ] Yes [X] No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If 'Yes,' the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713; do not file with Form 990)* . . . [ ] Yes [X] No

Part V Supplemental Information

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

Pt I Line 2 SEE ATTACHED STATEMENT D

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 or 22.
► Attach to Form 990.
► Information about Schedule I (Form 990) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization: KaBOOM!, INC.

Employer identification number: 52-1970904

Part I General Information on Grants and Assistance

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

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

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) SEE ATTACHMENT 1							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table . . . . . ► 200

3 Enter total number of other organizations listed in the line 1 table . . . . . ► 200

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

Part IV **Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Pt I Line 2 SEE ATTACHED STATEMENT D

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' on Form 990, Part IV, line 23.
► Attach to Form 990.
► Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990.*

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization: KaBOOM!, INC.

Employer identification number: 52-1970904

Part I Questions Regarding Compensation

			Yes	No
1 a	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. [X] First-class or charter travel [ ] Travel for companions [ ] Tax indemnification and gross-up payments [ ] Discretionary spending account [ ] Housing allowance or residence for personal use [ ] Payments for business use of personal residence [ ] Health or social club dues or initiation fees [ ] Personal services (e.g., maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain	1 b	X	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2	X	
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. [ ] Compensation committee [X] Independent compensation consultant [ ] Form 990 of other organizations [X] Written employment contract [X] Compensation survey or study [X] Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	4 a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4 b	X	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4 c		X
	If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3) 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	5 a		X
b	Any related organization?	5 b		X
	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?	6 a		X
b	Any related organization?	6 b		X
	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		X
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		X
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 in column (B) reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
DARELL D. HAMMOND	(i)	282,778.	96,392.	17,500.	32,800.	7,589.	437,059.	0.
1 CO-FOUNDER/CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
BRUCE M. BOWMAN	(i)	251,236.	62,809.	0.	7,537.	14,850.	336,432.	0.
2 PRESIDENT OF KPI	(ii)	0.	0.	0.	0.	0.	0.	0.
JAMES SIEGAL	(i)	201,825.	55,000.	0.	6,055.	19,229.	282,109.	0.
3 PRESIDENT	(ii)	0.	0.	0.	0.	0.	0.	0.
GEORGE T. MEGAS	(i)	158,718.	32,272.	0.	4,762.	20,041.	215,793.	0.
4 CFO	(ii)	0.	0.	0.	0.	0.	0.	0.
KATE M. BECKER	(i)	158,737.	32,303.	0.	4,762.	6,055.	201,857.	0.
5 CHIEF MISSION OFFICER & COO	(ii)	0.	0.	0.	0.	0.	0.	0.
SALLY MCCONNELL	(i)	134,243.	4,185.	0.	0.	17,394.	155,822.	0.
6 CHIEF REVENUE & MARKETING OFFICER	(ii)	0.	0.	0.	0.	0.	0.	0.
CARRIE LEOVY	(i)	118,027.	18,855.	0.	3,028.	15,284.	155,194.	0.
7 SENIOR STRATEGIST	(ii)	0.	0.	0.	0.	0.	0.	0.
DAVID GAY	(i)	128,345.	21,725.	0.	3,853.	1,884.	155,807.	0.
8 VP TALENT MGMT. & OPS.	(ii)	0.	0.	0.	0.	0.	0.	0.
MICHAEL ALBERS	(i)	135,000.	2,129.	0.	3,881.	13,680.	154,690.	0.
9 VP CORPORATE PARTNERSHIPS	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
10	(ii)							
	(i)							
11	(ii)							
	(i)							
12	(ii)							
	(i)							
13	(ii)							
	(i)							
14	(ii)							
	(i)							
15	(ii)							
	(i)							
16	(ii)							

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.

Pt I Line 1b	EXECUTIVE TRAVEL POLICY - SEE ATTACHED STATEMENT E
Pt I Line 4b	DARELL HAMMOND PARTICIPATES IN A 457(F) NON-QUALIFIED RETIRMENT PLAN.

SCHEDULE O (Form 990 or 990-EZ)	Supplemental Information to Form 990 or 990-EZ	OMB No 1545-0047
Department of the Treasury Internal Revenue Service	Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information. ► Attach to Form 990 or 990-EZ. ► Information about Schedule O (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990.*	2014 Open to Public Inspection

Name of the organization	Employer identification number
KaBOOM!, INC.	52-1970904

Pt VI, Line 2	FAMILY RELATIONSHIP - SEE ATTACHED STATEMENT F
Pt VI, Line 11b	FORM 990 REVIEW - SEE ATTACHED STATEMENT G
Pt VI, Line 12c	CONFLICT OF INTEREST POLICY - SEE ATTACHED STATEMENT H
Pt VI, Line 15a	EXECUTIVE COMPENSATION POLICY - SEE ATTACHED STATEMENT I
Pt VI, Line 15b	EXECUTIVE COMPENSATION POLICY - SEE ATTACHED STATEMENT I
Pt VI, Line 19	KaBOOM!, INC. INCLUDES ON ITS WEBSITE COPIES OF ITS AUDITED
Pt VI, Line 19	FINANCIAL STATEMENTS AND ITS FORM 990 FOR THE PAST FIVE YEARS.
Other	PART VI, LINE 16: JOINT VENTURE - SEE ATTACHED STATEMENT J
Other	PART IV, LINE 2: THIS AMENDED RETURN AMENDS THE PREVIOUSLY FILED FORM 990 OF KaBOOM!, INC. FOR THE 2014 TAX YEAR, DATED MAY 9, 2015, SOLELY TO INDICATE THAT THE ORGANIZATION IS REQUIRED TO COMPLETE SCHEDULE B, SCHEDULE OF CONTRIBUTORS, AND THAT SCHEDULE B HAS BEEN COMPLETED.

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.**
► ***Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.***

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization: KaBOOM!, INC.

Employer identification number: 52-1970904

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
(1) KaBOOM! PLAY INITIATIVES, LLC 4301 CONN. AVE. NW ML-1 WASHINGTON, DC 20008 46-5154156	PLAY PRODUCTS	DE	142,000.	66,157.	KABOOM!, INC.
(2)					
(3)					

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) Sec 512(b)(13) controlled entity? Yes	No
(1)							
(2)							
(3)							
(4)							

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) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership
(1)												
(2)												
(3)												

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) Sec 512(b)(13) controlled entity? Yes	(i) No
(1)									
(2)									
(3)									

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.

			Yes	No
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	1a		
b	Gift, grant, or capital contribution to related organization(s)	1b		
c	Gift, grant, or capital contribution from related organization(s)	1c		
d	Loans or loan guarantees to or for related organization(s)	1d		
e	Loans or loan guarantees by related organization(s)	1e		
f	Dividends from related organization(s)	1f		
g	Sale of assets to related organization(s)	1g		
h	Purchase of assets from related organization(s)	1h		
i	Exchange of assets with related organization(s)	1i		
j	Lease of facilities, equipment, or other assets to related organization(s)	1j		
k	Lease of facilities, equipment, or other assets from related organization(s)	1k		
l	Performance of services or membership or fundraising solicitations for related organization(s)	1l		
m	Performance of services or membership or fundraising solicitations by related organization(s)	1m		
n	Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n		
o	Sharing of paid employees with related organization(s)	1o		
p	Reimbursement paid to related organization(s) for expenses	1p		
q	Reimbursement paid by related organization(s) for expenses	1q		
r	Other transfer of cash or property to related organization(s)	1r		
s	Other transfer of cash or property from related organization(s)	1s		

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)				
(2)				
(3)				
(4)				
(5)				
(6)				

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

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate 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		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													

Part VII Supplemental Information

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

PART 1 RELATED ORGANIZATION - SEE ATTACHED STATEMENT K

Schedule O (Form 990), Supplemental Information to Form 990

Form 990, Page 6, Line 17 (continued)

Alabama
Alaska
Arkansas
California
Connecticut
Florida
Georgia
Hawaii
Illinois
Kansas
Kentucky
Maryland
Massachusetts
Michigan
Minnesota
Mississippi
New Hampshire
New Jersey
New Mexico
New York
North Carolina
Oklahoma
Oregon
Pennsylvania
Rhode Island
South Carolina
Tennessee
Utah
Virginia
West Virginia
Wisconsin

KaBOOM!, Inc
2014 Federal Form 990
EIN 52-1970904

(a) Name	(a) Address	(a) City	(a) State	(a) Zip Code	(b) EIN	(c) IRC	(d) Amount of Cash Grant (d)	(e) Non-Cash Assistance	(f) Method of Valuation	(g) Description of non-cash	(h) Purpose of Grant Funds
Community Action Marin	29 Mary Street	San Rafael	CA	94901	94-6136365		14 954 00	n/a	n/a	n/a	Imagination Playground Product
Heartshare St Vincent's Services at O'Dwyer Gardens	66 Boerum Place, 5th Floor	Brooklyn	NY	11201	11-1631823		15,910 00	n/a	n/a	n/a	Imagination Playground Product
Heartshare Carey Gardens Community	66 Boerum Place, 5th Floor	Brooklyn	NY	11201	11-1631823		15,910 00	n/a	n/a	n/a	Imagination Playground Product
City of Orrick	PO Box 227	Orrick	MO	64077	43-0837994		15,000 00	n/a	n/a	n/a	Imagination Playground Product
Mayflower School District	7 Ashmore Drive	Mayflower	AR	72106	71-6038656		15,000 00	n/a	n/a	n/a	Imagination Playground Product
Agapeland Learning Center	809 SW 4th Street	Moore	OK	73160	73-1503039		15,000 00	n/a	n/a	n/a	Imagination Playground Product
Destiny's Daycare Louisville	662 East Main	Lousville	MS	39339	64-0937850		15,000 00	n/a	n/a	n/a	Imagination Playground Product
Arnoldsburg Elementary School	90 Spring Run Road	Arnoldsburg	WV	25234	26-3491001		15,000 00	n/a	n/a	n/a	Imagination Playground Product
Greensboro United Soccor	1810 Phillips Ave	Greensboro	NC	27415	45-5267425		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
Chicago Park District	11114 S Indiana Ave	Chicago	IL	60628	36-6005822		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
Mattie Rhodes Counseling	1740 Jefferson St	Kansas City	MO	64108	44-0546343		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
Bresee Foundation	3401 W 3rd Street	Los Angeles	CA	90020	95-3797363		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
Beyone the Bell LAUSD	333 S BEAUDRY AVE	Los Angeles	CA	90017	REQUESTED		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
City of Kissimmee	301 N Thacker Avenue	Kissimmee	FL	34741	59-6000348		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
AC Portland - Vance Park	1400 SE 182nd Ave	Portland	OR	97233	45-2474481		15,000 00	n/a	n/a	n/a	Mini Pitch Soccer Playspace
Tiny Tots Development Center	8318 Renton Avenue	Seattle	WA	98118	91-0898299		13 200 00	n/a	n/a	n/a	Imagination Playground Product
Pretend City Children's Musuem	29 Hubble	Irvine	CA	92618	33-0761254		13 200 00	n/a	n/a	n/a	Imagination Playground Product
China Springs Independent School District	4001 Flat Rock Road	Waco	TX	76708	74-1470352		13 200 00	n/a	n/a	n/a	Imagination Playground Product
Millville Community Center	1 E Vine Street / PO Box 121	Millville	NJ	08332	45-4425240		13,200 00	n/a	n/a	n/a	Imagination Playground Product
New Beginnings Family Academy, Inc	184 Garden Street	Bridgeport	CT	06605	06-1578214		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Children's Musuem of Brownsville, Inc	501 E Ringgold St #5-Dean Porter Park	Brownsville	TX	78520	74-2942112		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Spanish Education Development Center	4110 Kansas Ave NW	Washington	DC	20011	23-7147887		13,200 00	n/a	n/a	n/a	Imagination Playground Product
YMCA of the Inland Northwest	1126 N Monroe	Spokane	WA	99201	91-0827958		13 200 00	n/a	n/a	n/a	Imagination Playground Product
YMCA of Greater New York-Chinatown	273 Bowery	New York	NY	10002	13-1624228		13 200 00	n/a	n/a	n/a	Imagination Playground Product
Madison School and Community Recreation Center	1625 Northport Drive	Madison	WI	53704	39-6003202		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Emerson Elementary	2421 E Johnson Street	Madison	WI	53704	39-6003202		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Sela Public Charter School	6015 Chillum Place NE	Washington	DC	20011	45-2625029		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Linwood Community Daycare	126 Snowshoe Drive	Slatyfork	WV	26291	46-1033746		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Nephi City	21 E 100 N	Nephi	UT	84648	87-6000256		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Pre Pave Academy	732 Henry Street	Brooklyn	NY	11231	46-2887629		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Harvest Rain Early Learning Academy	51 Senoia Road	Fairburn	GA	30213	58-2489584		13 200 00	n/a	n/a	n/a	Imagination Playground Product
Inspired Teaching Demonstration Public Charter School	200 Douglas Street	Washington	DC	20002	27-2618506		14,243 00	n/a	n/a	n/a	Imagination Playground Product
Dazzle School of Visual & Performing Arts	PO Box 92233, 110 Webster Ave	Rochester	NY	14692	16-1608166		13,180 00	n/a	n/a	n/a	Imagination Playground Product
Cornerstone CDC	11418 Lak June Road	Balch Springs	TX	75215	75-2623357		14,633 00	n/a	n/a	n/a	Imagination Playground Product
Huntington Woods Head Start	2626 Walker Ave NW	Walker	MI	49544	38-2942671		13 200 00	n/a	n/a	n/a	Imagination Playground Product
Elizabeth's Early Learning Center	2320 Bedford Avenue	Lynchburg	VA	24503	54-1808771		13 200 00	n/a	n/a	n/a	Imagination Playground Product
Nonotuck Community School	221 Riverside Drive	Florence	MA	01062	04-2629512		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Warren W Cherry Preschool	1418 Lake Street	Evanston	IL	60201	36-3809526		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Linn-Mar Early Childhood Program	2999 N 10th Street	Marion	IL	52302	42-0872010		13,200 00	n/a	n/a	n/a	Imagination Playground Product
FTCC Children's Center	PO Box 35236	Fayettville	NC	28303	56-0791849		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Early Childhood Center at	5502 Nashville Ave	Lubbock	TX	79413	75-6004737		13,200 00	n/a	n/a	n/a	Imagination Playground Product
United Cerebral Palsy Heartland Child Development Center	13975 Marchester Road	St Louis	MO	63011	44-0579903		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Markman Children's Program	803 North Main Street	Attleboro	MA	02703	04-2528542		13,200 00	n/a	n/a	n/a	Imagination Playground Product
YMCA of San Diego County	151 YMCA Way	San Diego	CA	92102	95-2039198		13,200 00	n/a	n/a	n/a	Imagination Playground Product
UCF Creative School for Children	12852 Gemini Blvd South	Orlando	FL	32816	59-2924021		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Maple Elementary School	1401 Valencia Drive	Fullerton	CA	92833	95-6001405		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Bennett Elementary School	2111 Mullane Street	Detroit	MI	48209	38-6019629		13,200 00	n/a	n/a	n/a	Imagination Playground Product
Glenn A Duffy Elementary School	609 Birmingham St SE	Gravette	AR	72736	71-6021336		14 518 00	n/a	n/a	n/a	Imagination Playground Product
iHangar (The Innovation Hangar)	3601 Lyon Street	San Francisco	CA	94123	46-5647699		13,200 00	n/a	n/a	n/a	Imagination Playground Product
The Salvation Army Northwest Division	PO Box 9219	Seattle	WA	98109	94-1156347		13,200 00	n/a	n/a	n/a	Imagination Playground Product
The Kitchen, Inc	1630 N Jefferson	Springfield	MO	65803	43-1384531		9,000 00	n/a	n/a	n/a	Build a Playground
Mildred Osborne Charter School	6701 Curran Blvd	New Orleans	LA	70126	26-3240588		9,000 00	n/a	n/a	n/a	Build a Playground
Presbyterian Child Welfare Agency	116 Buckhorn Lane	Buckhorn	KY	41721	61-0524092		9,000 00	n/a	n/a	n/a	Build a Playground
City of Metter	PO Box 74/ 49 S Roundtree St	Metter	GA	30439	58-6000621		9,000 00	n/a	n/a	n/a	Build a Playground
The Women's Safe House	PO Box 63010	St Louis	MO	63163	43-1111319		9 000 00	n/a	n/a	n/a	Build a Playground
YMCA of Greater Erie County Branch	12285 YMCA Drive	Edinburg	PA	16412	25-0965621		9,000 00	n/a	n/a	n/a	Build a Playground
Forever Parks Foundation	170 Community Center Drive	Pigeon Forge	TN	37868	46-0927763		9,000 00	n/a	n/a	n/a	Build a Playground
Georgia District Kiwanis Foundation Inc	2015 Lancaster Drive	Columbus	GA	31904	58-2500813		9,000 00	n/a	n/a	n/a	Build a Playground

Name	Address	City	State	Zip Code	EIN	IRC	Amount of Cash Grant (d)	Non-Cash Assistance	Method of Valuation	Description of non-cash	Purpose of Grant Funds
Jewel J Newman Community Center	2013 Central Road	Baton Rouge	LA	70807	72-6000137		9,000 00	n/a	n/a	n/a	Build a Playground
Legacy Playground Project	20 Broad Street, Suite 1	Nashua	NH	03064	02-6015642		9,000 00	n/a	n/a	n/a	Build a Playground
New Dimensions Charter	550 Lenoir Road	Morganton	NC	28655	56-2221716		9,000 00	n/a	n/a	n/a	Build a Playground
Opportunities for Broome, Inc	5 West State Street	Binghamton	NY	13901	16-0903802		9 000 00	n/a	n/a	n/a	Build a Playground
Paradise Intermediate School	338 School House Road	Paradise	TX	76073	75-6002200		9,000 00	n/a	n/a	n/a	Build a Playground
Revive Church	1364 N Town Ave	Claremont	CA	91711	26-1222872		9 000 00	n/a	n/a	n/a	Build a Playground
Staples Motley School District ISD 2170	1025 4th Street NE	Staples	MN	56479	41-1776469		9,000 00	n/a	n/a	n/a	Build a Playground
The New Standard Academy PTO	2040 West Carpenter Road	Flint	MI	48502	45-5439398		9,000 00	n/a	n/a	n/a	Build a Playground
Van Nuys Elementary	6464 Sylmar Ave	Van Nuys	CA	91401	95-6001908		9,000 00	n/a	n/a	n/a	Build a Playground
Knightdale UMC Preschool	7071 Forestville Road	Knightdale	NC	27545	45-3599313		9,000 00	n/a	n/a	n/a	Build a Playground
Osceola Center for Arts and Heritage	319 N Maples	Osceola	AR	72370	46-1240877		9,000 00	n/a	n/a	n/a	Build a Playground
City of York-Bring On Play	101 South George Street	York	PA	17405	23-6001908		9,000 00	n/a	n/a	n/a	Build a Playground
Brentwood Borough	3629 Brownsville Road	Pittsburgh	PA	15227	25-6000287		9,000 00	n/a	n/a	n/a	Build a Playground
Sacred Hearth Catholic Church Playground	PO Box 36	Baileyville	KS	66404	48-0784049		9,000 00	n/a	n/a	n/a	Build a Playground
Friends of Fulton Parks	20 Pershing Drive	Fulton	NY	13069	26-3731932		9,000 00	n/a	n/a	n/a	Build a Playground
Greenfield Recreation Department	20 Sanderson Street	Greenfield	MA	01301	04-600163		9,000 00	n/a	n/a	n/a	Build a Playground
Guajome Park Primary Academy	2000 N Santa Fe Ave	Vista	CA	92083	33-0625396		9,000 00	n/a	n/a	n/a	Build a Playground
The Recreation and Parks Department for the Parish of EBR	6201 Florida Blvd	Baton Rouge	LA	70806	72-601545		9,000 00	n/a	n/a	n/a	Build a Playground
Indiana District of Kiwanis International	6525 E 82nd Street	Indianapolis	IN	46250	35-0943609		9 000 00	n/a	n/a	n/a	Build a Playground
Boys & Girls Community Learning Center	101 Wren Drive	Greenwood	MS	38930	27-1266414		9,000 00	n/a	n/a	n/a	Build a Playground
Greater Homewood Community Corporation-Margaret Brent	3503 North Charles St	Baltimore	MD	21218	31-010805		9 000 00	n/a	n/a	n/a	Build a Playground
YMCA of Marqueta County	1420 Pine Street	Marquete	MI	49855	38-3211419		9 000 00	n/a	n/a	n/a	Build a Playground
Blaine Southeast Neighborhood Association	3101 N Lyn Mar Drive	Muncie	IN	47304	35-1900995		9,000 00	n/a	n/a	n/a	Build a Playground
City of Syracuse Parks (Northeast Hawley Dev Assn)	412 Spencer Street	Syracuse	NY	13207	15-6000416		9,000 00	n/a	n/a	n/a	Build a Playground
City of Newton Falls	19 N Canal Street	Newton Falls	OH	44444	34-6002022		9,000 00	n/a	n/a	n/a	Build a Playground
North College Hill Elementary PTA	6955 Grace Avenu	North College Hill	OH	45239	23-7251190		9,000 00	n/a	n/a	n/a	Build a Playground
Ohkay Owingeh Boys & Girls Club	Po Box 1099	Ohkay Owingah	NM	87566	85-0228951		9 000 00	n/a	n/a	n/a	Build a Playground
City of Pahokee	207 Begonia Drive	Pahokee	FL	33476	59-6000040		9,000 00	n/a	n/a	n/a	Build a Playground
Pathways to College	PO Box 403626	Hespena	CA	92340	33-0940314		9,000 00	n/a	n/a	n/a	Build a Playground
Pearl River County School District	7441 Highway 11	Carriere	MS	39426	64-6000957		9 000 00	n/a	n/a	n/a	Build a Playground
Phoenix Elementary School	PO Box 727	Phoenix	OR	97520	93-600506		9,000 00	n/a	n/a	n/a	Build a Playground
Quincy Park District	1231 Bonansinga Drive	Quincy	IL	62305	37-600385		9,000 00	n/a	n/a	n/a	Build a Playground
Lower Umpqua Hospital Foundation	600 Ranch Road	Reedsport	OR	97467	91-1859464		9,000 00	n/a	n/a	n/a	Build a Playground
Town of Robbins/Northern Moore Family Resource Center	PO Box 190	Robbins	NC	27325	56-6001853		9 000 00	n/a	n/a	n/a	Build a Playground
Rolling Hills Christian Academy	4545 South Riverside Dr	Ft Worth	TX	76119	27-3885561		9,000 00	n/a	n/a	n/a	Build a Playground
Florida District of Kiwanis International, Inc	5545 Benchmark Lane	Sanford	FL	32773	59-0578342		9,000 00	n/a	n/a	n/a	Build a Playground
W F Morrison Elementary School	PO Box 867	Tray	MT	59935	81-6000591		9,000 00	n/a	n/a	n/a	Build a Playground
Western Avenue Ministries	1411 Broadway	Toledo	OH	43609	34-1329306		9,000 00	n/a	n/a	n/a	Build a Playground
Yakima School District-Whitney Elementary	104 N 4th Avenue	Yakima	WA	98902	91-6001550		9,000 00	n/a	n/a	n/a	Build a Playground
Temple Days Daycare & Preschool	6816 Randol Mill Road	Ft Worth	TX	76120	75-1294613		9,000 00	n/a	n/a	n/a	Build a Playground
Echo Housing and Boy Scouts	103 W Maryland St	Evansville	IN	47710	35-1831922		9,000 00	n/a	n/a	n/a	Build a Playground
Dixon Public School	PO Box 10, Street B	Dixon	MT	59831	81-6000921		9,000 00	n/a	n/a	n/a	Build a Playground
Deyton Elementary School	308 Harris Street	Spruce Pine	NC	28777	56-6001075		9,000 00	n/a	n/a	n/a	Build a Playground
City of Centralia	517 4th Street	Centralia	KS	66415	48-6025420		9,000 00	n/a	n/a	n/a	Build a Playground
Children of Promise, NYC	54 Mac Donough Street	Brooklyn	NY	11216	83-0440009		9,000 00	n/a	n/a	n/a	Build a Playground
Borough of Indiana, PA	360 N 12th Street	Indiana	PA	15701	25-6000387		9,000 00	n/a	n/a	n/a	Build a Playground
Antioch's Christian Learning Center	140 Worcester	Detroit	MI	48203	46-5303225		9,000 00	n/a	n/a	n/a	Build a Playground
Community Action Development Corporation	1415 Easy Street	Frederick	OK	73542	73-0775241		9,000 00	n/a	n/a	n/a	Build a Playground
Mitchell School	2713 Drexel Avenue	Racine	WI	53403	39-6031430		9,000 00	n/a	n/a	n/a	Build a Playground
City of Waycross	PO Drawer 99	Waycross	GA	31502	58-1000697		9,000 00	n/a	n/a	n/a	Build a Playground
Ponderosa PTA	4188 King Ave East	Billings	MT	59101	81-0448926		9,000 00	n/a	n/a	n/a	Build a Playground
Channel 3 Kids Camp	73 Times Farm Road	Andorer	CT	06432	06-0660003		9 000 00	n/a	n/a	n/a	Build a Playground
Village of Strum	PO Box 25	Strum	WI	54770	39-6008554		9 000 00	n/a	n/a	n/a	Build a Playground
EHSA	4700 S 47th Street	Greenfield	WI	53220	39-1888008		9 000 00	n/a	n/a	n/a	Build a Playground
Native American Connections	4520 N Central Avenue, Ste 600	Phoenix	AZ	85012	86-0293585		7,440 00	n/a	n/a	n/a	Play Product
Pecan Park Elementary	415 Claiborne Ave	Jackson	MS	39209	64-6000505		7,440 00	n/a	n/a	n/a	Play Product
Inpired Teaching School	200 Douglas Street NE	Washington	DC	20002	27-2618506		7,440 00	n/a	n/a	n/a	Play Product
City of Spartanburg	1004 Glendalyn Circle	Spartansburg	SC	29302	57-6000245		7,440 00	n/a	n/a	n/a	Play Product
Alexandria Redevelopment and Housing Authority	600 N Fairfax Streeet	Alexandria	VA	22314	54-6001105		7,440 00	n/a	n/a	n/a	Play Product
San Diego Youth Services	3255 Wing Street	San Diego	CA	92110	95-2648050		7,440 00	n/a	n/a	n/a	Play Product
Homewood Children's Village	801 N Homewood Ave	Pittsburgh	PA	15208	27-1885583		7,440 00	n/a	n/a	n/a	Play Product
William Penn School District - East Landsdowne Elementary	100 Green Avenue - Annex	Landsdowne	PA	19050	23-187777		7,440 00	n/a	n/a	n/a	Play Product
BREC	6201 Florida Blvd	Baton Rouge	LA	70808	72-601545		7,440 00	n/a	n/a	n/a	Play Product
The Innovation Hangar	3601 Lyon Street	San Francisco	CA	94123	46-5647699		7,440 00	n/a	n/a	n/a	Play Product
Ability Connection Colorado	801 Yosemite Street	Denver	CO	80230	84-0420225		15,200 00	n/a	n/a	n/a	Imagination Playground Product
Santa Fe Southe Elementary	5325 S Penn Avenue	OKC	OK	73119	30-0118733		5,400 00	n/a	n/a	n/a	Imagination Playground Product

Name	Address	City	State	Zip Code	EIN	IRC	Amount of Cash Grant (d)	Non-Cash Assistance	Method of Valuation	Description of non-cash	Purpose of Grant Funds
Baker Victory Services	780 Ridge Road	Lackawanna	NY	14128	16-1017453		5,400 00	n/a	n/a	n/a	Imagination Playground Product
Ludlow Community Center / B&GC	91 Claudia's Way	Ludlow	MA	01056	04-2089767		5,400 00	n/a	n/a	n/a	Imagination Playground Product
St Joseph's Regional Medical Center Foundation	703 Main Street	Paterson	NJ	07503	22-2448138		5,400 00	n/a	n/a	n/a	Imagination Playground Product
Gordon Parks Elementary School	3715 Wyoming	Kansas City	MO	64111	43-1837978		14,000 00	n/a	n/a	n/a	Build a Playground
RENEW Reinventing Education - Dolores T Aaron Academy	3649 Laurel Street	New Orleans	LA	70115	80-0419622		14,000 00	n/a	n/a	n/a	Build a Playground
Learning Gate Community School	16215 Hanna Road	Lutz	FL	33549	59-3623928		14,000 00	n/a	n/a	n/a	Build a Playground
The North Carolina Leadership Charter Academy, Inc	PO Box 1728	Kernersville	NC	27285	46-1185191		14 000 00	n/a	n/a	n/a	Build a Playground
Chabad Lubavitch Center	14908 Pennington Road	Tampa	FL	33624	59-3685842		14,000 00	n/a	n/a	n/a	Build a Playground
Family Abuse Center	PO Box 20395	Waco	TX	76702	74-2080943		30 000 00	n/a	n/a	n/a	Shade Structure Equipment
Corpus Christi Musuem of Science & History	1900 N Chaparral Street	Corpus Chrisit	TX	78401	23-7369035		30,000 00	n/a	n/a	n/a	Shade Structure Equipment
Odessa Family YMCA	3001 E University	Odessa	TX	79762	75-1187026		30,000 00	n/a	n/a	n/a	Shade Structure Equipment
Laredo Independent School District	900 E Lyon Stree	Laredo	TX	78040	74-6001580		30,000 00	n/a	n/a	n/a	Shade Structure Equipment
Fort Worth ISD	100 N University Drive	Fort Worth	TX	76107	75-6001613		30,000 00	n/a	n/a	n/a	Shade Structure Equipment
Oklahoma WONDERtorium	PO Box 1299	Stillwater	OK	74076	73-1610689		8,446 71	n/a	n/a	n/a	Play Product
Camp Fire Green Country, inc	706 South Boston Ave	Tulsa	OK	74119	73-0579231		8,446 71	n/a	n/a	n/a	Play Product
Will Rogers Memorial Museum	1720 W Will Rogers Blvd	Claremoore	OK	74017	73-6017987		8,446 71	n/a	n/a	n/a	Play Product
Fit Kids of Southwest Oklahoma	1010 S Sheridan Road	Lawton	OK	73501	26-3881310		16 592 00	n/a	n/a	n/a	Imagination Playground Product
Firelodge Youth & Family Services	1601 S Gordon Cooper	Shawnee	OK	74801	73-0945447		16,592 00	n/a	n/a	n/a	Imagination Playground Product
Great Plains Youth & Family Services	901 S Broadway	Hobart	OK	73651	73-1058052		16,592 00	n/a	n/a	n/a	Imagination Playground Product
Carver Early Childhood Center	815 South 5th	Enid	OK	73701	73-6021075		16,592 00	n/a	n/a	n/a	Imagination Playground Product
Boys & Girls Clubs of Central New Mexico	3333 Truman St NE	Albuquerque	NM	87110	85-0106943		14,937 00	n/a	n/a	n/a	Imagination Playground Product
Boys and Girls Clubs of the Austin Area	5407 NIH 35, Suite 400	Austin	TX	78723	74-6087356		14 937 00	n/a	n/a	n/a	Imagination Playground Product
American Red Cross, L A Region	11355 Ohio Ave	Los Angeles	CA	90025	53-0196605		14,937 00	n/a	n/a	n/a	Imagination Playground Product
American Red Cross, L A Region	11355 Ohio Ave	Los Angeles	CA	90025	53-0196605		14,937 00	n/a	n/a	n/a	Imagination Playground Product
Cuban American National Council, Inc	1223 SW, 4th Street	Miami	FL	33135	23-7269955		14,937 00	n/a	n/a	n/a	Imagination Playground Product
Madison Square Boys & Girls Club	1665 Hoe Avenue	Bronx	NY	10460	13-5596792		14,937 00	n/a	n/a	n/a	Imagination Playground Product
Winston County Comm Dev Corp-Kids World Day Care	715 S Church Street	L'Ville	MS	39339	30-0006581		14,937 00	n/a	n/a	n/a	Imagination Playground Product
Little Blessings	105 Warner Ave	Louisville	MS	39339	REQUESTED		14,937 00	n/a	n/a	n/a	Imagination Playground Product
Boys and Girls Clubs of Spokane County	544 E Providence Avenue	Spokane	WA	99207	91-1983357		14,750 66	n/a	n/a	n/a	Imagination Playground Product
Glendale Elementary	1201 Tompkins Drive	Madison	WI	53716	39-6003202		14,750 67	n/a	n/a	n/a	Imagination Playground Product
Boys and Girls Club of Truckee Meadows	2680 East 9th Street	Reno	NV	89512	88-0142068		14,750 67	n/a	n/a	n/a	Imagination Playground Product
Felt Public School	101 S Lincoln	Felt	OK	73937	73-1095411		9,000 00	n/a	n/a	n/a	Build a Playground
Stone Soup Fresno	1345 E Bulldog Lane	Fresno	CA	93710	77-0430680		9,000 00	n/a	n/a	n/a	Build a Playground
Revive South Jersey	PO Box 596	Elmer	NJ	08318	45-4794682		9,000 00	n/a	n/a	n/a	Build a Playground
St John's Missionary Baptist Church	215 S Chicago St	Salina	KS	67401	48-1046250		9,000 00	n/a	n/a	n/a	Build a Playground
Lake Katherine Nature Center	760 W Lake Katherine Drive	Palos Heights	IL	60463	91-1868185		9,000 00	n/a	n/a	n/a	Build a Playground
Recreation & Parks Commission for the Parish of East Baton	6201 Florida Blvd	Baton Rouge	LA	70806	72-6015451		25,000 00	n/a	n/a	n/a	Imagination Playground Product
St Joseph Mission School	26 School Road	San Fidel	NM	87049	85-0222309		6,400 00	n/a	n/a	n/a	Imagination Playground Product

ATTACHMENT 1

STATEMENT A
KaBOOM!, Inc. EIN #52-1970904
2014 Form 990

Organization Mission, Impact and Theory of Change

KaBOOM!, Inc. is a national non-profit organization dedicated to giving all kids – particularly those growing up in poverty in America – the childhood they deserve filled with balanced and active play, so they can thrive.

In furtherance of its mission, KaBOOM! creates great places to play, inspires communities to promote and support play and works to drive the national discussion about the importance of play in fostering healthy and productive lives. In addition to continuing to create playspaces through a community-build model, it also undertakes initiatives to spark behavior and societal-norm change around play. Behavior change means that kids get the play they need every day. Societal-norm change means that our culture will reinforce this expectation for all kids. Delivering on both requires that KaBOOM! continue to create great places to play and also deploy an influence strategy, because studies indicate that while parents, caregivers, and community leaders are aware that play is important, this awareness does not always translate into understanding, responsibility, and action.

During 2014, KaBOOM! focused on three important efforts within the influence strategy. First, driving thought leadership around the idea of playability – the extent to which a city makes it easy for all kids to get balanced and active play – as a standard for cities to aspire. Second, supporting research that identifies how best to overcome bottlenecks to play and accelerate behavior change. Third, undertaking new initiatives that lead to specific action.

In the short-term, KaBOOM! is working to inspire and inform the efforts of early adopters. From there, it seeks to develop proof points that illustrate and illuminate the promise of play. Over the longer-term, it aspires to drive scalable change to provide equitable play opportunities for all kids through playability. Ultimately, a generation from now, KaBOOM! envisions a new societal norm where all kids, regardless of socio-economic status, have the opportunity to play every day, everywhere in their homes, schools and communities.

Research affirms that play is essential to kids' physical health, emotional well-being, educational progress, and social development. KaBOOM! works to help ensure that all kids can realize the benefits of all types of play through safe, regular opportunities to build muscles, expand minds, and forge friendships.

STATEMENT B
KaBOOM!, Inc. EIN #52-1970904
2014 Form 990
Page 1, Part 1, Line 1

Organization Summary

KaBOOM!, Inc. is a national non-profit dedicated to giving all kids the childhood they deserve, filled with balanced and active play, so they can thrive.

Play is proven to be critical to a kid's overall health and well-being, contributing to social, emotional, physical, and cognitive development. KaBOOM! believes many urgent problems – especially those plaguing low-income communities today – can be addressed by bringing individuals together to ensure that all kids have the time and opportunity to play every day in their homes, schools, and communities.

The Stanford University School of Medicine reports that kids are spending less time playing outdoors than any previous generation.[1] Broadly speaking, this study asserts that kids today spend less time playing outdoors, because there are far too few places to play, and kids are not given enough time to play.[2] In order to begin addressing decline in play, KaBOOM! believes the first step is to define the scope of the problem.

Recent studies have found that recess offers nearly half of the chances kids get to be physically active during the school year (42%), but recess is increasingly absent from the school day.[3] When not in school, kids engage in seven hours and 38 minutes of recreational media usage *each day*.[4] Kids in low-income households are estimated to spend 50% more time watching television than their affluent peers.[5]

In neighborhoods without a park or playground, the incidence of childhood obesity increases 29%.[6] Kids with a park or playground within half-a-mile are almost five times more likely to be a healthy weight than kids without playgrounds or parks nearby.[7] Nearly one in three kids in America is overweight or obese, setting them up for a lifetime of health problems, such as diabetes, heart disease and cancer.[8]

Kids who learn in a play-enriched environment outperform play-deprived kids in reading and mathematics; are better adjusted socially and emotionally; and excel creatively and at oral communication.[9] Schools without recess face increased incidences in classroom

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[1] "Building 'generation play' Addressing the crisis of inactivity among America's children " Stanford University, School of Medicine (2007) http //www playeveryday org/Stanford%20Report pdf
[2] *Id*
[3] "Recess rules why the undervalued playtime may be America's best investment for healthy kids and healthy schools" The Robert Wood Johnson Foundation (2007)(http //www rwjf org/files/research/sports4kidsrecessreport pdf) and "Calories In, Calories Out Food and Exercise in Public Elementary Schools " National Center for Education Statistics 2005 http //nces ed gov/pubs2006/2006057 pdf
[4] *Id*
[5] *Id*
[6] "Neighborhood Socioeconomic Conditions, Built Environments, and Childhood Obesity " Singh, Gopal, Siahpush, Mohammed, and Kogan, Michael *Health Affairs*, Volume 29, Number 3 (2010)

[8] "Places to Play Association of Park Space and Facilities With Healthy Weight Status Among Children " Potwarka, Luke R , Kaczynski, Andrew T , and Flack, Andrea L *Journal of Community Health* Volume 33, Number 5 (2008) http //www medscape com/viewarticle/579605
[9] (2010) Prevalence of High Body Mass Index in US Children and Adolescents 2007-2008 Journal of American Medical Association, Ogden, C L , Carroll, M , Curtin L , Lamb, M , Flegal, K 303(3), 242-249

behavioral problems, including violence and emotional outbursts, and their students are often unable to effectively interact with peers and authority figures.[10]

KaBOOM! is working to address these issues by:

(I) creating great places to play,

(II) inspiring communities to promote and support play, and

(III) driving the national discussion about the importance of play in fostering healthy and productive lives.

Achievement of scale, equity and ease of play opportunities for all kids requires widespread change in both individual behaviors (kids actually play more) and societal norms (society reinforces the expectation that kids get balanced and active play every day). KaBOOM! sees, and is seizing, an opportunity to catalyze this shift by influencing key audiences to take action to protect and promote play everywhere.

We began working to inspire two key groups: 1) grassroots leaders—innovative parents, caregivers, and community members, and 2) grass-tops networks—innovative municipal officials, business executives, leading non-profit institutions, and other city-wide influencers who can help ensure that play-friendly, policies, programs, and infrastructure exist in their communities.

These efforts are mutually reinforcing. From the grassroots up, people have been inspired to take action for play, and they, in turn, put pressure on officials to give equal opportunities for kids to get the play they need.

Meanwhile, grasstops leaders who implement play-friendly policies, play programming, and improvements in play infrastructure in their cities enable individuals to ensure that all kids are getting the balanced and active play they need to thrive.

KaBOOM! believes a combination of these efforts will enable widespread behavior and societal norm change be achieved.

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[10] Edward Miller and Joan Almon, **Crisis in the Kindergarten: Why Children Need Play in School**, Alliance for Childhood, 2009

[12] 'School recess and group classroom behavior," Barros, Romina M , Silver, Ellen J , & Stein, Ruth E K *Pediatrics*, The American Academy of Pediatrics, Volume 123, Number 2, Pages 431- 436,
(2009) http //pediatrics aappublications org/cgi/content/full/123/2/431

STATEMENT C
KaBOOM!, Inc. EIN #52-1970904
2014 Form 990
Page 2, Part III, Line 4

Statement of Program Service Accomplishments

KaBOOM!, Inc. is a national non-profit organization dedicated to giving all kids the childhood they deserve, filled with balanced and active play, so they can thrive. KaBOOM! works to bring balanced and active play into the daily lives of all kids, particularly the 16 million growing up in poverty in America. We create great places to play. We inspire communities to promote and support play. And we drive the national conversation about the importance of play in fostering healthy and productive lives.

I. Creating Great Places to Play

KaBOOM! leads all-volunteer, done-in-a-day playground builds that unite communities around a common cause: the health and well-being of their kids. These builds are the foundation of the KaBOOM! grassroots movement for the cause of play. Communities come together to build a playground and stay together to use it and take care of it The space they create becomes a valued kid- and family-friendly gathering place for the community.

During 2014, KaBOOM! led 172 playground builds, which serve an estimated 362,200 kids. These projects engaged 39,680 volunteers, who contributed 266,062 hours of service to communities in 37 states, the District of Columbia, Canada, and Mexico.

KaBOOM! also executed grant programs to support communities who want to build new playgrounds, improve existing playspaces or receive innovative play and play-related products. In 2014, these programs provided 156 local, community organizations with a total of $2,220,000 to: 1) partially fund the construction of 67 new playspaces; 2) improve 7 existing playspaces; and 3) place 82 innovative play and play-related products. These projects serve an estimated 386,000 kids and engaged 6,115 volunteers.

II. Inspiring Communities to Promote and Support Play

KaBOOM! has enabled city leaders, individuals, and organizations to promote and support play in their communities.

At the city level, KaBOOM! made an impact through the Playful City USA Program. In 2014, 212 cities and towns across the country qualified for Playful City USA status, with more than 30 new communities added to the program. Playful City USA communities are honored for taking innovative and comprehensive actions to increase playability and give kids the play-filled childhood they deserve. These cities were recognized for making play part of the solution to help address various challenges facing their communities such as economic development, childhood obesity, toxic stress or poverty. KaBOOM! also enables cities to physically assess where play is needed most through its Map of Play and its play desert maps. Neighborhoods that have many kids, but a dearth of places to play are play deserts. According to the Centers for Disease Control and Prevention, only *one out of five* kids in the United States lives within a half-mile of a park or playground, and the availability of places to play looms far worse in low-income neighborhoods. The KaBOOM! play desert maps identify and enable cities to address inequity in play opportunities.

At the individual level, KaBOOM! launched a number of new initiatives in 2014 to inspire people and families to promote and prioritize play in their lives. One example is the KaBOOM! Birthday Club. Kids understand the value of play and the importance it has in every kid's life. Through this program, kids have the opportunity to give the gift of play to other kids by pledging their birthdays and raising money from friends and family in lieu of gifts. In addition, KaBOOM! launched the America's Most Playful Family contest, powered by Walt Disney Parks and Resort, to encourage families across the nation to share how and why they prioritize play as well as inspire other families to be more playful, too. To continue engaging kids and families across America, together, we also launched the KaBOOM! Play Together Tour. This free pop-up family-friendly play course made stops across the country to show that play can take place at anytime and anywhere to encourage families to prioritize play and play together. Through the contest and tour, KaBOOM! expanded its network of families interested in supporting and prioritizing play.

Once communities and individuals have taken action for the cause of play, KaBOOM! encourages them to be long-term supporters through the KaBOOM! Alumni Program. Community groups and individuals who have built playgrounds through the community build model register as KaBOOM! alumni and have access to special grant programs, maintenance tips, and support from teams as they plan new projects. The Alumni Program additionally provides further evidence of impact as KaBOOM! tracks the stories and ripples that occur following their playground build.

III. Driving the National Conversation About the Importance of Play

KaBOOM! has advanced the cause of play by introducing and building momentum for the concept of *Playability*—the extent to which a city makes it easy for all kids to get balanced and active play.

In October, KaBOOM! hosted its second Playful City USA Leaders Summit in Chicago, which convened representatives from 12 Team Cities across the country from Memphis to San Francisco, at the vanguard of making playability the standard to which all cities aspire. At the Summit, KaBOOM!, in collaboration with non-profit behavioral research firm ideas42, unveiled research around the behavioral bottlenecks to play, "Using Behavioral Economics to Create Playable Cities."[11] The research suggests cities must become "playable" to compete and to improve societal conditions for all residents.

In addition, KaBOOM! continued its work as a thought leader on play in 2014. For example, in April, KaBOOM! CEO Darell Hammond joined Billy Shore of Share Our Strength and Amy Celep of Community Wealth Partners to participate in the Speaker Series of the NYU Reynolds Program in Social Entrepreneurship to

[11] Available at http //media kaboom org/pdf/Using_Behavioral_Economics_to_Create_Playable_Cities-Full pdf

share insights from their recent article in the Stanford Social Innovation Review, "When Good Is Not Good Enough". The national discourse around playability continued to gain traction throughout the year as media and grasstops influencers engaged in the discussion in outlets across America, such as *The Wall Street Journal*, *Chicago Sun-Times*, Fast Co., Next City, and Living Cities.

Grant Making Procedures in the US

KaBOOM!, Inc. grant programs provide funding to support communities that are committed to build or improve great places to play through a do-it-yourself model. Grantees are able to use the free KaBOOM! online tools and resources to help guide them through the process of building or improving a playspace. In addition to monetary grants, KaBOOM! offers grants for innovative play and play-related products that encourage creativity, communication and collaboration.

The grant programs, which typically are funded by third party funding partners and administered by KaBOOM!, provide KaBOOM! the opportunity to work with groups it would not otherwise have an opportunity to support, e.g., smaller towns, religious affiliated, rural communities and sites too small for a standard KaBOOM! project.

There are three types of grant programs:

- Construction Grants: Financial support funds approximately 15% - 25% of the overall cost for a project along with planning support and technical assistance. The projects result in new playgrounds that are constructed, through the community-build model. These grants have proven to catalyze additional fundraising efforts and promote community engagement.
- Improvement Grants: Funding for the enhancement of an existing play environment Enhancements include creating Mini Pitch (soccer) courts, shade structures for existing playgrounds and adding outdoor fitness equipment to the playspace.
- Creative Play Grants: Innovative play and play-related products, such as Imagination Playground and Rigamajig, are designed to encourage creativity, communication and collaboration in play. Grantees are able to incorporate these products into existing programs and use them for special events in their community.

For each grant program, a standard application form is created. Grant applications are submitted (typically online) and initially reviewed by an Impact Innovation Analyst to ensure all information is submitted. The submitted grant applications are reviewed and scored by an internal grant review panel consisting of 2-3 KaBOOM! staff members, including a Grant Manager. Scoring is based on several criteria for selection, some of which may be specified by such grant program's funding partner, which typically retains final approval rights. The grant review panel's recommendations are submitted to the funding partner for approval. Selected grantees are notified and sent a grant agreement. Each grant agreement includes performance benchmarks that the grantee must acknowledge upon acceptance of the grant. The Grant Manager follows up every other month and as needed with each grantee regarding progress towards completion of each benchmark. KaBOOM! will not release grant funds or coordinate delivery of products if a grantee has not met the required benchmarks and supplied the appropriate documentation.

When a grantee requests fulfillment of the grant award for their project, the Grant Manager will ensure that all of the documentation required for KaBOOM! to initiate release of such grant award has been submitted.

Once the Grant Manager confirms that required benchmarks have been met and required documentation has been received, the Grant Manager will prepare a check request, which must be approved by the CFO prior to payment. When the grant is for play products, the play product will not be shipped until all required documentation has been received.

Grants serve the following types of organizations:

- Child Serving Non-Profit Organizations
- Neighborhood Associations
- Native American Tribal Organizations
- Schools or PTO/PTAs
- Municipalities
- Other Community Based Organizations
- Housing Authorities

Criteria for a KaBOOM! Grantee includes:

- Need (for a playspace or an improved playspace)
- Impact that the playspace will have in the community
- Low Income, Under-served communities
- Capacity to engage the community
- Capacity to generate matching funds
- Demonstrated enthusiasm for project and commitment to fulfill requirements

Grant Making Activities Outside of the US

KaBOOM!, Inc. executed a program providing grants to local community organizations to assist them in funding volunteer-led community playspace projects. During 2014, 156 grants totaling $2,220,000 were awarded. No grants were awarded outside of the United States. KaBOOM! has a set of rules and requirements regarding the criteria, and approval procedures for this grant program. The grant application rules and process did not vary based on whether the projects were outside the US. See Grant Making Procedures in US.

KaBOOM!, Inc.
2014 Form 990
Schedule J, Part I, Line 1b

Executive Travel Policy

KaBOOM!, Inc. maintains a written executive travel policy, which applies to each of its officers. The policy, which is administered by the Finance Committee and approved by the Board, requires economy or business class travel for substantially all air travel. First class travel is allowed in very limited circumstances involving flights over five hours long for the CEO.

Under KaBOOM!'s executive expense review process, the CEO's travel and other expenses initially are reviewed and approved by the CFO, who reports on these expenses in detail and with appropriate analysis quarterly to the Chairman of the Finance Committee who also reviews and approves these expenses. The Chairman of the Finance Committee reports to the Board on the results of such review. As part of the annual audit process the outside auditors include in their examination a review of the company's compliance with this policy and conduct sample testing and review of the CEO's expense receipts and documentation

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Page 6 Part VI-A Line 2

Family Relationship

Darell Hammond (CEO) and Kate Becker (Chief Mission Officer and COO) have a family relationship. KaBOOM!, Inc. has a Board-approved procedure in place that provides a reporting structure and performance and compensation review process designed to ensure that Mr. Hammond is independent from the process of reviewing Ms. Becker's performance or compensation. Ms. Becker reports directly to the President, who is responsible for overseeing evaluation of Ms. Becker's performance and review of her compensation. The President reports the results of such evaluation and review directly to the Chairman of the Board, who includes such report as part of the Board's annual executive compensation and review process.

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Page 6 Part VI Line 11b

Review of Form 990

The Form 990 is prepared by the organization's independent auditors and is reviewed by the management team and Finance Committee. The Form 990 is approved by the Finance Committee. Once approved by the Finance Committee the Form 990 is sent to the Board of Directors and legal counsel for review and comment and is approved by the Board of Directors before filing.

STATEMENT G

KaBOOM!, Inc.
2014 Form 990
Page 6 Part VI-B Line 12

Conflict of Interest Policy

KaBOOM!, Inc. maintains a conflict of interest policy, which applies to each director and officer of KaBOOM!, that seeks to protect the interests of KaBOOM! when it contemplates entering into a transaction or arrangement that might benefit the private interest of an officer or director of KaBOOM!. The policy is intended to supplement applicable state and federal laws governing conflict of interest applicable to non-profit and charitable organizations and to aid directors and officers of KaBOOM! in performing the duties imposed upon them by applicable law with respect to their management responsibilities and fiduciary obligations to KaBOOM!.

The conflict of interest policy requires any director or officer, who has a direct or indirect financial interest (defined as a greater than 5% ownership interest in, or compensation arrangement with) or affiliate relationship with any person or entity that is involved in an actual or potential transaction with KaBOOM!, to disclose the existence of such financial interest or affiliate relationship to the Chairperson of the Board of Directors and the Chairperson of the Governance and Nominating Committee. In addition to the general duty to disclose actual or potential conflicts of interest, the policy requires each director and officer to complete an annual disclosure statement that, among other things, discloses any such financial interest or affiliate relationship.

Following disclosure of such financial interest or affiliate relationship, the policy provides for the matter to be referred to the Board or the Governance and Nominating Committee, which then determines whether such interest or relationship creates a conflict of interest in respect of such director or officer and, if so, such director or officer may provide information or interpretation with respect to such matter but shall otherwise refrain from participating in consideration of the matter.

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Page 6, Part VI, Line 15

Executive Compensation Policy

KaBOOM!, Inc. maintains an executive compensation policy with the objective of providing a reasonable and competitive executive total compensation opportunity consistent with market-based compensation practices for individuals possessing the experience and skills needed to manage and improve the overall performance of the organization.

The KaBOOM! executive compensation program is designed to, among other things:

- Encourage the attraction and retention of high-caliber executives;
- Provide a competitive total compensation package, including benefits;
- Strongly support a performance driven culture through the use of incentives for key employees;
- Reinforce the goals of the organization by supporting teamwork and collaboration;
- Ensure that pay is perceived to be fair and equitable;
- Be flexible to reward individual accomplishments as well as organizational success; and
- Balance the need to be competitive within the limits of available financial resources.

To evaluate and benchmark the organization's executive compensation program against the competitive market, an independent consulting firm conducts a bi-annual review intended to ensure that the compensation program falls within a reasonable range of competitive practices for comparable positions among similarly situated organizations

The KaBOOM! executive compensation program is administered by the Executive Committee and Finance Committee of the Board. The Finance Committee is responsible for establishing and maintaining a competitive compensation program for all senior executives of the organization. The committee selects the independent consulting firm to conduct the executive compensation review, reviews the findings and meets as needed to review the compensation program and make recommendations for any changes to the board, as appropriate.

The Executive Committee reviews annually and submits for Board approval its recommendations regarding the base salary adjustments and annual incentive payments, as well as objectives and goals for the upcoming year's annual performance appraisal and incentive plan for the executive management team. After the completion of the annual audit, the Executive Committee reviews, approves and reports to the Board their assessment of executive management team actual performance measured against Board approved goals and objectives. At such time the Finance Committee also reviews and recommends and submits for Board approval the incentive payments for all other officers and staff as measured against the Board approved incentive plan.

In addition, the Board has adopted an Executive Compensation Clawback Policy, pursuant to which KaBOOM!, subject to the full and final authority of the Board to make all determinations required thereunder, shall seek reimbursement of performance-based and/or discretionary compensation paid to an executive officer of KaBOOM! if the Board determines that the amount of any such performance-based and/or discretionary compensation actually paid or awarded to a current or former executive officer during the one-year period preceding the date on which KaBOOM! is required to prepare such restatement would have been a lower amount had it been calculated based on such restated financial statements or such executive officer engaged in fraud or intentional misconduct that contributed to the need for such restatement or resulted in erroneous calculations of performance-based and/or discretionary compensation.

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Page 6 Part VI-B Line 16

Related Parties/ Joint Venture

Imagination Playground, LLC

In 2009, KaBOOM!, Inc. and Playground Initiative, Inc., a 501(c)(3) organization affiliated with Rockwell Architecture, Planning and Design, P.C., formed Imagination Playground, LLC as a joint venture focused on the design, development, production, manufacturing, marketing, distribution, sale and installation of play spaces and related play equipment associated with the Imagination Playground concept, which was conceived and designed by architect David Rockwell to encourage child-directed, unstructured "free play."

The joint venture is managed by a separate board consisting of the chief executive officer of the joint venture and two designees appointed by each of KaBOOM! and Playground Initiative. In addition, the joint venture is a vendor to KaBOOM!, which from time to time may purchase Imagination Playground products from the joint venture on behalf of certain communities that may receive such products in connection with KaBOOM!-led playground builds or KaBOOM!-administered grant programs.

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Schedule R, Part I

Related Organization

KaBOOM! Play Initiatives, LLC

KaBOOM! Play Initiatives, LLC ("KPI"), a wholly owned subsidiary of KaBOOM!, Inc., is a Delaware limited liability company that was formed in 2013 to pursue certain play initiatives in furtherance of KaBOOM!'s mission. Among other things, KPI undertakes activities designed to connect sellers and buyers of innovative play or play-related products. While KPI does not own or sell such products, it does provide certain payment processing services and manages order fulfillment for such products (among other ancillary services provided by KPI in connection with such activities). Sellers completing sales in connection with such activities contribute to KPI a portion of the sales price paid for each product as an unrestricted donation to support KaBOOM!'s mission. During 2014 KPI revenue totaled approximately $142,000.