

# Return of Organization Exempt From Income Tax

# 2007

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

**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 2007 calendar year, or tax year beginning 1/1/2007, and ending 12/31/2007**

**B** Check if applicable:

- Address change
- Name change
- Initial return
- Final return
- Amended return
- Application pending

Please use IRS label or print or type. See Specific Instructions.

**C Name of organization**  
**BUILDING WITH BOOKS INC**

Number and street (or P.O. box if mail is not delivered to street address) Room/suite  
**PO Box 16741**

City or town, state or country, and ZIP + 4  
**Stamford, CT 06902**

**D Employer identification number**  
**22 3128648**

**E Telephone number**  
**( 203 ) 357-4271**

**F Accounting method:**  Cash  Accrual  
 Other (specify) ▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**H and I are not applicable to section 527 organizations.**

**H(a)** Is this a group return for affiliates?  Yes  No

**H(b)** If "Yes," enter number of affiliates ▶

**H(c)** Are all affiliates included?  Yes  No  
(If "No," attach a list. See instructions.)

**H(d)** Is this a separate return filed by an organization covered by a group ruling?  Yes  No

**I Group Exemption Number ▶ 6083**

**M Check ▶**  if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

**G Website:** ▶ **www.buildingwithbooks.org**

**J Organization type** (check only one) ▶  501(c) ( **3** ) ◀ (insert no.)  4947(a)(1) or  527

**K Check here ▶**  if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

**L Gross receipts:** Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **5,270,011**

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

<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, and similar amounts received:					
	<b>a</b> Contributions to donor advised funds	<b>1a</b>		<b>0</b>		
	<b>b</b> Direct public support (not included on line 1a)	<b>1b</b>		<b>4,400,961</b>		
	<b>c</b> Indirect public support (not included on line 1a)	<b>1c</b>		<b>4,863</b>		
	<b>d</b> Government contributions (grants) (not included on line 1a)	<b>1d</b>		<b>284,999</b>		
	<b>e Total</b> (add lines 1a through 1d) (cash \$ <b>4,690,823</b> noncash \$ <b>0</b> )	<b>1e</b>				<b>4,690,823</b>
	<b>2</b> Program service revenue including government fees and contracts (from Part VII, line 93)	<b>2</b>				<b>0</b>
	<b>3</b> Membership dues and assessments	<b>3</b>				<b>0</b>
	<b>4</b> Interest on savings and temporary cash investments	<b>4</b>				<b>49,034</b>
	<b>5</b> Dividends and interest from securities	<b>5</b>				<b>383,988</b>
	<b>6a</b> Gross rents	<b>6a</b>		<b>0</b>		
	<b>b</b> Less: rental expenses	<b>6b</b>		<b>0</b>		
<b>c</b> Net rental income or (loss). Subtract line 6b from line 6a	<b>6c</b>				<b>0</b>	
<b>7</b> Other investment income (describe ▶)	<b>7</b>				<b>0</b>	
<b>8a</b> Gross amount from sales of assets other than inventory	(A) Securities		(B) Other			
	<b>17,481</b>	<b>8a</b>	<b>0</b>			
	<b>17,291</b>	<b>8b</b>	<b>0</b>			
	<b>190</b>	<b>8c</b>	<b>0</b>			
	<b>d</b> Net gain or (loss). Combine line 8c, columns (A) and (B)	<b>8d</b>				<b>190</b>
	<b>9</b> Special events and activities (attach schedule). If any amount is from gaming, check here ▶ <input type="checkbox"/>					<b>See Statement 2</b>
<b>a</b> Gross revenue (not including \$ <b>1,145,391</b> of contributions reported on line 1b)	<b>9a</b>		<b>128,685</b>			
	<b>b</b> Less: direct expenses other than fundraising expenses	<b>9b</b>	<b>22,332</b>			
	<b>c</b> Net income or (loss) from special events. Subtract line 9b from line 9a	<b>9c</b>				<b>106,353</b>
<b>10a</b> Gross sales of inventory, less returns and allowances	<b>10a</b>		<b>0</b>			
	<b>b</b> Less: cost of goods sold	<b>10b</b>	<b>0</b>			
<b>c</b> Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	<b>10c</b>				<b>0</b>	
<b>11</b> Other revenue (from Part VII, line 103)	<b>11</b>				<b>0</b>	
<b>12 Total revenue.</b> Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	<b>12</b>				<b>5,230,388</b>	
<b>Expenses</b>	<b>13</b> Program services (from line 44, column (B))	<b>13</b>			<b>4,106,579</b>	
	<b>14</b> Management and general (from line 44, column (C))	<b>14</b>			<b>143,979</b>	
	<b>15</b> Fundraising (from line 44, column (D))	<b>15</b>			<b>335,242</b>	
	<b>16</b> Payments to affiliates (attach schedule)	<b>16</b>			<b>0</b>	
	<b>17 Total expenses.</b> Add lines 16 and 44, column (A)	<b>17</b>				<b>4,585,800</b>
<b>Net Assets</b>	<b>18</b> Excess or (deficit) for the year. Subtract line 17 from line 12	<b>18</b>			<b>644,588</b>	
	<b>19</b> Net assets or fund balances at beginning of year (from line 73, column (A))	<b>19</b>			<b>5,111,365</b>	
	<b>20</b> Other changes in net assets or fund balances (attach explanation) <b>Stmt 3</b>	<b>20</b>			<b>-42,951</b>	
	<b>21</b> Net assets or fund balances at end of year. Combine lines 18, 19, and 20	<b>21</b>				<b>5,713,002</b>

**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 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
<b>22a</b>	Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	0	0		
<b>22b</b>	Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	0	0		
<b>23</b>	Specific assistance to individuals (attach schedule)	0	0		
<b>24</b>	Benefits paid to or for members (attach schedule)	0	0		
<b>25a</b>	Compensation of current officers, directors, key employees, etc. listed in Part V-A	303,044	232,878	6,644	63,522
<b>b</b>	Compensation of former officers, directors, key employees, etc. listed in Part V-B	0	0	0	0
<b>c</b>	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0	0	0	0
<b>26</b>	Salaries and wages of employees not included on lines 25a, b, and c	2,008,136	1,792,767	60,581	154,788
<b>27</b>	Pension plan contributions not included on lines 25a, b, and c	19,785	15,585	2,340	1,860
<b>28</b>	Employee benefits not included on lines 25a - 27	210,601	190,647	7,528	12,426
<b>29</b>	Payroll taxes	175,159	152,838	5,332	16,989
<b>30</b>	Professional fundraising fees	3,746	0	0	3,746
<b>31</b>	Accounting fees	4,405	228	4,177	0
<b>32</b>	Legal fees	20,161	20,161	0	0
<b>33</b>	Supplies	838,953	829,309	6,050	3,594
<b>34</b>	Telephone	30,408	26,549	2,638	1,221
<b>35</b>	Postage and shipping	57,673	52,708	424	4,541
<b>36</b>	Occupancy	4,094	4,094	0	0
<b>37</b>	Equipment rental and maintenance	9,699	9,699	0	0
<b>38</b>	Printing and publications	25,117	1,343	0	23,774
<b>39</b>	Travel	399,076	392,889	485	5,702
<b>40</b>	Conferences, conventions, and meetings	133,128	119,793	4,218	9,117
<b>41</b>	Interest	666	0	666	0
<b>42</b>	Depreciation, depletion, etc. (attach schedule)	12,063	7,700	4,363	0 Stmt 4
<b>43</b>	Other expenses not covered above (itemize): <b>See Statement 5</b>	329,886	257,391	38,533	33,962
<b>a</b>	-----				
<b>b</b>	-----				
<b>c</b>	-----				
<b>d</b>	-----				
<b>e</b>	-----				
<b>f</b>	-----				
<b>g</b>	-----				
<b>44</b>	<b>Total functional expenses.</b> Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	4,585,800	4,106,579	143,979	335,242

**Joint Costs.** Check  if you are following SOP 98-2.  
 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 \$ \_\_\_\_\_; (ii) the amount allocated to Program services \$ \_\_\_\_\_; (iii) the amount allocated to Management and general \$ \_\_\_\_\_; and (iv) the amount allocated to Fundraising \$ \_\_\_\_\_

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

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.

What is the organization's primary exempt purpose? ► <b>Education Charity</b>	<b>Program Service Expenses</b>
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	(Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
<b>a See Statement 6</b> ..... ..... ..... ..... ..... (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>b</b> ..... ..... ..... ..... ..... (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>c</b> ..... ..... ..... ..... ..... (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>d</b> ..... ..... ..... ..... ..... (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>e Other program services (attach schedule)</b> (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>f Total of Program Service Expenses</b> (should equal line 44, column (B), Program services). . . . . ►	<b>4,106,579</b>

**Part IV Balance Sheets** (See the instructions.)

**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>45</b> Cash—non-interest-bearing . . . . .	<b>459,685</b>	<b>45</b>	<b>973,382</b>
	<b>46</b> Savings and temporary cash investments . . . . .	<b>1,991,801</b>	<b>46</b>	<b>503,207</b>
	<b>47a</b> Accounts receivable . . . . .	<b>47a</b> 0		
	<b>b</b> Less: allowance for doubtful accounts . . . . .	<b>47b</b> 0	0	<b>47c</b> 0
	<b>48a</b> Pledges receivable . . . . .	<b>48a</b> 356,020		
	<b>b</b> Less: allowance for doubtful accounts . . . . .	<b>48b</b> 28,000	393,769	<b>48c</b> 328,020
	<b>49</b> Grants receivable . . . . .		60,575	<b>49</b> 30,000
	<b>50a</b> Receivables from current and former officers, directors, trustees, and key employees (attach schedule) . . . . .		0	<b>50a</b> 0
	<b>b</b> Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule) . . . . .		0	<b>50b</b> 0
	<b>51a</b> Other notes and loans receivable (attach schedule) . . . . .	<b>51a</b> 0		
	<b>b</b> Less: allowance for doubtful accounts . . . . .	<b>51b</b> 0	0	<b>51c</b> 0
	<b>52</b> Inventories for sale or use . . . . .		0	<b>52</b> 0
	<b>53</b> Prepaid expenses and deferred charges . . . . .		211,262	<b>53</b> 46,318
	<b>54a</b> Investments—publicly-traded securities . . . . .	▶ <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	2,035,822	<b>54a</b> 3,876,857
	<b>b</b> Investments—other securities (attach schedule) . . . . .	▶ <input type="checkbox"/> Cost <input type="checkbox"/> FMV	0	<b>54b</b> 0
	<b>55a</b> Investments—land, buildings, and equipment: basis . . . . .	<b>55a</b> 0		
	<b>b</b> Less: accumulated depreciation (attach schedule) . . . . .	<b>55b</b> 0	0	<b>55c</b> 0
	<b>56</b> Investments—other (attach schedule) . . . . .		1,059	<b>56</b> 0
	<b>57a</b> Land, buildings, and equipment: basis . . . . .	<b>57a</b> 74,097		
	<b>b</b> Less: accumulated depreciation (attach schedule) <b> Stmt 7</b> . . . . .	<b>57b</b> 15,602	28,897	<b>57c</b> 58,495
<b>58</b> Other assets, including program-related investments (describe ▶ <b> See Statement 8</b> ) . . . . .		4,403	<b>58</b> 6,631	
<b>59</b> <b>Total assets</b> (must equal line 74). Add lines 45 through 58 . . . . .		<b>5,187,273</b>	<b>59</b> <b>5,822,910</b>	
<b>Liabilities</b>	<b>60</b> Accounts payable and accrued expenses . . . . .	75,908	<b>60</b>	109,908
	<b>61</b> Grants payable . . . . .	0	<b>61</b>	0
	<b>62</b> Deferred revenue . . . . .	0	<b>62</b>	0
	<b>63</b> Loans from officers, directors, trustees, and key employees (attach schedule) . . . . .		0	<b>63</b> 0
	<b>64a</b> Tax-exempt bond liabilities (attach schedule) . . . . .		0	<b>64a</b> 0
	<b>b</b> Mortgages and other notes payable (attach schedule) . . . . .		0	<b>64b</b> 0
	<b>65</b> Other liabilities (describe ▶ . . . . .)		0	<b>65</b> 0
	<b>66</b> <b>Total liabilities.</b> Add lines 60 through 65 . . . . .		<b>75,908</b>	<b>66</b> <b>109,908</b>
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	<b>67</b> Unrestricted . . . . .	5,111,365	<b>67</b>	5,821,396
	<b>68</b> Temporarily restricted . . . . .	0	<b>68</b>	-108,394
	<b>69</b> Permanently restricted . . . . .	0	<b>69</b>	0
	<b>Organizations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> and complete lines 70 through 74.			
	<b>70</b> Capital stock, trust principal, or current funds . . . . .		70	
	<b>71</b> Paid-in or capital surplus, or land, building, and equipment fund . . . . .		71	
	<b>72</b> Retained earnings, endowment, accumulated income, or other funds . . . . .		72	
	<b>73</b> <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) <b>must</b> equal line 19 and column (B) <b>must</b> equal line 21) . . . . .		5,111,365	<b>73</b> 5,713,002
	<b>74</b> <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 . . . . .		<b>5,187,273</b>	<b>74</b> <b>5,822,910</b>

**Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return** (See the instructions.)

Table with 5 main rows (a-e) and sub-rows (1-4) for adjustments. Total revenue (line e) is 5,230,388.

**Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

Table with 5 main rows (a-e) and sub-rows (1-4) for adjustments. Total expenses (line e) is 4,585,800.

**Part V-A Current Officers, Directors, Trustees, and Key Employees** (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

Table with 5 columns: (A) Name and address, (B) Title and average hours per week, (C) Compensation, (D) Contributions to employee benefit plans, (E) Expense account. Row 1 contains 'See Statement 9'.

**Part V-A Current Officers, Directors, Trustees, and Key Employees** (continued)

Table with 3 columns: Question, Yes, No. Rows include 75a (15 meetings), 75b (relationships), 75c (compensation), and 75d (conflict of interest policy).

**Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits** (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

Table with 5 columns: (A) Name and address, (B) Loans and Advances, (C) Compensation, (D) Contributions to employee benefit plans, (E) Expense account and other allowances.

**Part VI Other Information** (See the instructions.)

Table with 3 columns: Question, Yes, No. Rows include 76 (change in activities), 77 (changes in organizing/governing documents), 78a (unrelated business income), 78b (tax return filed), 79 (liquidation/dissolution), 80a (related organization), 80b (name of organization), 81a (political expenditures), and 81b (Form 1120-POL filed).

<b>Part VI Other Information (continued)</b>		Yes	No
<b>82a</b>	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?	<input checked="" type="checkbox"/>	
	<b>82a</b>	<input checked="" type="checkbox"/>	
	<b>b</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.)		
	<b>82b</b> <u>787,747</u>		
<b>83a</b>	Did the organization comply with the public inspection requirements for returns and exemption applications?	<input checked="" type="checkbox"/>	
	<b>83a</b>	<input checked="" type="checkbox"/>	
	<b>b</b> Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	<input checked="" type="checkbox"/>	
	<b>83b</b>	<input checked="" type="checkbox"/>	
<b>84a</b>	Did the organization solicit any contributions or gifts that were not tax deductible?		<input checked="" type="checkbox"/>
	<b>84a</b>		<input checked="" type="checkbox"/>
	<b>b</b> If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
	<b>84b</b>		
<b>85</b>	<b>501(c)(4), (5), or (6) organizations. a</b> Were substantially all dues nondeductible by members?		
	<b>85a</b>		
	<b>b</b> Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, <b>do not</b> complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
	<b>85b</b>		
	<b>c</b> Dues, assessments, and similar amounts from members		
	<b>85c</b>		
	<b>d</b> Section 162(e) lobbying and political expenditures		
	<b>85d</b>		
	<b>e</b> Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
	<b>85e</b>		
	<b>f</b> Taxable amount of lobbying and political expenditures (line 85d less 85e)		
	<b>85f</b>		
	<b>g</b> Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		
	<b>85g</b>		
	<b>h</b> 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?		
	<b>85h</b>		
<b>86</b>	<b>501(c)(7) orgs.</b> Enter: <b>a</b> Initiation fees and capital contributions included on line 12		
	<b>86a</b>		
	<b>b</b> Gross receipts, included on line 12, for public use of club facilities		
	<b>86b</b>		
<b>87</b>	<b>501(c)(12) orgs.</b> Enter: <b>a</b> Gross income from members or shareholders		
	<b>87a</b>		
	<b>b</b> Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)		
	<b>87b</b>		
<b>88a</b>	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		<input checked="" type="checkbox"/>
	<b>88a</b>		<input checked="" type="checkbox"/>
	<b>b</b> At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		<input checked="" type="checkbox"/>
	<b>88b</b>		<input checked="" type="checkbox"/>
<b>89a</b>	<b>501(c)(3) organizations.</b> Enter: Amount of tax imposed on the organization during the year under: section 4911 <u>0</u> ; section 4912 <u>0</u> ; section 4955 <u>0</u>		
	<b>b</b> <b>501(c)(3) and 501(c)(4) orgs.</b> 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		<input checked="" type="checkbox"/>
	<b>89b</b>		<input checked="" type="checkbox"/>
	<b>c</b> Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 <u>0</u>		
	<b>d</b> Enter: Amount of tax on line 89c, above, reimbursed by the organization <u>0</u>		
	<b>e</b> <i>All organizations.</i> At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		<input checked="" type="checkbox"/>
	<b>89e</b>		<input checked="" type="checkbox"/>
	<b>f</b> <i>All organizations.</i> Did the organization acquire a direct or indirect interest in any applicable insurance contract?		<input checked="" type="checkbox"/>
	<b>89f</b>		<input checked="" type="checkbox"/>
	<b>g</b> <i>For supporting organizations and sponsoring organizations maintaining donor advised funds.</i> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		<input checked="" type="checkbox"/>
	<b>89g</b>		<input checked="" type="checkbox"/>
<b>90a</b>	List the states with which a copy of this return is filed <b>▶ CT,IL</b>		
	<b>b</b> Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)	<b>90b</b> <u>57</u>	
<b>91a</b>	The books are in care of <b>▶ Suzanne Forbes</b> Telephone no. <b>▶ 203-357-4271</b> Located at <b>▶ 777 Long Ridge Road, STAMFORD, CT</b> ZIP + 4 <b>▶ 06902</b>		
	<b>b</b> 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)? If "Yes," enter the name of the foreign country <b>▶ See Statement 10</b> See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</b>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	<b>91b</b>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

**Part VI Other Information** (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? **91c**  Yes  No  
 If "Yes," enter the name of the foreign country ▶ **See Statement 11**

**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**

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

**Note:** Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
<b>93</b> Program service revenue:					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> Medicare/Medicaid payments . . . . .					
<b>g</b> Fees and contracts from government agencies					
<b>94</b> Membership dues and assessments . . . . .					
<b>95</b> Interest on savings and temporary cash investments			<b>14</b>	<b>49,034</b>	
<b>96</b> Dividends and interest from securities . . . . .			<b>14</b>	<b>383,988</b>	
<b>97</b> Net rental income or (loss) from real estate:					
<b>a</b> debt-financed property . . . . .					
<b>b</b> not debt-financed property . . . . .					
<b>98</b> Net rental income or (loss) from personal property					
<b>99</b> Other investment income . . . . .					
<b>100</b> Gain or (loss) from sales of assets other than inventory			<b>18</b>	<b>190</b>	
<b>101</b> Net income or (loss) from special events . . . . .			<b>05</b>	<b>106,353</b>	
<b>102</b> Gross profit or (loss) from sales of inventory					
<b>103</b> Other revenue: <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>104</b> Subtotal (add columns (B), (D), and (E)) . . . . .		<b>0</b>		<b>539,565</b>	<b>0</b>
<b>105</b> Total (add line 104, columns (B), (D), and (E)) . . . . .					<b>539,565</b>

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

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

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).

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities** (See the instructions.)

(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

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

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

**Note:** If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).



**Part XI Information Regarding Transfers To and From Controlled Entities.** Complete only if the organization is a controlling organization as defined in section 512(b)(13).

**106** Did the reporting organization **make** any transfers **to** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	
a	.....				
b	.....				
c	.....				
<b>Totals</b>					

**107** Did the reporting organization **receive** any transfers **from** a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	
a	.....				
b	.....				
c	.....				
<b>Totals</b>					

**108** Did the organization have a binding written contract in effect on August 17, 2007, covering the interest, rents, royalties, and annuities described in question 107 above?

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.

**Please Sign Here**

Signature of officer: \_\_\_\_\_ Date: \_\_\_\_\_

**Marc Friedman, Chief Operating Officer**

Type or print name and title

**Paid Preparer's Use Only**

Preparer's signature: \_\_\_\_\_ Date: \_\_\_\_\_ Check if self-employed:

Firm's name (or yours if self-employed), address, and ZIP + 4: \_\_\_\_\_ EIN: \_\_\_\_\_ Preparer's SSN or PTIN (See Gen. Inst. X): \_\_\_\_\_

Phone no.: \_\_\_\_\_



**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Organization Exempt Under Section 501(c)(3)**

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

**Supplementary Information—(See separate instructions.)**

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

OMB No. 1545-0047

**2007**

Name of the organization <b>BUILDING WITH BOOKS INC</b>	Employer identification number <b>22 3128648</b>
--	---

**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**  
(See page 2 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
Abby Hurst PO Box 16741, Stamford, CT 06902, US	Vice President 40	80,000	19,092	0
Carrie Pena PO Box 16741, Stamford, CT 06902, US	Development Officer 40	64,667	5,534	0
Brett McNaught PO Box 16741, Stamford, CT 06902, US	Vice President 40	63,263	4,577	0
Effie Estanisloa Luong PO Box 16741, Stamford, CT 06902, US	Finance Manager 40	62,699	701	0
Shelly Hundiwal PO Box 16741, Stamford, CT 06902, US	Program Manager 40	59,108	6,723	0
Total number of other employees paid over \$50,000 . ▶	4			

**Part II-A 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 . . . . . ▶	0	

**Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services**  
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of other contractors receiving over \$50,000 for other services . . . . . ▶	0	

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

		Yes	No
<b>1</b>	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ <u>0</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)	<b>1</b>	✓
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.			
<b>2</b>	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.) <b>See Statement 13</b>		
<b>a</b>	Sale, exchange, or leasing of property?	<b>2a</b>	✓
<b>b</b>	Lending of money or other extension of credit?	<b>2b</b>	✓
<b>c</b>	Furnishing of goods, services, or facilities?	<b>2c</b>	✓
<b>d</b>	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	<b>2d</b>	✓
<b>e</b>	Transfer of any part of its income or assets?	<b>2e</b>	✓
<b>3a</b>	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) <b>Stmt. 14</b>	<b>3a</b>	✓
<b>b</b>	Did the organization have a section 403(b) annuity plan for its employees?	<b>3b</b>	✓
<b>c</b>	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement	<b>3c</b>	✓
<b>d</b>	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	<b>3d</b>	✓
<b>4a</b>	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g	<b>4a</b>	✓
<b>b</b>	Did the organization make any taxable distributions under section 4966?	<b>4b</b>	✓
<b>c</b>	Did the organization make a distribution to a donor, donor advisor, or related person?	<b>4c</b>	✓
<b>d</b>	Enter the total number of donor advised funds owned at the end of the tax year ▶		
<b>e</b>	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶		
<b>f</b>	Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶		<b>0</b>
<b>g</b>	Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶		<b>0</b>

**Part IV Reason for Non-Private Foundation Status** (See pages 4 through 7 of the instructions.)

I certify that 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  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—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). (Also complete the **Support Schedule** in Part IV-A.)
- 13  An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
  - Type I
  - Type II
  - Type III-Functionally Integrated
  - Type III-Other

**Provide the following information about the supported organizations.** (See page 7 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
<b>Total</b> . . . . . ▶					<b>0</b>

- 14  An organization organized and operated to test for public safety. Section 509(a)(4). (See page 7 of the instructions.)

**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.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	<b>3,089,859</b>	<b>1,847,500</b>	<b>1,673,381</b>	<b>1,646,698</b>	<b>8,257,438</b>
<b>16</b> Membership fees received	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	<b>1,517,239</b>	<b>1,448,217</b>	<b>698,578</b>	<b>470,056</b>	<b>4,134,090</b>
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	<b>214,233</b>	<b>86,736</b>	<b>45,393</b>	<b>35,564</b>	<b>381,926</b>
<b>19</b> Net income from unrelated business activities not included in line 18.	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>23</b> Total of lines 15 through 22	<b>4,821,331</b>	<b>3,382,453</b>	<b>2,417,352</b>	<b>2,152,318</b>	<b>12,773,454</b>
<b>24</b> Line 23 minus line 17	<b>3,304,092</b>	<b>1,934,236</b>	<b>1,718,774</b>	<b>1,682,262</b>	<b>8,639,364</b>
<b>25</b> Enter 1% of line 23	<b>48,213</b>	<b>33,825</b>	<b>24,174</b>	<b>21,523</b>	
<b>26 Organizations described on lines 10 or 11:</b>	<b>a</b> Enter 2% of amount in column (e), line 24				<b>26a</b>
<b>b</b> Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. <b>Do not file this list with your return.</b> Enter the total of all these excess amounts					<b>26b</b>
<b>c</b> Total support for section 509(a)(1) test: Enter line 24, column (e)					<b>26c</b>
<b>d</b> Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					<b>26d</b>
<b>e</b> Public support (line 26c minus line 26d total)					<b>26e</b>
<b>f</b> Public support percentage (line 26e (numerator) divided by line 26c (denominator))					<b>26f</b> %
<b>27 Organizations described on line 12:</b>	<b>a</b> For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." <b>Do not file this list with your return.</b> Enter the sum of such amounts for each year:				
(2006) <b>268,714</b> (2005) <b>232,310</b> (2004) <b>252,447</b> (2003) <b>179,057</b>					
<b>b</b> For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) <b>Do not file this list with your return.</b> After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year:					
(2006) <b>0</b> (2005) <b>51,850</b> (2004) <b>47,122</b> (2003) <b>23,372</b>					
<b>c</b> Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					<b>27c</b> <b>12,391,528</b>
<b>d</b> Add: Line 27a total _____ and line 27b total _____					<b>27d</b> <b>1,054,872</b>
<b>e</b> Public support (line 27c total minus line 27d total)					<b>27e</b> <b>11,336,656</b>
<b>f</b> Total support for section 509(a)(2) test: Enter amount from line 23, column (e)					<b>27f</b> <b>12,773,454</b>
<b>g</b> Public support percentage (line 27e (numerator) divided by line 27f (denominator))					<b>27g</b> <b>89 %</b>
<b>h</b> Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					<b>27h</b> <b>3 %</b>
<b>28 Unusual Grants:</b> For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. <b>Do not file this list with your return.</b> Do not include these grants in line 15.					

**Part V Private School Questionnaire** (See page 9 of the instructions.)  
**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

		Yes	No
<b>29</b>	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? . . . . .		
<b>30</b>	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? . . . . .		
<b>31</b>	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.) ----- ----- -----		
<b>32</b>	Does the organization maintain the following:		
<b>a</b>	Records indicating the racial composition of the student body, faculty, and administrative staff? . . . . .		
<b>b</b>	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? . . . . .		
<b>c</b>	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? . . . . .		
<b>d</b>	Copies of all material used by the organization or on its behalf to solicit contributions? . . . . .  If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
<b>33</b>	Does the organization discriminate by race in any way with respect to:		
<b>a</b>	Students' rights or privileges? . . . . .		
<b>b</b>	Admissions policies? . . . . .		
<b>c</b>	Employment of faculty or administrative staff? . . . . .		
<b>d</b>	Scholarships or other financial assistance? . . . . .		
<b>e</b>	Educational policies? . . . . .		
<b>f</b>	Use of facilities? . . . . .		
<b>g</b>	Athletic programs? . . . . .		
<b>h</b>	Other extracurricular activities? . . . . .  If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- ----- -----		
<b>34a</b>	Does the organization receive any financial aid or assistance from a governmental agency? . . . . .		
<b>b</b>	Has the organization's right to such aid ever been revoked or suspended? . . . . . If you answered "Yes" to either 34a or b, please explain using an attached statement.		
<b>35</b>	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 . . . . .		

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 10 of the instructions.)  
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

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

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

**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 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
<b>45</b> Lobbying nontaxable amount . . . . .					
<b>46</b> Lobbying ceiling amount (150% of line 45(e))					
<b>47</b> Total lobbying expenditures . . . . .					
<b>48</b> Grassroots nontaxable amount . . . . .					
<b>49</b> Grassroots ceiling amount (150% of line 48(e))					
<b>50</b> 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 13 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
<b>a</b> Volunteers . . . . .		✓	
<b>b</b> Paid staff or management (Include compensation in expenses reported on lines <b>c</b> through <b>h</b> .) . . . . .		✓	
<b>c</b> Media advertisements . . . . .		✓	
<b>d</b> Mailings to members, legislators, or the public . . . . .		✓	
<b>e</b> Publications, or published or broadcast statements . . . . .		✓	
<b>f</b> Grants to other organizations for lobbying purposes . . . . .		✓	
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body . . . . .		✓	
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means . . . . .		✓	
<b>i</b> Total lobbying expenditures (Add lines <b>c</b> through <b>h</b> .) . . . . .			<b>0</b>

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

**Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations** (See page 13 of the instructions.)

**51** Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
<b>a</b> Transfers from the reporting organization to a noncharitable exempt organization of:			
<b>(i)</b> Cash . . . . .			✓
<b>(ii)</b> Other assets . . . . .			✓
<b>b</b> Other transactions:			
<b>(i)</b> Sales or exchanges of assets with a noncharitable exempt organization . . . . .			✓
<b>(ii)</b> Purchases of assets from a noncharitable exempt organization . . . . .			✓
<b>(iii)</b> Rental of facilities, equipment, or other assets . . . . .			✓
<b>(iv)</b> Reimbursement arrangements . . . . .			✓
<b>(v)</b> Loans or loan guarantees . . . . .			✓
<b>(vi)</b> Performance of services or membership or fundraising solicitations . . . . .			✓
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .			✓

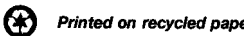
**d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received:

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

**52a** Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  Yes  No

**b** If "Yes," complete the following schedule:

(a) Name of organization	(b) Type of organization	(c) Description of relationship





**Statement 1**

Form: 990

Page: 1

Part: I

Question: 8

**BUILDING WITH BOOKS INC**

**22-3128648**

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**Sales of Assets Other than Inventory**

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**Publicly Traded Securities**

**Description:**

**Sold To:**

<b>Sales Price:</b>	\$17,481.00	<b>Date Sold:</b>
<b>Expense of Sale:</b>	\$0.00	<b>Date acquired:</b>
<b>Cost or value when acquired:</b>	\$17,291.00	<b>How acquired:</b>
<b>Depreciation since acquisition:</b>	\$0.00	
<b>Net Sale:</b>	<b>\$190.00</b>	

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**Statement 2**

Form: 990

Page: 1

Part: I

Question: 9

**BUILDING WITH BOOKS INC****22-3128648****Schedule of Special Events**

<b>Description</b>	<b>Gross Receipts</b>	<b>Contributions</b>	<b>Gross Revenue</b>	<b>Direct Costs</b>	<b>Net Income (Loss)</b>
Global Gala Dinner Event	\$783,669.00	\$682,764.00	\$100,905.00	\$21,782.00	\$79,123.00
Chicago Breakfast Event	\$424,206.00	\$423,906.00	\$300.00	\$0.00	\$300.00
San Francisco Bay Area Dinner	\$41,973.00	\$28,178.00	\$13,795.00	\$550.00	\$13,245.00
Elfun Golf Tournament	\$24,228.00	\$10,543.00	\$13,685.00	\$0.00	\$13,685.00
<b>Total:</b>	<b>\$1,274,076.00</b>	<b>\$1,145,391.00</b>	<b>\$128,685.00</b>	<b>\$22,332.00</b>	<b>\$106,353.00</b>

**Statement 3**

Form: 990

Page: 1

Part: I

Question: 20

**BUILDING WITH BOOKS INC**

**22-3128648**

**Other changes in Net Assets or Fund Balances**

<b>Explanation</b>	<b>Amount</b>
Unrealized Loss in Investment Fund	-\$42,951.00
<b>Total:</b>	<b>-\$42,951.00</b>

**Statement 4**

Form: 990

Page: 2

Part: II

Question: 42

**BUILDING WITH BOOKS INC****22-3128648****Depreciation and Depletion**

<b>Asset</b>	<b>Current Deprec.</b>
Motorcycle	\$30.00
Motorcycle	\$524.00
Motorcycle	\$823.00
Motorcycle	\$51.00
Motorcycle	\$524.00
Motorcycle	\$546.00
Sage MIP Fund Accounting System	\$4,363.00
Vehicle	\$1,867.00
Motorcycle	\$357.00
Motorcycle	\$322.00
Motorcycle	\$287.00
Motorcycle	\$313.00
Motorcycle	\$446.00
Motorcycle	\$271.00
Computer	\$37.00
Computer	\$434.00
Motorcycle	\$84.00
Motorcycle	\$551.00
Computer	\$53.00
Motorcycle	\$180.00
<b>Total</b>	<b>\$12,063.00</b>

**Statement 5**

Form: 990

Page: 2

Part: II

Question: 43

**BUILDING WITH BOOKS INC****22-3128648****Attachment listing other expenses for Part II**

<b>Description</b>	<b>Total:</b>	<b>Pgm Services</b>	<b>Mgt and General</b>	<b>Fundraising</b>
Contractors Fees/Stipends	\$218,415.00	\$212,394.00	\$0.00	\$6,021.00
Libility Insurance	\$70,428.00	\$30,866.00	\$34,089.00	\$5,473.00
Bank Charges	\$24,093.00	\$2,647.00	\$2,570.00	\$18,876.00
Recruitment Fees	\$7,765.00	\$2,414.00	\$1,759.00	\$3,592.00
Student/Trek Aid	\$7,014.00	\$7,014.00	\$0.00	\$0.00
Government Fees	\$2,171.00	\$2,056.00	\$115.00	\$0.00
<b>Total:</b>	<b>\$329,886.00</b>	<b>\$257,391.00</b>	<b>\$38,533.00</b>	<b>\$33,962.00</b>

**Statement 6**

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Page: 3

Part: III

Question:

**BUILDING WITH BOOKS INC**

**22-3128648**

**Program Services**

<b>Achievement</b>	<b>Pgm. Svc. Exp.</b>
International Development Programs, General/Other: Since being founded in 1991, BwB has built schools in remote villages of developing countries on four continents. We have just completed construction on our 243rd school. There are now more than 105,000 children and parents that have attended BwB schools built world wide. (243 Schools)	\$1,730,448.00
<b>Grants and Allocations:</b>	<b>\$0.00 This amount includes foreign grants: N/A</b>
Partnerships in Education Programs: Building with Books (BwB) is a not-for-profit organization that engages primarily urban youth through after-school programs and in their classrooms. BwB integrates global education presentations into social studies classes, and through its after-school programs students contribute intensive community service while helping to build schools in developing countries around the world. BwB has established these programs in 108 schools in California, Connecticut, Illinois, Michigan, New York and Pennsylvania. In the past year, students in the U.S. contributed nearly 99,000 hours of service working with elders, homeless and young children through BwB. 97% of the American high school students we have worked with over the last five years have gone onto college. (108 schools)	\$2,376,131.00
<b>Grants and Allocations:</b>	<b>\$0.00 This amount includes foreign grants: N/A</b>
<b>Total:</b>	<b>\$4,106,579.00</b>

**Statement 7**

Form: 990

Page: 4

Part: IV

Question: 57

**BUILDING WITH BOOKS INC****22-3128648****Schedule of Land, Buildings and Equipment**

<b>Description</b>	<b>Cost</b>	<b>Depreciation</b>	<b>Book Value</b>
Motorcycle	\$4,095.00	\$546.00	\$3,549.00
Motorcycle	\$2,533.00	\$85.00	\$2,448.00
Sage MIP Fund Accounting System	\$13,088.00	\$4,363.00	\$8,725.00
Vehicle	\$9,332.00	\$3,577.00	\$5,755.00
Motorcycle	\$2,620.00	\$1,048.00	\$1,572.00
Motorcycle	\$2,620.00	\$1,048.00	\$1,572.00
Motorcycle	\$1,784.00	\$357.00	\$1,427.00
Motorcycle	\$4,112.00	\$1,028.00	\$3,084.00
Motorcycle	\$1,610.00	\$389.00	\$1,221.00
Motorcycle	\$1,433.00	\$334.00	\$1,099.00
Motorcycle	\$1,565.00	\$313.00	\$1,252.00
Motorcycle	\$2,678.00	\$447.00	\$2,231.00
Motorcycle	\$3,320.00	\$0.00	\$3,320.00
Computer	\$1,420.00	\$434.00	\$986.00
Motorcycle	\$1,824.00	\$30.00	\$1,794.00
Motorcycle	\$1,800.00	\$180.00	\$1,620.00
Motorcycle	\$3,086.00	\$52.00	\$3,034.00
Computer	\$1,340.00	\$37.00	\$1,303.00
Motorcycle	\$2,707.00	\$271.00	\$2,436.00
Motorcycle	\$3,142.00	\$0.00	\$3,142.00
Motorcycle	\$2,755.00	\$1,010.00	\$1,745.00
Computer	\$1,913.00	\$53.00	\$1,860.00
Motorcycle	\$3,320.00	\$0.00	\$3,320.00
<b>Total:</b>	<b>\$74,097.00</b>	<b>\$15,602.00</b>	<b>\$58,495.00</b>

**Statement 8**

Form: 990

Page: 4

Part: IV

Question: 58

**BUILDING WITH BOOKS INC**

**22-3128648**

**Other Assets**

<b>Asset Description</b>	<b>BOY Amount</b>	<b>EOY Amount</b>
Nicaragua Tax Receivable	\$4,403.00	\$6,631.00
<b>Total:</b>	<b>\$4,403.00</b>	<b>\$6,631.00</b>



**Statement 9**

Form: 990

Page: 5

Part: V

Question:

**BUILDING WITH BOOKS INC****22-3128648****Officers, Directors, Trustees, and Key Employees**

<b>Name and Address</b>	<b>Ave. Hrs/week</b>	<b>Comp.</b>	<b>Benefits</b>	<b>Expenses</b>
David Banks	0	\$0.00	\$0.00	\$0.00
Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				
Denis LaPolice	0	\$0.00	\$0.00	\$0.00
Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				
Denis Nayden	0	\$0.00	\$0.00	\$0.00
Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				
Dennis Kass	0	\$0.00	\$0.00	\$0.00
Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				
James Parke	0	\$0.00	\$0.00	\$0.00
Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				
Jim Ziolkowski	40	\$150,000.00	\$20,173.00	\$0.00
Title: President and CEO Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				

<b>Name and Address</b>	<b>Ave. Hrs/week</b>	<b>Comp.</b>	<b>Benefits</b>	<b>Expenses</b>
John Myers  Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States	0	\$0.00	\$0.00	\$0.00
John Raffaelli  Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States	0	\$0.00	\$0.00	\$0.00
Kathy Cassidy  Title: Board Member Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06902 Country: United States	0	\$0.00	\$0.00	\$0.00
Marc Friedman  Title: COO Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States	40	\$125,000.00	\$7,871.00	\$0.00
Melissa Kiernan  Title: Board Member Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States	0	\$0.00	\$0.00	\$0.00
Melissa Thomson  Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06902 Country: United States	0	\$0.00	\$0.00	\$0.00
Michael Scott  Title: Board Member Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06902	0	\$0.00	\$0.00	\$0.00

Name and Address	Ave. Hrs/week	Comp.	Benefits	Expenses
Country: United States				
Peter Ricker	0	\$0.00	\$0.00	\$0.00
Title: Board Member Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06902 Country: United States				
Robert Lievense	0	\$0.00	\$0.00	\$0.00
Title: Board Director Addr 1: PO Box 16741 Addr 2: CSZ: Stamford, CT 06905 Country: United States				
<b>TOTALS</b>		<b>\$275,000.00</b>	<b>\$28,044.00</b>	<b>\$0.00</b>

**Statement 10**

Form: 990

Page: 7

Part: VI

Question: 91b

**BUILDING WITH BOOKS INC**

**22-3128648**

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**Foreign Accounts**

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**Foreign Account List**

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Haiti

Malawi

Mali

Nepal

Nicaragua

Senegal

**Statement 11**

Form: 990

Page: 8

Part: VI

Question: 91c

**BUILDING WITH BOOKS INC**

**22-3128648**

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**Foreign Offices**

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**Foreign Office List**

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Haiti

Malawi

Mali

Nepal

Nicaragua

Senegal

**Statement 12**

Form: 990

Page: None

Part: None

Question: None

**BUILDING WITH BOOKS INC**

**22-3128648**

**Reasonable Cause Explanation**

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**Reasonable Cause Explanation**

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We have filed a form 8868 with the IRS and it was accepted. Then extension date for filing is now 8/15/08.

**Statement 13**  
Form: Schedule A  
Page: 2  
Part: III  
Question: 2

**BUILDING WITH BOOKS INC**  
**22-3128648**

**Transaction Explanations**

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<b>Line</b>	<b>Explanation</b>
2d	Expenses were reimbursed to CEO and COO for Travel and Living expenses incurred during 2007. All travel was associated with doing business for Building with Books.

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**Statement 14**  
Form: Schedule A  
Page: 2  
Part: III  
Question: 3a

**BUILDING WITH BOOKS INC**  
**22-3128648**

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**Explanation of Grant Determination**

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**Explanation of grant qualifications**

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Building with Books gave out \$1,000 Scholarships totaling \$4,000 for post-secondary education based on need. In addition, Building with Books gave out 3,014 in financial aid for students going on Trek based on need.