

Form 990

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-0047

2004

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

A For the 2004 calendar year, or tax year beginning JANUARY 1, 2004, and ending DECEMBER 31, 2004

B Check if applicable: Address change, Name change, Initial return, Final return, Amended return, Application pending. C Name of organization: HOPE worldwide CONSOLIDATED SUBSIDIARIES. D Employer identification number: 91-1867491. E Telephone number: 610-254-8800. F Accounting method: Accrual.

G Website: www.hopeww.org. H and I are not applicable to section 527 organizations. H(a) Is this a group return for affiliates? Yes. H(b) If "Yes," enter number of affiliates: 33. H(c) Are all affiliates included? No. H(d) Is this a separate return filed by an organization covered by a group ruling? Yes.

J Organization type (check only one): 501(c)(3). K Check here if the organization's gross receipts are normally not more than \$25,000.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12: 2,589,152. M Check if the organization is not required to attach Sch. B.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See page 18 of the instructions.)

Table with columns for Revenue, Expenses, and Net Assets. Rows include: 1 Contributions, gifts, grants, and similar amounts received; 2 Program service revenue; 3 Membership dues and assessments; 4 Interest on savings and temporary cash investments; 5 Dividends and interest from securities; 6a Gross rents; 6b Less: rental expenses; 6c Net rental income or (loss); 7 Other investment income; 8a Gross amount from sales of assets other than inventory; 8b Less: cost or other basis and sales expenses; 8c Gain or (loss); 8d Net gain or (loss); 9 Special events and activities; 9a Gross revenue; 9b Less: direct expenses other than fundraising expenses; 9c Net income or (loss) from special events; 10a Gross sales of inventory, less returns and allowances; 10b Less: cost of goods sold; 10c Gross profit or (loss) from sales of inventory; 11 Other revenue; 12 Total revenue; 13 Program services; 14 Management and general; 15 Fundraising; 16 Payments to affiliates; 17 Total expenses; 18 Excess or (deficit) for the year; 19 Net assets or fund balances at beginning of year; 20 Other changes in net assets or fund balances; 21 Net assets or fund balances at end of year.

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Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See page 22 of the instructions.)

| Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I. | | (A) Total | (B) Program services | (C) Management and general | (D) Fundraising |
|---|--|-----------------|----------------------|----------------------------|-----------------|
| 22 | Grants and allocations (attach schedule) ... (cash \$ 138,519 noncash \$ 0) | 22 138,519 | 138,519 | SCHEDULE 5 | |
| 23 | Specific assistance to individuals (attach schedule) | 23 5,738 | 5,738 | SCHEDULE 6 | |
| 24 | Benefits paid to or for members (attach schedule) | 24 0 | 0 | | |
| 25 | Compensation of officers, directors, etc. | 25 0 | 0 | 0 | 0 |
| 26 | Other salaries and wages | 26 0 | 0 | 0 | 0 |
| 27 | Pension plan contributions | 27 0 | 0 | 0 | 0 |
| 28 | Other employee benefits | 28 18,525 | 8,397 | 7,217 | 2,911 |
| 29 | Payroll taxes | 29 0 | 0 | 0 | 0 |
| 30 | Professional fundraising fees | 30 0 | 0 | 0 | 0 |
| 31 | Accounting fees | 31 20,436 | 10,925 | 9,511 | 0 |
| 32 | Legal fees | 32 5,415 | 0 | 5,415 | 0 |
| 33 | Supplies | 33 46,174 | 34,157 | 7,126 | 4,889 |
| 34 | Telephone | 34 51,252 | 43,134 | 5,002 | 3,116 |
| 35 | Postage and shipping | 35 4,920 | 3,713 | 1,012 | 195 |
| 36 | Occupancy | 36 157,356 | 135,774 | 16,167 | 5,415 |
| 37 | Equipment rental and maintenance | 37 19,485 | 15,739 | 1,931 | 1,815 |
| 38 | Printing and publications | 38 14,819 | 12,333 | 1,075 | 1,411 |
| 39 | Travel | 39 65,530 | 62,267 | 1,552 | 1,711 |
| 40 | Conferences, conventions, and meetings | 40 6,128 | 6,018 | 0 | 110 |
| 41 | Interest | 41 6,581 | 2,066 | 4,515 | 0 |
| 42 | Depreciation, depletion, etc. (attach schedule) | 42 37,832 | 86 | 37,746 | 0 |
| 43 | Other expenses not covered above (itemize): a SCH 8 | 43a 2,019,465 | 1,728,370 | 185,394 | 105,701 |
| b | | 43b | | | |
| c | | 43c | | | |
| d | | 43d | | | |
| e | | 43e | | | |
| 44 | Total functional expenses (add lines 22 through 43). Organizations completing columns (B)-(D), carry these totals to lines 13-15 | 44 2,618,175.00 | 2,207,236.00 | 283,663.00 | 127,274.00 |

Joint Costs. Check if you are following SOP 98-2. SEE SCHEDULE 9
 Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ N/A; (ii) the amount allocated to Program services \$ N/A;
 (iii) the amount allocated to Management and general \$ N/A; and (iv) the amount allocated to Fundraising \$ N/A

Part III Statement of Program Service Accomplishments (See page 25 of the instructions.)

| What is the organization's primary exempt purpose? ▶ SCHEDULE 10 | Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.) |
|--|---|
| a MENTORING - SEE SCHEDULE 10 (Grants and allocations \$ 0) | 1,911,781 |
| b GLOBAL OUTREACH - SEE SCHEDULE 10 (Grants and allocations \$ 80,060) | 195,247 |
| c NON U.S. PROGRAMS - SEE SCHEDULE 10 (Grants and allocations \$ 57,940) | 59,512 |
| d YOUTH CORP - SEE SCHEDULE 10 (Grants and allocations \$ 0) | 2,752 |
| e Other program services (attach schedule) (Grants and allocations \$ 519) | 37,944 |
| f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶ | 2,207,236.00 |

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Part IV Balance Sheets (See page 25 of the instructions.)

| | | | | (A) | | (B) |
|--|--|------------|------------|-------------------|------------|-------------|
| | | | | Beginning of year | | End of year |
| Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only. | | | | | | |
| Assets | 45 Cash—non-interest-bearing | | | 33,034 | 45 | 1,380 |
| | 46 Savings and temporary cash investments | | | 357,318 | 46 | 281,131 |
| | 47a Accounts receivable | 47a | 7,385 | | | |
| | b Less: allowance for doubtful accounts | 47b | 0 | 2,857 | 47c | 7,385.00 |
| | 48a Pledges receivable | 48a | 0 | | | |
| | b Less: allowance for doubtful accounts | 48b | 0 | 0 | 48c | 0.00 |
| | 49 Grants receivable | | | 195,853 | 49 | 103,094 |
| | 50 Receivables from officers, directors, trustees, and key employees (attach schedule) | | | 0 | 50 | |
| | 51a Other notes and loans receivable (attach schedule) | 51a | | | | |
| | b Less: allowance for doubtful accounts | 51b | | 0 | 51c | 0.00 |
| | 52 Inventories for sale or use | | | 0 | 52 | 0 |
| | 53 Prepaid expenses and deferred charges | | | 13,122 | 53 | 5,699 |
| | 54 Investments—securities (attach schedule) | | | 0 | 54 | 0 |
| | 55a Investments—land, buildings, and equipment: basis | 55a | 0 | | | |
| | b Less: accumulated depreciation (attach schedule) | 55b | 0 | 0 | 55c | 0.00 |
| 56 Investments—other (attach schedule) | | | 0 | 56 | 0 | |
| 57a Land, buildings, and equipment: basis | 57a | 439,328 | | | | |
| b Less: accumulated depreciation (attach schedule) SCH 7 | 57b | 400,679 | 66,623 | 57c | 38,649.00 | |
| 58 Other assets (describe <input type="checkbox"/> INTERCOMPANY RECEIVABLES) | | | 63,360 | 58 | 44,734 | |
| 59 Total assets (add lines 45 through 58) (must equal line 74) | | | 732,167.00 | 59 | 482,072.00 | |
| Liabilities | 60 Accounts payable and accrued expenses | | | 113,069 | 60 | 70,976 |
| | 61 Grants payable | | | 0 | 61 | 0 |
| | 62 Deferred revenue | | | 0 | 62 | 0 |
| | 63 Loans from officers, directors, trustees, and key employees (attach schedule) | | | 0 | 63 | 0 |
| | 64a Tax-exempt bond liabilities (attach schedule) | | | 0 | 64a | 0 |
| | b Mortgages and other notes payable (attach schedule) SCH 11 | | | 123,962 | 64b | 18,337 |
| 65 Other liabilities (describe <input type="checkbox"/> INTERCOMPANY PAYABLES) | | | 235,278 | 65 | 166,730 | |
| 66 Total liabilities (add lines 60 through 65) | | | 472,309.00 | 66 | 256,043.00 | |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74. | | | | | |
| | 67 Unrestricted | | | 161,098 | 67 | 172,477 |
| | 68 Temporarily restricted | | | 98,760 | 68 | 53,552 |
| | 69 Permanently restricted | | | 0 | 69 | 0 |
| | Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74. | | | | | |
| | 70 Capital stock, trust principal, or current funds | | | 0 | 70 | 0 |
| | 71 Paid-in or capital surplus, or land, building, and equipment fund | | | 0 | 71 | 0 |
| | 72 Retained earnings, endowment, accumulated income, or other funds | | | 0 | 72 | 0 |
| 73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21) | | | 259,858.00 | 73 | 226,029.00 | |
| 74 Total liabilities and net assets / fund balances (add lines 66 and 73) | | | 732,167.00 | 74 | 482,072.00 | |

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

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Part VI Other Information (See page 28 of the instructions.)

| | | Yes | No |
|-----|---|-----|-----------------|
| 76 | Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity | | X |
| 77 | Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes. | | X |
| 78a | Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? | | X |
| b | If "Yes," has it filed a tax return on Form 990-T for this year? | | N/A |
| 79 | Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement | | X |
| 80a | Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization? | X | |
| b | If "Yes," enter the name of the organization SEE SCHEDULE 13 _____ and check whether it is <input checked="" type="checkbox"/> exempt or <input type="checkbox"/> nonexempt. | | |
| 81a | Enter direct and indirect political expenditures. See line 81 instructions | 81a | 0 |
| b | Did the organization file Form 1120-POL for this year? | 81b | X |
| 82a | Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? | 82a | X |
| b | If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) | 82b | N/A |
| 83a | Did the organization comply with the public inspection requirements for returns and exemption applications? | 83a | X |
| b | Did the organization comply with the disclosure requirements relating to quid pro quo contributions? | 83b | X |
| 84a | Did the organization solicit any contributions or gifts that were not tax deductible? | 84a | X |
| b | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? | 84b | N/A |
| 85 | 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? | 85a | N/A |
| b | Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year. | 85b | N/A |
| c | Dues, assessments, and similar amounts from members | 85c | N/A |
| d | Section 162(e) lobbying and political expenditures | 85d | N/A |
| e | Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices | 85e | N/A |
| f | Taxable amount of lobbying and political expenditures (line 85d less 85e) | 85f | 0.00 |
| g | Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? | 85g | N/A |
| h | If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? | 85h | N/A |
| 86 | 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12 | 86a | N/A |
| b | Gross receipts, included on line 12, for public use of club facilities | 86b | N/A |
| 87 | 501(c)(12) orgs. Enter: a Gross income from members or shareholders | 87a | N/A |
| b | Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) | 87b | N/A |
| 88 | At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX. | 88 | X |
| 89a | 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 0 ; section 4912 0 ; section 4955 0 | | |
| b | 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction. | 89b | X |
| c | Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 | | 0 |
| d | Enter: Amount of tax on line 89c, above, reimbursed by the organization | | 0 |
| 90a | List the states with which a copy of this return is filed SEE SCHEDULE 14 | | |
| b | Number of employees employed in the pay period that includes March 12, 2004 (See instructions.) | 90b | SEE SCHEDULE 15 |
| 91 | The books are in care of HOPE worldwide LTD Telephone no. 610-254-8800 Located at 353 WEST LANCASTER AVENUE, STE 200, WAYNE, PA ZIP + 4 19087 | | |
| 92 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041— Check here and enter the amount of tax-exempt interest received or accrued during the tax year | 92 | 0 |

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Part VII Analysis of Income-Producing Activities (See page 33 of the instructions.)

Note: Enter gross amounts unless otherwise indicated.

Table with 5 columns: (A) Business code, (B) Amount, (C) Exclusion code, (D) Amount, (E) Related or exempt function income. Rows include 93 Program service revenue, 94 Membership dues and assessments, 95 Interest on savings and temporary cash investments, 96 Dividends and interest from securities, 97 Net rental income or (loss) from real estate, 98 Net rental income or (loss) from personal property, 99 Other investment income, 100 Gain or (loss) from sales of assets other than inventory, 101 Net income or (loss) from special events, 102 Gross profit or (loss) from sales of inventory, 103 Other revenue, 104 Subtotal, 105 Total.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 34 of the instructions.)

Table with 2 columns: Line No., Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes). Rows include 93a Provide volunteer outreach to re-enroll medicaid individuals and aid with a member retention initiative, 93b Provide extended educational opportunities to elementary & highschool kids.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of the instructions.)

Table with 5 columns: (A) Name, address, and EIN of corporation, partnership, or disregarded entity, (B) Percentage of ownership interest, (C) Nature of activities, (D) Total income, (E) End-of-year assets. Row 1: N/A, %, %.

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See page 34 of the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ... [] Yes [X] No
(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ... [] Yes [X] No
Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Please Sign Here 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.
Signature of officer: Thomas W. Briscoe, CFO
Date: 08 August 2005

Paid Preparer's Use Only Preparer's signature, Date, Check if self-employed, Preparer's SSN or PTIN (See Gen. Inst. W), Firm's name (or yours if self-employed), address, and ZIP + 4, EIN, Phone no.

Form **8868**
(Rev. December 2004)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Part I Automatic 3-Month Extension of Time—Only submit original (no copies needed)

Form 990-T corporations requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile.

| | | |
|--|---|---|
| Type or print File by the due date for filing your return. See instructions. | Name of Exempt Organization HOPE worldwide Consolidated Subsidiaries | Employer identification number 91 : 1867491 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 353 W. Lancaster Avenue, Suite 200 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. Wayne, PA 19087 | |

Check type of return to be filed (file a separate application for each return):

- | | | |
|--|---|------------------------------------|
| <input checked="" type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ **HOPE worldwide, Ltd.**

Telephone No. ▶ (**610**) **254-8800** FAX No. ▶ (**610**) **254-8989**

- If the organization does **not** have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) **3383**. If this is for the **whole** group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a **Form 990-T corporation**) extension of time until **August 15**, 20**05**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 20**04** or
- ▶ tax year beginning _____, 20____, and ending _____, 20____

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions \$ _____

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit \$ _____

c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions \$ _____

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

HOPE worldwide Consolidated Subsidiaries
EIN 91-1867491Statement of Affiliates Included in Group Return

| Affiliate's Name/Address | Federal EIN # |
|---|----------------------|
| HOPE <i>worldwide</i> Alabama Inc. | 58-2525402 |
| HOPE <i>worldwide</i> – Arizona, Inc. | 86-0773890 |
| HOPE for the City (Colorado), Ltd. | 84-1282288 |
| HOPE <i>worldwide</i> - Florida, Inc. | 59-3284296 |
| HOPE <i>worldwide</i> - Georgia, Ltd. | 58-2134994 |
| HOPE <i>worldwide</i> - Hawaii, Ltd. | 99-0330446 |
| HOPE <i>worldwide</i> - Heartland Inc. | 74-2854741 |
| HOPE <i>worldwide</i> - Illinois, Ltd. | 36-3979639 |
| HOPE <i>worldwide</i> - Indiana , Ltd. | 35-1961075 |
| HOPE <i>worldwide</i> - Iowa, Inc. | 42-1517770 |
| HOPE <i>worldwide</i> - Kentucky, Inc. | 93-1228336 |
| HOPE <i>worldwide</i> - Los Angeles, Ltd. | 95-4509867 |
| HOPE <i>worldwide</i> - Michigan, Ltd. | 38-3215262 |
| HOPE <i>worldwide</i> - Mid Atlantic, Ltd. | 52-1899914 |
| HOPE <i>worldwide</i> - Minnesota, Ltd. | 41-1792240 |
| HOPE <i>worldwide</i> – Montana, Inc. | 81-0524640 |
| HOPE <i>worldwide</i> - Nevada, Inc. | 88-0339760 |
| HOPE <i>worldwide</i> - New Mexico, Ltd. | 85-0432467 |
| HOPE <i>worldwide</i> - North Carolina, Ltd. | 56-1891849 |
| HOPE <i>worldwide</i> - Northern California, Ltd. | 94-3215631 |
| HOPE <i>worldwide</i> - Ohio, Inc. | 31-1445373 |
| HOPE <i>worldwide</i> - Illinois, Ltd. | 36-3979639 |

| | |
|--|------------|
| HOPE <i>worldwide</i> – Oregon, Inc. | 93-1228335 |
| HOPE <i>worldwide</i> - Pennsylvania | 91-1938839 |
| HOPE <i>worldwide</i> - San Diego, Ltd. | 33-0633407 |
| HOPE <i>worldwide</i> - South Carolina, Ltd. | 57-1009959 |
| HOPE <i>worldwide</i> - Tennessee, Inc. | 62-1580048 |
| HOPE <i>worldwide</i> - Texas, Inc. | 75-2561144 |
| HOPE <i>worldwide</i> – Tri-State, Inc. | 22-3326943 |
| HOPE <i>worldwide</i> - Utah Inc. | 87-0617910 |
| HOPE <i>worldwide</i> - Virginia, Inc. | 91-1938825 |
| HOPE <i>worldwide</i> - Washington | 91-1739010 |
| HOPE <i>worldwide</i> - Wisconsin, Ltd. | 39-1817623 |

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information—(See separate instructions.)

OMB No. 1545-0047

2004

Department of the Treasury
Internal Revenue Service

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

HOPE worldwide CONSOLIDATED SUBSIDIARIES

Employer identification number

91-1867491

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---|--|------------------|---|--|
| NONE - SEE SCHEDULE 15 | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000 ▶

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

Total number of others receiving over \$50,000 for professional services ▶

Schedule A (Form 990 or 990-EZ) 2004

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Part III Statements About Activities (See page 2 of the instructions.)

Table with 3 columns: Question, Yes, No. Rows include: 1. During the year, has the organization attempted to influence national, state, or local legislation...; 2. During the year, has the organization, either directly or indirectly, engaged in any of the following acts...; 2a. Sale, exchange, or leasing of property?; 2b. Lending of money or other extension of credit?; 2c. Furnishing of goods, services, or facilities?; 2d. Payment of compensation...; 2e. Transfer of any part of its income or assets?; 3a. Do you make grants for scholarships, fellowships, student loans, etc.?; 3b. Do you have a section 403(b) annuity plan for your employees?; 4a. Did you maintain any separate account for participating donors...; 4b. Do you provide credit counseling, debt management, credit repair, or debt negotiation services?.

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)

The organization is not a private foundation because it is: (Please check only ONE applicable box.)

- 5 [] A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
6 [] A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
7 [] A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
8 [] A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
9 [] A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state
10 [] An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the Support Schedule in Part IV-A.)
11a [x] An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
11b [] A community trust. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
12 [] 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 charitable, etc., functions... and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income...
13 [] An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2).

Provide the following information about the supported organizations. (See page 5 of the instructions.)

Table with 2 columns: (a) Name(s) of supported organization(s), (b) Line number from above.

- 14 [] An organization organized and operated to test for public safety. Section 509(a)(4). (See page 5 of the instructions.)

Schedule A (Form 990 or 990-EZ) 2004

Page 3

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting. Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Table with columns for Calendar year (or fiscal year beginning in), (a) 2003, (b) 2002, (c) 2001, (d) 2000, and (e) Total. Rows include: 15 Gifts, grants, and contributions received; 16 Membership fees received; 17 Gross receipts from admissions, merchandise sold or services performed; 18 Gross income from interest, dividends; 19 Net income from unrelated business activities; 20 Tax revenues levied; 21 Value of services or facilities furnished; 22 Other income; 23 Total of lines 15 through 22; 24 Line 23 minus line 17; 25 Enter 1% of line 23; 26 Organizations described on lines 10 or 11; 27 Organizations described on line 12; 28 Unusual Grants.

Schedule A (Form 990 or 990-EZ) 2004

NOT APPLICABLE

Page 4

Part V Private School Questionnaire (See page 7 of the instructions.)
 (To be completed ONLY by schools that checked the box on line 6 in Part IV)

| | Yes | No |
|---|------------|----|
| 29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? | | |
| 30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? | | |
| 31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? | | |
| If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.) | | |
| _____ | | |
| _____ | | |
| 32 Does the organization maintain the following: | | |
| a Records indicating the racial composition of the student body, faculty, and administrative staff? | 32a | |
| b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? | 32b | |
| c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? | 32c | |
| d Copies of all material used by the organization or on its behalf to solicit contributions? | 32d | |
| If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) | | |
| _____ | | |
| 33 Does the organization discriminate by race in any way with respect to: | | |
| a Students' rights or privileges? | 33a | |
| b Admissions policies? | 33b | |
| c Employment of faculty or administrative staff? | 33c | |
| d Scholarships or other financial assistance? | 33d | |
| e Educational policies? | 33e | |
| f Use of facilities? | 33f | |
| g Athletic programs? | 33g | |
| h Other extracurricular activities? | 33h | |
| If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.) | | |
| _____ | | |
| _____ | | |
| 34a Does the organization receive any financial aid or assistance from a governmental agency? | 34a | |
| b Has the organization's right to such aid ever been revoked or suspended? | 34b | |
| If you answered "Yes" to either 34a or b, please explain using an attached statement. | | |
| _____ | | |
| 35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation | 35 | |

Schedule A (Form 990 or 990-EZ) 2004

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)
 (To be completed **ONLY** by an eligible organization that filed Form 5768) **NOT APPLICABLE**

Check **a** if the organization belongs to an affiliated group. Check **b** if you checked "a" and "limited control" provisions apply.

| Limits on Lobbying Expenditures | | (a) Affiliated group totals | (b) To be completed for ALL electing organizations |
|---|---|-----------------------------------|---|
| (The term "expenditures" means amounts paid or incurred.) | | | |
| 36 | Total lobbying expenditures to influence public opinion (grassroots lobbying) | 36 | |
| 37 | Total lobbying expenditures to influence a legislative body (direct lobbying) | 37 | |
| 38 | Total lobbying expenditures (add lines 36 and 37) | 38 | |
| 39 | Other exempt purpose expenditures | 39 | |
| 40 | Total exempt purpose expenditures (add lines 38 and 39) | 40 | |
| 41 | Lobbying nontaxable amount. Enter the amount from the following table— | | |
| | If the amount on line 40 is— | | |
| | The lobbying nontaxable amount is— | | |
| | Not over \$500,000 20% of the amount on line 40 | 41 | |
| | Over \$500,000 but not over \$1,000,000 . . . \$100,000 plus 15% of the excess over \$500,000 | | |
| | Over \$1,000,000 but not over \$1,500,000 . . \$175,000 plus 10% of the excess over \$1,000,000 | | |
| | Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000 | | |
| | Over \$17,000,000 \$1,000,000 | | |
| 42 | Grassroots nontaxable amount (enter 25% of line 41) | 42 | |
| 43 | Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36 | 43 | |
| 44 | Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38 | 44 | |

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 11 of the instructions.)

| Calendar year (or fiscal year beginning in) ▶ | Lobbying Expenditures During 4-Year Averaging Period | | | | |
|---|--|-------------|-------------|-------------|--------------|
| | (a) 2004 | (b) 2003 | (c) 2002 | (d) 2001 | (e) Total |
| 45 | Lobbying nontaxable amount | | | | |
| 46 | Lobbying ceiling amount (150% of line 45(e)) | | | | |
| 47 | Total lobbying expenditures | | | | |
| 48 | Grassroots nontaxable amount | | | | |
| 49 | Grassroots ceiling amount (150% of line 48(e)) | | | | |
| 50 | Grassroots lobbying expenditures | | | | |

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.)

| During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of: | Yes | No | Amount |
|---|-----|----|--------|
| a Volunteers | | X | |
| b Paid staff or management (Include compensation in expenses reported on lines c through h.) | | X | |
| c Media advertisements | | X | 0 |
| d Mailings to members, legislators, or the public | | X | 0 |
| e Publications, or published or broadcast statements | | X | 0 |
| f Grants to other organizations for lobbying purposes | | X | 0 |
| g Direct contact with legislators, their staffs, government officials, or a legislative body | | X | 0 |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means | | X | 0 |
| i Total lobbying expenditures (Add lines c through h) | | | 0 |

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2004

Name of organization

Employer identification number

HOPE worldwide CONSOLIDATED SUBSIDIARIES

91-1867491

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule—see instructions.)

General Rule—

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules—

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Page 1 of 2 of Part I

Name of organization

HOPE worldwide CONSOLIDATED SUBSIDIARIES

Employer identification number

91-1867491

Part I Contributors (See Specific Instructions.)

| (a) No. | (b) Name address and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|------------|---------------------------------|--------------------------------|--|
| 1 | | \$ 217,484 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 2 | | \$ 171,997 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 3 | | \$ 164,136 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 4 | | \$ 260,308 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 5 | | \$ 54,611 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 6 | | \$ 100,692 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Page 2 of 2 of Part I

| | |
|--|--|
| Name of organization HOPE worldwide CONSOLIDATED SUBSIDIARIES | Employer identification number 91-1867491 |
|--|--|

Part I Contributors (See Specific Instructions.)

| (a) No. | (c) Aggregate contributions | (d) Type of contribution |
|------------|--------------------------------|--|
| <u>7</u> | \$ <u>52,950</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| <u>8</u> | \$ <u>53,400</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| <u>9</u> | \$ <u>235,702</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| <u>10</u> | \$ <u>82,000</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| — | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| — | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Page 1 of 1 of Part II

Name of organization

HOPE worldwide CONSOLIDATED SUBSIDIARIES

Employer identification number

91-1867491

Part II Noncash Property (See Specific Instructions.)

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---------------------|---|--|-------------------|
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |

HOPE *worldwide* Consolidated Subsidiaries
 EIN 91-1867491
 IRS form 990 Supporting Schedules
 Year Ending December 31, 2004
 Schedule 1

1 of 2

Form 990, Page 1, Line H(b)
Statement of Affiliates Included in Group Return

| <u>Affiliate's Name</u> | <u>Address</u> | <u>EIN</u> | | |
|---|---|-------------------|----------------|---|
| 1 HOPE <i>worldwide</i> Alabama Inc | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 58-2525402 | Closed in 2004 | * |
| 2 HOPE <i>worldwide</i> Arizona Inc | 3145 E. Chandler Blvd Suite 110, Box 320 Phoenix, AZ 85048-8701 | 86-0773890 | | |
| 3 HOPE for the City Colorado, LTD | 1530 South Quebec Way Denver, CO 80231 | 84-1282288 | | |
| 4 HOPE <i>worldwide</i> Florida Inc | 8581 N.W. 17th Street Plantation, FL 33322 | 59-3284296 | | |
| 5 HOPE <i>worldwide</i> Georgia | 400 Perimeter Ctr Terrace, Ste. 120 Atlanta, GA 30346 | 58-2134994 | | |
| 6 HOPE <i>worldwide</i> Hawaii Ltd | 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | 99-0330446 | Closed in 2004 | * |
| 7 HOPE <i>worldwide</i> Heartland Inc | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 74-2854741 | Closed in 2004 | * |
| 8 HOPE <i>worldwide</i> Illinois Ltd | 13144 S. Ingleside Chicago, IL 60827 | 36-3979639 | | |
| 9 HOPE <i>worldwide</i> Indiana Ltd | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 35-1961075 | Closed in 2004 | * |
| 10 HOPE <i>worldwide</i> Iowa, Inc. | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 42-1517770 | Closed in 2004 | * |
| 11 HOPE <i>worldwide</i> - Kentucky | 6600 Five Forks Drive Pewee Valley, KY 40222 | 93-1228336 | | |
| 12 HOPE <i>worldwide</i> Los Angeles Ltd | 3731 Wilshire Blvd, Ste 800 Los Angeles, CA 90010 | 95-4509867 | | |
| 13 HOPE <i>worldwide</i> Michigan Ltd | 20510 Sheffield Rd Detroit, MI 48221 | 38-3215262 | | |
| 14 HOPE <i>worldwide</i> Mid Atlantic Ltd | 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | 52-1899914 | | |
| 15 HOPE <i>worldwide</i> Minnesota Ltd | 2931 Rhode Island Ave S St. Louis Park, MN 55426 | 41-1792240 | | |
| 16 HOPE <i>worldwide</i> Montana | 8121 Springtime Road Missoula, MT 59803 | 81-0524640 | | |
| 17 HOPE <i>worldwide</i> Nevada Inc. | 4409 Rippling Brook Rd. North Las Vegas, NV 89030 | 88-0339760 | | |
| 18 HOPE <i>worldwide</i> New Mexico Ltd | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 85-0432467 | Closed in 2004 | * |
| 19 HOPE <i>worldwide</i> North Carolina Ltd | 3020 Pickett Rd., Ste 125, Box 782 Durham, NC 27705 | 56-1891849 | | |

or

1100 South Tryon Stret, Ste. 230
 Charlotte, NC 28203

HOPE *worldwide* Consolidated Subsidiaries
 EIN 91-1867491
 IRS form 990 Supporting Schedules
 Year Ending December 31, 2004
 Schedule 1

2 of 2

Form 990, Page 1, Line H(b)
Statement of Affiliates Included in Group Return

| Affiliate's Name | Address | EIN | | |
|--|--|------------|--|---|
| 20 HOPE <i>worldwide</i> - Northern California, Ltd. | 1405 Marlin Ave. Foster City, CA 94404 | 94-3215631 | | |
| 21 HOPE <i>worldwide</i> Ohio Inc | 4240 Elliott Road Hilliard, OH 43026 | 31-1445373 | | |
| 22 HOPE <i>worldwide</i> Oregon Inc. | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 93-1228335 | Closed in 2004 | * |
| 23 HOPE <i>worldwide</i> Pennsylvania | 353 W. Lancaster Avenue, Ste 200 Wayne, PA 19087 | 91-1938839 | | |
| 24 HOPE <i>worldwide</i> Philadelphia Nursing Ctr. | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 91-1989544 | Closed in 2004 | * |
| 25 HOPE <i>worldwide</i> San Diego Ltd | 4645 Ruffman St., Suite L San Diego, CA 92111 | 33-0633407 | | |
| 26 HOPE <i>worldwide</i> South Carolina Ltd | 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | 57-1009959 | | |
| 27 HOPE <i>worldwide</i> Tennessee Inc | 2947 Walnut Crest Drive Nashville, TN 37013 | 62-1580048 | | |
| 28 HOPE <i>worldwide</i> Texas | 2074 Cameo Drive Lewisville, TX 75067 | 75-2561144 | | |
| 29 HOPE <i>worldwide</i> - Tristate | 80 Broad Street, 5th Floor New York, NY 10004 | 22-3326943 | (Formerly HOPE worldwide New York and HOPE worldwide New Jersey) | |
| 30 HOPE <i>worldwide</i> - Utah Inc | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 87-0617910 | Closed in 2004 | * |
| 31 HOPE <i>worldwide</i> Virginia | 920 Earl Of Essex Ct. Virginia Beach , VA 23454 | 91-1938825 | | |
| 32 HOPE <i>worldwide</i> Washington | 353 West Lancaster Ave, Ste 200 Wayne, PA 19087 | 91-1739010 | Closed in 2004 | * |
| 33 HOPE <i>worldwide</i> Wisconsin Ltd | 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | 39-1817623 | Closed in 2005 | * |

* During 2004 these subsidiaries were dissolved or were in process of being dissolved. The assets held by entities that entered and/or completed process of dissolution, did not represent a substantial contraction or 25% of group return's net assets.

HOPE *worldwide* Consolidated Subsidiaries
EIN 91-1867491
IRS form 990 Supporting Schedules
Year Ending December 31, 2004
Schedule 2

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Form 990, Page 1, Line H(c)
Statement of Affiliates Not Included in Group Return

| <u>Affiliate's Name</u> | <u>Address</u> | <u>EIN</u> | |
|--------------------------------------|---|-------------------|--------------------------|
| 1 HOPE for Children | 24 Perimeter Center East Suite 2400 Atlanta, GA 30346 | 58-1937563 | |
| 2 HOPE <i>worldwide</i> New England | 353 West Lancaster Ave., Ste 200 Wayne , PA 19087 | 04-3148787 | In Process of Closing |
| 3 HOPE <i>worldwide</i> Philadelphia | 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | 23-2711991 | In Process of Closing |
| 4 HOPE <i>worldwide</i> LTD | 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | 04-3129839 | |

HOPE worldwide Consolidated Subsidiaries
 EIN 91-1867491
 IRS form 990 Supporting Schedules
 Year Ending December 31, 2004
 Schedule 3

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Form 990, Part I, Line 8

Sale of Assets

| Description | Subsidiary | Date Acquired | Date Sold | Gross Sales Price | Cost | Accum Depr | Book Value | Basis | Net Gain (Loss) |
|--------------------------------|-----------------------------|---------------|---------------------|-------------------|-------|------------|------------|------------|-----------------|
| Computer | HOPE worldwide Tristate | 11/17/00 | 07/02/04 | 50 | 1,240 | (1,102) | 138 | | (88) |
| Var pieces of Office Equipment | HOPE worldwide Pennsylvania | 01/01/99 | 09/07/04 & 09/20/04 | 400 | 2,000 | (2,000) | 0 | | 400 |
| Totals | | | | <u>450</u> | | | | <u>138</u> | <u>312</u> |

HOPE worldwide Consolidated Subsidiaries
EIN 91-1867491
IRS form 990 Supporting Schedules
Year Ending December 31, 2004
Schedule 4

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Form 990, Part I, Lines 9a,b,c
Report of Fundraising Events

The following information is furnished regarding the organization's fundraising events during the year.

Total number of events: 1

Summary of the revenue and expenses of the three events generating the most gross receipts:

| Fundraising Event: | <u>Total</u> |
|---------------------------|---------------------|
| Gross Receipts | \$20,229 |
| Less: Contributions | (\$14,564) |
| Gross Revenue | \$5,665 |
| Less: Direct Expenses | (\$4,668) |
| Net Income/(loss) | <u><u>\$997</u></u> |

Description of Each Event:

HOPE worldwide-TX
Golf Event

Seventh annual golf tournament (along with Silent Auction) fundraiser held in the Dallas area to fund various HWW Ltd (Parent Corp) programs , HWW TX programs, and the DFW Center of Autism .

HOPE worldwide Consolidated Subsidiaries
 EIN 91-1867491
 IRS form 990 Supporting Schedules
 Year Ending December 31, 2004

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Schedule 5

Form 990, Part II, Line 22
Grants and Allocations

| <u>Class of Activity</u> | <u>Donating Subsidiary</u> | <u>ORGANIZATION</u> | <u>GRANT</u> |
|---|---------------------------------|---|--------------|
| Grants: General Operations Support | HOPE worldwide - San Diego | HOPE worldwide, Ltd. (Parent Corporation) 353 West Lancaster Ave. Wayne, PA 19087 | \$65,140 |
| Allocation: Refund of Benevolence Funds Raised Restricted for use to help the poor and the needy in their respective geographic area | HOPE worldwide - No. California | Boise Christian Church 1159 W. Kimra Meridian, ID 83642 | \$519 |
| | HOPE worldwide - Oregon | Portland International Church of Christ 1627 SW Montgomery Street Portland, OR 97201 | \$14,920 |
| Grants: Africa Programs | HOPE worldwide - San Diego | HOPE worldwide, Ltd. (Parent Corporation) 353 West Lancaster Ave. Wayne, PA 19087 | \$400 |
| Grants: Colombia Programs | HOPE worldwide - Florida | HOPE worldwide Colombia Carrera No.28, 53 B-12, Oficina 201 Bogota, Colombia | \$9,425 |
| Grants: India - Aids Clinic Support | HOPE worldwide - Ohio | HOPE worldwide, Ltd. (Parent Corporation) 353 West Lancaster Ave. Wayne, PA 19087 | \$600 |
| Grants: International Disaster Relief (Haiti) | HOPE worldwide - Tristate | Daniel Albert/Myrtho Joseph c/o Haiti Church of Christ 7 Rue Tertullen Guilbart, Courdon or RuePanamericaine # 146, Petion-Villie Port Au Prince, W. I. Haiti | \$29,748 |
| Grants: Health Programs (Cambodia) | HOPE for the City Colorado | Kon Bunheng Phnom Penh, Kingdom of Cambodia | \$615 |
| Grants: Elderly & Children's programs (Russia) | HOPE worldwide - Wisconsin | HOPE worldwide, Ltd. (Parent Corporation) 353 West Lancaster Ave. Wayne, PA 19087 | \$16,902 |
| Grants: Mexico Programs | HOPE worldwide - Florida | HOPE worldwide Mexico Ciudad de Trabajadores Sociales, No. 80 Col. San Jose Acuelco 09410 Mexico D.F., Mexico | \$250 |

\$138,519

HOPE *worldwide* Consolidated Subsidiaries
EIN 91-1867491
IRS form 990 Supporting Schedules
Year Ending December 31, 2004

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Schedule 6

Form 990, Part II, Line 23

Specific assistance to individualsType of Activity in Which Payment Was MadeTotal Payments

| | |
|--|-------|
| 1 HOPE worldwide - Florida Provide rugs for homes of elderly in need | 198 |
| 2 HOPE worldwide - Arizona Gift cards for needy families - given out at Christmas | 600 |
| 3 HOPE worldwide Arizona Assist with medical expenses of needy Mexican child | 1,000 |
| 4 HOPE worldwide - San Diego Adoption assistance for 1 adoptive couple | 2,440 |
| 5 HOPE for the City Colorado Adoption assistance for 1 adoptive couple | 1,500 |

Total payments made

\$5,738

HOPE *worldwide* Consolidated Subsidiaries
 EIN 91-1867491
 IRS form 990 Supporting Schedules
 Year Ending December 31, 2004

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Schedule 7
 Form 990, Part IV, Lines 57a & b
Detail of Land, Buildings, Equipment and Depreciation

| Description | Fixed Assets | | | | Balance 12/31/2004 |
|------------------------|---------------------|------------|-----------------|-----------------|-----------------------|
| | Balance 1/1/2004 | Adjustment | Additions | Deletions | |
| Leasehold Improvements | \$53,100 | | | | \$53,100 |
| Furniture & Fixtures | \$107,533 | | \$5,010 | \$5,897 | \$106,647 |
| Computer Equipment | \$285,763 | | \$4,991 | \$11,173 | \$279,581 |
| Total | \$446,396 | \$0 | \$10,002 | \$17,070 | \$439,328 |

| Description | Accumulated Depreciation | | | | Balance 12/31/2004 |
|------------------------|--------------------------|------------|-----------------|-----------------|-----------------------|
| | Balance 1/1/2004 | Adjustment | Additions | Deletions | |
| Leasehold Improvements | \$53,100 | \$0 | \$0 | \$0 | \$53,100 |
| Furniture & Fixtures | \$86,156 | \$0 | \$7,846 | \$5,897 | \$88,105 |
| Computer Equipment | \$240,521 | \$0 | \$29,987 | \$11,035 | \$259,473 |
| Total | \$379,777 | \$0 | \$37,832 | \$16,932 | \$400,679 |

Form 990, Part II, Line 42
Depreciation Schedule

| <u>Subsidiary</u> | <u>2004 Depreciation Expense</u> | <u>Assets Depreciated</u> |
|--|----------------------------------|---|
| HOPE <i>worldwide</i> -Mid Atlantic | \$1,895 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Florida | \$696 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Georgia | \$1,677 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Illinois | \$10,257 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Los Angeles | \$6,556 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Ohio | \$361 | Computer Equipment |
| HOPE <i>worldwide</i> -Pennsylvania | \$452 | Computer Equipment |
| HOPE <i>worldwide</i> -South Carolina | \$743 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Tennessee | \$345 | Computer Equipment |
| HOPE <i>worldwide</i> -Texas | \$940 | Computer Equipment, Furniture |
| HOPE <i>worldwide</i> -Tristate | \$13,912 | Computer Equipment, Furniture, Leasehold Improvement |
| Total 2004 Depreciation Expense | \$37,832 | |

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Schedule 8

Form 990, Part II, Line 43a

Other Expenses

| | <u>Total</u> | <u>Program Services</u> | <u>Mngmnt & General</u> | <u>Fundraising</u> |
|-----------------------------|--------------------|-----------------------------|---------------------------------|--------------------|
| Management Fees to Parent | \$1,760,016 | \$1,516,254 | \$166,064 | \$77,698 |
| Insurance | 22,606 | 12,473 | 10,133 | 0 |
| Bank Charges | 4,258 | 4,087 | 169 | 2 |
| Contracted Srvc | 81,993 | 74,930 | 1,773 | 5,290 |
| Gifts | 5,423 | 4,376 | 792 | 255 |
| Meals/Entertainment | 25,954 | 21,576 | 2,131 | 2,247 |
| Promotional Exp | 9,737 | 8,150 | 27 | 1,560 |
| Dues/Subscrs/Licenses | 12,555 | 4,789 | 3,967 | 3,799 |
| Special Events | 5,665 | 0 | 0 | 5,665 |
| Other Prgm Exp | 80,740 | 80,740 | 0 | 0 |
| Miscellaneous Exp | 10,518 | 995 | 338 | 9,185 |
| | | | | |
| Total Other Expenses | \$2,019,465 | \$1,728,370 | \$185,394 | \$105,701 |

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Schedule 9
Form 990 Part II - Joint Costs Statement

HOPE *worldwide* Consolidated Subsidiaries did engage in an educational and fundraising campaigns. However, all of the costs of these campaigns were directly allocated to fundraising expense .

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Schedule 10

Form 990, Part III

Organization's Primary Exempt Purpose

The subsidiaries of HOPE worldwide are dedicated to developing and funding programs to help the poor and needy.

Form 990, Part III

Statement of Program Service Accomplishments & Expenses

Local Days of Service - More than two dozen cities participated in various one day service events through out the US. These days of service included: Martin Luther King Jr. Day (January), National Volunteer Week (April), National Youth Service Day (April), Join Hands Day (May), Make a Difference Day (October), and Holiday Toy Drives (December). The efforts included such areas as : health education outreach and awareness via health fairs and door-to-door outreach; book drives and literacy events; educating children and youth on important social and education-related issues through theatrical performances from the Story Tree Gang dance troupe; blood drives and neighborhood clean ups/revitalization; and painting murals and building playgrounds. The health education issues included: immunizations, lead poison prevention, HIV/AIDS, and abstinence from premarital sex and drugs. More than 20,000 volunteers participated and nearly 50,000 people were served.

Mentoring - HOPE worldwide subsidiaries in 13 cities operated ongoing After-School and/or Saturday Academy Programs for inner-city students in grades first through 12th. The programs provide an opportunity for youth to build confidence and learn social responsibility as well as improve academically in such areas as literacy, math, science, and computer training. Summer mentoring camps also took place in six cities. Overall, nearly 3,000 children and youth were mentored and tutored nationwide.

Program Service Expenses for Local Days of Service and Mentoring programs by subsidiary for 2004:

| <u>Subsidiary</u> | <u>Local Days of Service</u> | <u>Mentoring</u> |
|--|------------------------------|--------------------|
| Arizona | \$600 | \$0 |
| Colorado | \$308 | \$100,805 |
| Washington,DC | \$14,245 | \$112,328 |
| Florida | \$2,381 | \$67,286 |
| Georgia | \$1,391 | \$147,032 |
| Hawaii | \$2 | \$0 |
| Illinois | \$12,125 | \$268,975 |
| Indiana | \$149 | \$0 |
| Kentucky | \$3 | \$0 |
| Los Angeles | \$31 | \$176,672 |
| Michigan | \$1,301 | \$3,495 |
| Minnesota | \$3,585 | \$0 |
| North Carolina | \$0 | \$7,084 |
| Northern California | \$333 | \$1,463 |
| Ohio | \$5,260 | \$2,784 |
| Oregon | \$17,920 | \$0 |
| Pennsylvania | \$35,148 | \$207,497 |
| San Diego | \$95,367 | \$152 |
| South Carolina | \$487 | \$454,086 |
| Tennessee | \$671 | \$0 |
| Texas | \$3,016 | \$328 |
| Tristate | \$420 | \$361,792 |
| Wisconsin | \$502 | \$0 |
| Total Global Outreach Program Expense | \$195,247 | \$1,911,781 |
| (Grants and Allocations | \$80,060 | \$0) |

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Schedule 10

Non-U.S. Programs - support of HOPE worldwide programs in Africa, Colombia, India, Cambodia, Russia and Mexico. Also provided funding to aid disaster relief efforts in Haiti. These programs vary in scope of services provided (health to providing basic living needs) and populations served (children to elderly).

| | | | |
|---------------------------------|-----------------|-------------------------|-------------------|
| Non-U.S. Program Expense | <u>\$59,512</u> | (Grants and Allocations | <u>\$57,940</u>) |
|---------------------------------|-----------------|-------------------------|-------------------|

Youth Corps - Six U.S. cities hosted Youth Corps programs in 2004. The Youth Corps is a summer youth program for high school and college students in collaboration with HWW LTD (Parent Corp) and the International Churches of Christ. Participants learn valuable skills in leadership, communication, and relationship building while providing community service to children in families disadvantaged by poverty, lack of education, and/or poor health. Youth Corps members also participate in the Story Tree Gang, the theatrical drama troupe that educates youth on such issues as social responsibility, self respect, conflict resolution, dangers of lead poisoning, literacy and immunizations.

| | | | |
|------------------------------------|----------------|-------------------------|-------|
| Youth Corps Program Expense | <u>\$2,752</u> | (Grants and Allocations | \$ 0) |
|------------------------------------|----------------|-------------------------|-------|

Other - Orphans - In San Diego, HOPE worldwide volunteers consistently devoted time, energy and resources to visit orphans in a Tijuana, Mexico Orphanage. HOPE worldwide San Diego also created a new program called Homes Without Boundaries - Tijuana House Building Program. Volunteers devoted their efforts to renovating and building homes in Tijuana that were badly in need of repair. Other programs in such states as Arizona, Colorado, Minnesota, and Montana devoted volunteers on a monthly to quarterly basis to visit orphanages and provide caring adults as mentors.

Homeless - HOPE worldwide subsidiaries operated one-day outreach events and ongoing monthly visits to the homeless shelters on the streets in such states as Georgia, Minnesota, and Pennsylvania. The primary purpose of these volunteer activities was to provide nutritious meals and in some cases clothing to those in need.

| | | | |
|--|-----------------|-------------------------|---------|
| | <u>\$37,944</u> | (Grants and Allocations | \$ 519) |
|--|-----------------|-------------------------|---------|

| | | | |
|------------------------------|---------------------------|--|-------------------------------------|
| TOTAL PROGRAM EXPENSE | <u>\$2,207,236</u> | | (TOTAL GRANT ALLOCATIONS \$138,519) |
|------------------------------|---------------------------|--|-------------------------------------|

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Schedule 11

Form 990, Part IV, Line 64b

Mortgages and Other Notes Payable

| Sub | Lender | Original Amount | Date of Note | Maturity Date | Repayment Terms | Interest Rate | Purpose of Loan /Description | Security Provided | Balance Due 12/31/03 | Balance Due 12/31/04 |
|------------------|-------------------------|--|--|---------------|-----------------|---------------|--|-------------------|----------------------|----------------------|
| Hww-FL | Wachovia | \$10,000 | 1/24/2001 | N/A | Short-Term Loan | Prime + .50% | Working Capital Loan | None | \$10,000 | \$0 * |
| Hww-OH | Wachovia | \$28,445 | 11/3/2000 | N/A | Short-Term Loan | Prime + .50% | Working Capital Loan | None | \$1,138 | \$0 * |
| Hww-SC | Wachovia | \$50,000 | \$15,000 ON 2/4/02 AND \$35,000 ON 5/29/02 | N/A | Short-Term Loan | Prime + .50% | Working Capital Loan | None | \$40,000 | \$0 * |
| HWW - Mid Atlant | National Surety Leasing | \$2,602 | 2/3/2003 | 2/2/2006 | Lease | 24.78% | Phone Voice Mail System | None | \$1,933 | \$0 |
| | National Surety Leasing | 5010.2 +1362.24 from old lease on phones | 9/1/2004 | 9/1/2007 | Lease | 18.04% | Phone Voice Mail System | None | \$0 | \$6,101 |
| Hww-LA | Wachovia | \$30,000 | 9/18/2001 | N/A | Short-Term Loan | Prime + .50% | Working Capital Loan | None | \$30,000 | \$0 * |
| Hww-LA | Wachovia | \$35,000 | 10/31/2002 | N/A | Short-Term Loan | Prime + .50% | Working Capital Loan | None | \$35,000 | \$0 * |
| Hww-LA | De Lage Landen | \$3,393 | 02/04/03 | 02/03/04 | Lease | 18.48% | Phone Voice Mail System | None | \$2,536 | \$0 |
| Hww-LA | De Lage Landen | \$1,298 | 03/07/04 | 02/03/04 | Lease | 23.96% | Add on to VM System | None | \$1,057 | \$0 |
| Hww-LA | J & C Associates | \$15,827 | 07/01/04 | 12/31/05 | Note Payable | None | Office Space Lease Termination Agreement | None | \$0 | \$12,236 |
| Hww-LA | Heller Financial | \$7,327 | 11/01/01 | 10/31/04 | Lease | 21.80% | Computer Equipment | None | \$2,298 | \$0 |
| Total | | | | | | | | | \$123,962 | \$18,337 |

* Wachovia Short Term Loan - was paid by HWW LTD (Parent) due to refinancing of the Line of Credit. The item became an intercompany payable due to HWW LTD as of 12/31/04 . None of the balances were paid down during 2004 by the subsidiaries.

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Schedule 12

| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions to Employee Benefit Plans</u> | <u>Expense Account or Other Allowances</u> |
|--|--|---------------------------------------|---------------------|--|--|
| HOPE worldwide - Alabama (Closed in 2004) | Demond Hawthorne 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | |
| | Felisia Hawthorne 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Mary Woolard 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Mike Tullo 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Arizona | Steve Maxwell 3145 E. Chandler Blvd, Suite 110, Box 320 Phoenix, AZ 85048-8701 | President 2 | 0 | 0 | 0 |
| | Larry Lytle 3145 E. Chandler Blvd, Suite 110, Box 320 Phoenix, AZ 85048-8701 | Vice President 2 | 0 | 0 | 0 |
| HOPE for the City Colorado, LTD | Janet Walter 1530 South Quebec Way Denver, CO 80231 | Director 2 | 0 | 0 | 0 |
| | Paul Dugas 1530 South Quebec Way Denver, CO 80231 | President 2 | 0 | 0 | 0 |
| | Sara Dugas 1530 South Quebec Way Denver, CO 80231 | Director 2 | 0 | 0 | 0 |
| | Kevin Breslin 1530 South Quebec Way Denver, CO 80231 | Secretary 2 | 0 | 0 | 0 |
| | Elaine Breslin 1530 South Quebec Way Denver, CO 80231 | Director 2 | 0 | 0 | 0 |
| | Loren Snyder 1530 South Quebec Way Denver, CO 80231 | Director/Key Employee 2 | 46,566 | 15,077 | 0 |
| | Jennifer Snyder 1530 South Quebec Way Denver, CO 80231 | Treasurer 2 | 0 | 0 | 0 |
| | Wally Dague 1530 South Quebec Way Denver, CO 80231 | Vice President 2 | 0 | 0 | 0 |
| Sue Dague 1530 South Quebec Way Denver, CO 80231 | Director 2 | 0 | 0 | 0 | |
| HOPE worldwide - Florida | Grace Rheman 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |
| | Karlyn Battle 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |

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Schedule 12

| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions</u> <u>to Employee</u> <u>Benefit Plans</u> | <u>Expense</u> <u>Account or</u> <u>Other Allowances</u> |
|--------------------------|---|---------------------------------------|---------------------|--|--|
| | Chantal Herron 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |
| | Joe Avila 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |
| | Jeff Lee 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |
| | Matthew Crabtree 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |
| | George Grimm 8581 N.W 17th Street Plantation, FL 33322 | Director 2 | 0 | 0 | 0 |
| | Eric Abernathy 8581 N.W 17th Street Plantation, FL 33322 | Key Employee 40 | 35,597 | 8,926 | 0 |
| | Dan Allison 8581 N.W 17th Street Plantation, FL 33322 | Key Employee 10 | 3,333 | 0 | 0 |
| HOPE worldwide - Georgia | Don Burroughs 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Director 2 | 0 | 0 | 0 |
| | Everett Darby 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Chair 2 | 0 | 0 | 0 |
| | Jim McLaughlin 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Director 2 | 0 | 0 | 0 |
| | Diane Gramigna 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Director 2 | 0 | 0 | 0 |
| | Steve Collier 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Secretary 2 | 0 | 0 | 0 |
| | Marvin Taliaferro 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Director 2 | 0 | 0 | 0 |
| | Ray Humphrey 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Key Employee 40 | 60,500 | 5,796 | 0 |
| | Antoinette Woods 400 Perimeter Center Terrace Suite 120 Atlanta, GA 30346 | Key Employee 40 | 44,400 | 5,796 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions</u> <u>to Employee</u> <u>Benefit Plans</u> | <u>Expense</u> <u>Account or</u> <u>Other Allowances</u> |
|--|---|---------------------------------------|---------------------|--|--|
| HOPE worldwide - Hawaii (Closed in 2004) | Adam Bodzioch 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | President 2 | 0 | 0 | 0 |
| | Christopher Anderson 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Cynthia Wong 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Heartland (Closed in 2004) | Christopher Kafka, DO 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Malissa Rehfield 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Gregg Marutzky 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Mary Meeker-Pregon 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Illinois | Lillie Delaney 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Phil Lasarsky 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Cynthia Lubin-Langtiw 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Ken Polrer 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Blanca Vargas 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Joe Whiteside 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Donna Sims Wilson 13144 S. Ingleside Chicago, IL 60827 | Director 2 | 0 | 0 | 0 |
| | Jim Lefler 13144 S. Ingleside Chicago, IL 60827 | Key Employee 40 | 79,254 | 14,840 | 0 |
| HOPE worldwide - Indiana (Closed in 2004) | Bill Klein 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Lois Perry 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Robyn Brown 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | President 2 | 0 | 0 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title Hours per week</u> | <u>Compensation</u> | <u>Contributions to Employee Benefit Plans</u> | <u>Expense Account or Other Allowances</u> |
|---|--|---------------------------------|---------------------|--|--|
| HOPE worldwide - Iowa (Closed in 2004) | Sharon Webber 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Brad Tice 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Wendy Mills 353 W. Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Kentucky | Jennifer Rieger 6600 Five Forks Drive Pewee Valley, KY 40222 | Vice President 2 | 0 | 0 | 0 |
| | Tim Rieger 6600 Five Forks Drive Pewee Valley, KY 40222 | President 2 | 0 | 0 | 0 |
| | Andrew Steitz 6600 Five Forks Drive Pewee Valley, KY 40222 | Treasurer 2 | 0 | 0 | 0 |
| | Sue Wilbur 6600 Five Forks Drive Pewee Valley, KY 40222 | Secretary 2 | 0 | 0 | 0 |
| HOPE worldwide - Los Angeles | Francine Atterberry, MD 3731 Wilshire Blvd, Ste. 800 Los Angeles, CA 90010 | Director 2 | 0 | 0 | 0 |
| | Joanne Webber 3731 Wilshire Blvd, Ste. 800 Los Angeles, CA 90010 | Key Employee/Director 40 | 49,016 | 19,764 | 0 |
| | Calvin Johnson 3731 Wilshire Blvd, Ste. 800 Los Angeles, CA 90010 | Director 2 | 0 | 0 | 0 |
| | Patrick Toomey 3731 Wilshire Blvd, Ste. 800 Los Angeles, CA 90010 | Director 2 | 0 | 0 | 0 |
| | Brian Lin 3731 Wilshire Blvd, Ste. 800 Los Angeles, CA 90010 | Key Employee 40 | 43,457 | 8,231 | 0 |
| HOPE worldwide - Michigan | Noreen Lau 20510 Sheffield Rd. Detroit, MI 48221 | Director 2 | 0 | 0 | 0 |
| | Elizabeth Kobe, DO 20510 Sheffield Rd. Detroit, MI 48221 | Vice President 2 | 0 | 0 | 0 |
| | Richard Wallace 20510 Sheffield Rd. Detroit, MI 48221 | Director 2 | 0 | 0 | 0 |
| | Barbara Wallace 20510 Sheffield Rd. Detroit, MI 48221 | Director 2 | 0 | 0 | 0 |
| | Roger Farinha 20510 Sheffield Rd. Detroit, MI 48221 | Director 2 | 0 | 0 | 0 |
| | Marcy Wells 20510 Sheffield Rd. Detroit, MI 48221 | Director 2 | 0 | 0 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title Hours per week</u> | <u>Compensation</u> | <u>Contributions to Employee Benefit Plans</u> | <u>Expense Account or Other Allowances</u> |
|-------------------------------|---|---------------------------------|---------------------|--|--|
| | James Copeland 20510 Sheffield Rd. Detroit, MI 48221 | President 2 | 0 | 0 | 0 |
| | Greg Moots 20510 Sheffield Rd. Detroit, MI 48221 | Program Executive Director 2 | 0 | 0 | 0 |
| HOPE worldwide Mid-Atlantic | Jack Rosenquist 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Vice President 2 | 0 | 0 | 0 |
| | Pamela Luckett 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Key Employee/Secretary 40 | 36,716 | 17,151 | 0 |
| | Eric Booth 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Treasurer 2 | 0 | 0 | 0 |
| | Shelly Ryan 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Director 2 | 0 | 0 | 0 |
| | Raynold Mensah 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Director 2 | 0 | 0 | 0 |
| | Tom Benton 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Director 2 | 0 | 0 | 0 |
| | Torod Neptune 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | President 2 | 0 | 0 | 0 |
| | Latonja Ivery 5010 Sunnyside Ave, Ste 106 Beltsville, MD 20705 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Minnesota | Alex Borrelli 2931 Rhode Island Ave. South St. Louis Park, MN 55426 | Secretary 2 | 0 | 0 | 0 |
| | Melanie Dowling 2931 Rhode Island Ave. South St. Louis Park, MN 55426 | Vice President 2 | 0 | 0 | 0 |
| | Carla Simpson 2931 Rhode Island Ave. South St. Louis Park, MN 55426 | Treasurer 2 | 0 | 0 | 0 |
| | Leon Johnson 2931 Rhode Island Ave. South St. Louis Park, MN 55426 | President 2 | 0 | 0 | 0 |
| | Tim Rawls 2931 Rhode Island Ave. South St. Louis Park, MN 55426 | Director 2 | 0 | 0 | 0 |
| | Deb Rawls 2931 Rhode Island Ave. South St. Louis Park, MN 55426 | Key Employee 30 | 16,768 | 0 | 0 |
| HOPE worldwide - Montana, Inc | Darvin Rush 8121 Springtime Road Missoula, MT 59803 | Director 2 | 0 | 0 | 0 |
| | Aubrey Taylor 8121 Springtime Road Missoula, MT 59803 | Director 2 | 0 | 0 | 0 |

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| Subsidiary | Name & Address | Title Hours per week | Compensation | Contributions to Employee Benefit Plans | Expense Account or Other Allowances |
|---|--|-------------------------|--------------|---|---|
| | Shelly Hunter 8121 Springtime Road Missoula, MT 59803 | Director 2 | 0 | 0 | 0 |
| | Craig Caprara 8121 Springtime Road Missoula, MT 59803 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Nevada | Victoria Cox 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Ayesha Glover 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Greta Earnest 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Rob Moore 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Michelle W. Smith 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Justin Hatmaker 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Kiane Grey-Dunleavy 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Ebonee Dumas 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Laura Cote 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | AJ Melson 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | R Jonette Melson 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Mike Avanesian 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Rob Lausen 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| | Irene Bustamante 8665 W. Flamingo #131-433 Las Vegas, NV 89147 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - New Mexico (Closed in 2004) | David Romine 353 West Lancaster Ave., Ste 200 Wayne , PA 19087 | Director 2 | 0 | 0 | 0 |
| | Serena Talmantes 353 West Lancaster Ave., Ste 200 Wayne , PA 19087 | Director 2 | 0 | 0 | 0 |

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| Subsidiary | Name & Address | Title Hours per week | Compensation | Contributions to Employee Benefit Plans | Expense Account or Other Allowances |
|--------------------------------------|--|-------------------------|--------------|---|---|
| | Lynn Page Rasmussen 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Darryl Macias 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | John McCreery 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - North Carolina | Tracy Espy 3020 Pickett Rd, Ste 125, Box 782 Durham, NC 27705 | Director 2 | 0 | 0 | 0 |
| | Bill Nork 1100 South Tryon Street, Ste 230 Charlotte, NC 27705 | Director 2 | 0 | 0 | 0 |
| | Gerard Shepherd 3020 Pickett Rd, Ste 125, Box 782 Durham, NC 27705 | Director 2 | 0 | 0 | 0 |
| | CT Chu 1100 South Tryon Street, Ste 230 Charlotte, NC 27705 | Director 2 | 0 | 0 | 0 |
| | Rick Maule 1100 South Tryon Street, Ste 230 Charlotte, NC 27705 | Director 2 | 0 | 0 | 0 |
| | Mitch Mitchell 3020 Pickett Rd, Ste 125, Box 782 Durham, NC 27705 | Director 2 | 0 | 0 | 0 |
| | Mark Philbrick 3020 Pickett Rd, Ste 125, Box 782 Durham, NC 27705 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Northern California | Michael B. Mount 1405 Marlin Ave. Foster City, CA 94404 | Director 2 | 0 | 0 | 0 |
| | Monnie E. Mount 1405 Marlin Ave. Foster City, CA 94404 | Director 2 | 0 | 0 | 0 |
| | John Taliaferro 1405 Marlin Ave. Foster City, CA 94404 | President 2 | 0 | 0 | 0 |
| | Pam Taliaferro 1405 Marlin Ave. Foster City, CA 94404 | Secretary 2 | 0 | 0 | 0 |
| | Judy Tyson 1405 Marlin Ave. Foster City, CA 94404 | Treasurer 2 | 0 | 0 | 0 |
| | Paul Tyson 1405 Marlin Ave. Foster City, CA 94404 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Ohio | Diane Craig, M.D. 4240 Elliott Road Hilliard, OH 43026 | Director 2 | 0 | 0 | 0 |
| | Bill Goshorn 4240 Elliott Road Hilliard, OH 43026 | President 2 | 0 | 0 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions</u> <u>to Employee</u> <u>Benefit Plans</u> | <u>Expense</u> <u>Account or</u> <u>Other Allowances</u> |
|---|--|---------------------------------------|---------------------|--|--|
| | Judith Dilts 4240 Elliott Road Hilliard, OH 43026 | Secretary 2 | 0 | 0 | 0 |
| | Nick Spring 4240 Elliott Road Hilliard, OH 43026 | Treasurer 2 | 0 | 0 | 0 |
| | Stephanie Gilbertson 4240 Elliott Road Hilliard, OH 43026 | Executive Program Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Oregon (Closed in 2004) | Cindy Bartley 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Pennsylvania, Inc. | Walter A. Evans 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Henry Wells 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Patricia Gempel 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Marilyn Patton 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Key Employee 40 | 40,143 | 8,252 | 0 |
| | Mike Sheridan 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Key Employee 40 | 64,205 | 17,723 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions</u> <u>to Employee</u> <u>Benefit Plans</u> | <u>Expense</u> <u>Account or</u> <u>Other Allowances</u> |
|---------------------------------|---|---------------------------------------|---------------------|--|--|
| HOPE worldwide - San Diego | Don Abel 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Director 2 | 0 | 0 | 0 |
| | Mark Banks 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Secretary 2 | 0 | 0 | 0 |
| | Leonard Brown 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Director 2 | 0 | 0 | 0 |
| | John Ricci 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Director 2 | 0 | 0 | 0 |
| | John Araneo 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Director 2 | 0 | 0 | 0 |
| | Jerry Jordan 4645 Ruffman At. Suite "L" San Diego, CA 92111 | President 2 | 0 | 0 | 0 |
| | Lupe Aguinaga 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Director 2 | 0 | 0 | 0 |
| | Tara Pheneger 4645 Ruffman At. Suite "L" San Diego, CA 92111 | Key Employee 30 | 27,460 | 0 | 0 |
| HOPE worldwide - South Carolina | Joe Weinberg 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Director 2 | 0 | 0 | 0 |
| | Gary Bell, MD 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Director 2 | 0 | 0 | 0 |
| | Paul Fant 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | President 2 | 0 | 0 | 0 |
| | Kent Lesesne 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Secretary 2 | 0 | 0 | 0 |
| | Scott Savage 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Vice President 2 | 0 | 0 | 0 |
| | Dan Lile 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Treasurer 2 | 0 | 0 | 0 |
| | Sonya Rogers 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Director 2 | 0 | 0 | 0 |
| | Rick Cox 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Director 2 | 0 | 0 | 0 |
| | Jody Hagins 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Director 2 | 0 | 0 | 0 |
| | Antonio Boyd 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Key Employee 40 | 65,268 | 4,364 | 0 |

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|----------------------------|--|---------------------------------------|---------------------|--|--|
| | Matt Smith 121 Executive Ctr. Dr, Ste 135 Columbia, SC 29210 | Volunteer Treasurer | 0 | 0 | 0 |
| HOPE worldwide - Tennessee | Roy Sharp 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| | Jean Gregory 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| | Jennifer Lambert 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| | John Scott, MD 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| | Tammy Paxton 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| | Onyekachi Powers 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| | Russell Roberts 2947 Walnut Crest Drive Nashville, TN 37013 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Texas | Kenny Schuster 2074 Cameo Drive Lewisville, TX 75067 | Treasurer 2 | 0 | 0 | 0 |
| | Tom Marks 2074 Cameo Drive Lewisville, TX 75067 | President 2 | 0 | 0 | 0 |
| | RJ Darling 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Amanda Darling MD 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Beverly Ozanne 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Yolanda Contreras Taylor, MD 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Jim Taylor 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Jeff Stokes 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Kellie Stokes 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Daryl Dolaney MD 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions</u> <u>to Employee</u> <u>Benefit Plans</u> | <u>Expense</u> <u>Account or</u> <u>Other Allowances</u> |
|---|--|---------------------------------------|---------------------|--|--|
| | Monica Markowitz 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| | Sharisse Lucas 2074 Cameo Drive Lewisville, TX 75067 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Tristate, Inc. | Carol Gill MD 80 Broad Street , 5th Floor New York, NY 10004 | Director 2 | 0 | 0 | 0 |
| | Sheridan Wright 80 Broad Street , 5th Floor New York, NY 10004 | Chairman 2 | 0 | 0 | 0 |
| | Art Shirley 80 Broad Street , 5th Floor New York, NY 10004 | Director 2 | 0 | 0 | 0 |
| | Todd Abernethy 80 Broad Street , 5th Floor New York, NY 10004 | Director/Key Employee 40 | 43,135 | 6,418 | 0 |
| | Richard Cook 80 Broad Street , 5th Floor New York, NY 10004 | Director 2 | 0 | 0 | 0 |
| | Tom McConnell 80 Broad Street , 5th Floor New York, NY 10004 | Director 2 | 0 | 0 | 0 |
| | Maria Alexander 80 Broad Street , 5th Floor New York, NY 10004 | Key Employee 40 | 53,220 | 7,910 | 0 |
| HOPE worldwide - Utah, Ltd. (Closed in 2004) | Gerry Fredrick 353 West Lancaster Ave. Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Randy Jordan 353 West Lancaster Ave. Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Jan Jordan 353 West Lancaster Ave. Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Virginia, Ltd | Lynley Cejas 920 Earl of Essex Virginia Beach, VA 23454 | Secretary 2 | 0 | 0 | 0 |
| | Rodolfo Cejas 920 Earl of Essex Virginia Beach, VA 23454 | Vice President 2 | 0 | 0 | 0 |
| | Eric Lipton MD 920 Earl of Essex Virginia Beach, VA 23454 | President 2 | 0 | 0 | 0 |
| | Kim Versage 920 Earl of Essex Virginia Beach, VA 23454 | Director 2 | 0 | 0 | 0 |
| | Doris Roberts 920 Earl of Essex Virginia Beach, VA 23454 | Director 2 | 0 | 0 | 0 |

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| <u>Subsidiary</u> | <u>Name & Address</u> | <u>Title</u> <u>Hours per week</u> | <u>Compensation</u> | <u>Contributions</u> <u>to Employee</u> <u>Benefit Plans</u> | <u>Expense</u> <u>Account or</u> <u>Other Allowances</u> |
|---|---|---------------------------------------|---------------------|--|--|
| | Paul Versage 920 Earl of Essex Virginia Beach, VA 23454 | Treasurer 2 | 0 | 0 | 0 |
| | Chris Hurst 920 Earl of Essex Virginia Beach, VA 23454 | Director 2 | 0 | 0 | 0 |
| HOPE worldwide - Washington (Closed in 2004) | Bruce Pflaumer 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Secretary 2 | 0 | 0 | 0 |
| | Mack Strong 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Vice President 2 | 0 | 0 | 0 |
| | Greg Tacher 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | President 2 | 0 | 0 | 0 |
| | Joe Upton MD 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Treasurer 2 | 0 | 0 | 0 |
| HOPE worldwide - Wisconsin (Closed in 2004) | George Cross 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Secretary/Treasurer 2 | 0 | 0 | 0 |
| | James Hamann 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | President 2 | 0 | 0 | 0 |
| | Nancy Bennaton 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | Lisa Lang 353 West Lancaster Ave., Ste 200 Wayne, PA 19087 | Director 2 | 0 | 0 | 0 |
| | TOTALS | | 709,058 | 140,249 | 0 |

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Schedule 13
Form 990, Part VI, Line 80b
Name of related organizations

| <u>Name/Address</u> | <u>Federal EIN #</u> | <u>Status</u> |
|---|-----------------------------|----------------------|
| 1 HOPE <i>worldwide</i> , Ltd. (Parent, Delaware) | 04-3129839 | Exempt |
| 2 HOPE <i>worldwide</i> - New England | 04-3148787 | Exempt |
| 3 HOPE <i>worldwide</i> - Philadelphia | 23-2711991 | Exempt |
| 4 HOPE for Children, Inc. | 58-1937563 | Exempt |

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Schedule 14

Form 990, Part VI, Line 90a

List of States With Which Return is Filed

Arizona
California
District of Columbia
Georgia
Illinois
Maryland
Michigan
Minnesota
New Jersey
Pennsylvania

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Schedule 15**Form 990, Part VI, Line 90b****Employees for March 12, 2004**

All of the affiliated organizations that are a part of this return entered into a contractual agreement with HOPE worldwide, Ltd. (Parent) on January 1, 1999. Per the agreement, HOPE worldwide, Ltd. (Parent) agrees to provide an array of program and management services, including personnel services, to the affiliated organizations. For the pay period including March 12, 2004 HOPE worldwide, Ltd. (Parent) retained 55 employees that were providing personnel services to the affiliated organizations in this return.

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Schedule 16**Schedule A of form 990, Part III Lines a-e**

Line 2b. During the year a key employee of HWW LTD charged mistakenly about \$1100 of personal items on the corporate visa of HWW MidAtlantic. The items were repaid in full by the employee before the end of the year.

Line 2c. During 2004 HWW Tristate entered into an agreement with a key employee of HWW LTD to pay \$250/mo in rents for the use of a part of the employee's home (13' x 13') - or 1/8 of total living space. This space was to serve as a New York based satellite office of HWW Tristate.

Line 2e At the beginning of 2004 HWW TX gave a former key employee of HWW LTD, a laptop computer-as part of a severance agreement. This former employee has continued to serve on as HWW TX's treasurer.