Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2003

Open to Public Inspection

A For the 2003 calendar year, or tax year beginning and ending

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: THE HUMANE SOCIETY OF THE UNITED STATES

Number and street (or P.O. box if mail is not delivered to street address): 2100 L STREET, NW — Room/suite:

City or town, state or country, and ZIP + 4: WASHINGTON, DC 20037

D Employer identification number: 53-0225390

E Telephone number: 202-452-1100

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? N/A ☐ Yes ☐ No (If "No," attach a list.)

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

I Group Exemption Number ▶

G Website: ▶WWW.HSUS.ORG

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

K Check here ▶ ☐ if the organization's gross receipts are normally not more than $25,000. The organization need not file a return with the IRS; but if the organization received a Form 990 Package in the mail, it should file a return without financial data. **Some states require a complete return.**

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

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 123,086,897.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Revenue	1	Contributions, gifts, grants, and similar amounts received:				
	a	Direct public support		1a	62,948,318.	
	b	Indirect public support		1b		
	c	Government contributions (grants)		1c		
	d	Total (add lines 1a through 1c) (cash $ 62,405,982. noncash $ 542,336.)			1d	62,948,318.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	1,921,137.
	3	Membership dues and assessments			3	
	4	Interest on savings and temporary cash investments			4	32,301.
	5	Dividends and interest from securities			5	2,929,933.
	6 a	Gross rents SEE STATEMENT 1		6a	808,667.	
	b	Less: rental expenses		6b		
	c	Net rental income or (loss) (subtract line 6b from line 6a)			6c	808,667.
	7	Other investment income (describe ▶)			7	
			(A) Securities		(B) Other	
	8 a	Gross amount from sales of assets other than inventory	51,792,244.	8a	195.	
	b	Less: cost or other basis and sales expenses	50,677,474.	8b	<1,105.>	
	c	Gain or (loss) (attach schedule)	1,114,770.	8c	1,300.	
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))	STMT 2		STMT 3	8d	1,116,070.
	9	Special events and activities (attach schedule). If any amount is from **gaming**, check here ▶ ☐				
	a	Gross revenue (not including $ ______ of contributions reported on line 1a)		9a		
	b	Less: direct expenses other than fundraising expenses		9b		
	c	Net income or (loss) from special events (subtract line 9b from line 9a)			9c	
	10 a	Gross sales of inventory, less returns and allowances		10a		
	b	Less: cost of goods sold		10b		
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)			10c	
	11	Other revenue (from Part VII, line 103)			11	2,654,102.
	12	**Total revenue** (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)			12	72,410,528.
Expenses	13	Program services (from line 44, column (B))			13	42,065,598.
	14	Management and general (from line 44, column (C))			14	6,268,922.
	15	Fundraising (from line 44, column (D))			15	15,644,579.
	16	Payments to affiliates (attach schedule) SEE STATEMENT 4			16	5,569,520.
	17	**Total expenses** (add lines 16 and 44, column (A))			17	69,548,619.
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)			18	2,861,909.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))			19	85,810,587.
	20	Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 5			20	11,324,975.
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)			21	99,997,471.

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12-17-03 LHA **For Paperwork Reduction Act Notice, see the separate instructions.** Form 990 (2003)

14570806 792962 0164463 2003.05050 THE HUMANE SOCIETY OF THE U 01644631

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.

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 $1437157. noncash $	22	1,437,157.	1,437,157.	STATEMENT 7	
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25 Compensation of officers, directors, etc.	25	1,182,870.	941,565.	149,751.	91,554.
26 Other salaries and wages	26	10,676,505.	8,498,367.	1,352,153.	825,985.
27 Pension plan contributions	27	1,292,077.	1,037,021.	159,184.	95,872.
28 Other employee benefits	28	1,766,228.	1,426,671.	217,860.	121,697.
29 Payroll taxes	29	998,856.	819,142.	111,562.	68,152.
30 Professional fundraising fees	30	1,788,312.			1,788,312.
31 Accounting fees	31	104,620.	76,787.	24,475.	3,358.
32 Legal fees	32	338,067.	248,127.	79,088.	10,852.
33 Supplies	33	1,382,369.	1,238,263.	125,418.	18,688.
34 Telephone	34	361,890.	299,495.	47,238.	15,157.
35 Postage and shipping	35	735,720.	644,737.	28,483.	62,500.
36 Occupancy	36	739,506.	552,511.	169,135.	17,860.
37 Equipment rental and maintenance	37				
38 Printing and publications	38				
39 Travel	39	2,045,720.	1,803,387.	140,367.	101,966.
40 Conferences, conventions, and meetings	40				
41 Interest	41				
42 Depreciation, depletion, etc. (attach schedule)	42	729,706.	502,083.	201,575.	26,048.
43 Other expenses not covered above (itemize):					
a	43a				
b	43b				
c	43c				
d	43d				
e SEE STATEMENT 6	43e	38,399,496.	22,540,285.	3,462,633.	12,396,578.
44 Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	44	63,979,099.	42,065,598.	6,268,922.	15,644,579.

Joint Costs. Check ▶ [X] if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ▶ [X] Yes [ ] No

If "Yes," enter (i) the aggregate amount of these joint costs $ 28,060,740. ; (ii) the amount allocated to Program services $ 12,735,518. ; (iii) the amount allocated to Management and general $ 1,075,287. ; and (iv) the amount allocated to Fundraising $ 14,249,935.

Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose? ▶
PROTECTION OF ANIMALS AND THE ENVIRONMENT.

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)

	Program Service Expenses (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts, but optional for others)
a PUBLIC EDUCATION, MEMBERSHIP INFORMATION AND PUBLICATION - SEE ATTACHMENT 1 (Grants and allocations $ 367,703.)	23,252,250.
b WILDLIFE, ANIMAL HABITAT AND SHELTERING - SEE ATTACHMENT 1 (Grants and allocations $ 531,262.)	8,384,119.
c CRUELTY INVESTIGATIONS AND REGIONAL OFFICES - SEE ATTACHMENT 1 (Grants and allocations $ 77,836.)	5,464,579.
d LEGAL ASSISTANCE, LITIGATION, LEGISLATION AND GOVERNMENT RELA SEE ATTACHMENT 1 (Grants and allocations $ 234,990.)	2,297,755.
e Other program services (attach schedule) STATEMENT 8 (Grants and allocations $ 225,366.)	2,666,895.
f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) ▶	42,065,598.

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Part IV Balance Sheets

	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
Assets	45 Cash - non-interest-bearing			9,445.	45	9,398.
	46 Savings and temporary cash investments			24,915,093.	46	15,994,604.
	47 a Accounts receivable	47a				
	b Less: allowance for doubtful accounts	47b			47c	
	48 a Pledges receivable	48a	5,318,241.			
	b Less: allowance for doubtful accounts	48b	138,284.	3,332,064.	48c	5,179,957.
	49 Grants receivable				49	
	50 Receivables from officers, directors, trustees, and key employees				50	
	51 a Other notes and loans receivable	51a				
	b Less: allowance for doubtful accounts	51b			51c	
	52 Inventories for sale or use				52	
	53 Prepaid expenses and deferred charges			2,111,575.	53	2,191,649.
	54 Investments - securities STMT 9 STMT 10 ▶ ☐ Cost ☒ FMV			55,862,336.	54	80,690,828.
	55 a Investments - land, buildings, and equipment: basis	55a				
	b Less: accumulated depreciation	55b			55c	
	56 Investments - other SEE STATEMENT 11			181,494.	56	177,395.
	57 a Land, buildings, and equipment: basis	57a	16,557,183.			
	b Less: accumulated depreciation STMT 12	57b	8,316,213.	8,570,833.	57c	8,240,970.
	58 Other assets (describe ▶ SEE STATEMENT 13)			1,620,217.	58	882,413.
	59 **Total assets** (add lines 45 through 58) (must equal line 74)			96,603,057.	59	113,367,214.
Liabilities	60 Accounts payable and accrued expenses			3,833,437.	60	6,603,968.
	61 Grants payable				61	
	62 Deferred revenue				62	
	63 Loans from officers, directors, trustees, and key employees				63	
	64 a Tax-exempt bond liabilities				64a	
	b Mortgages and other notes payable				64b	
	65 Other liabilities (describe ▶ SEE STATEMENT 14)			6,959,033.	65	6,765,775.
	66 **Total liabilities** (add lines 60 through 65)			10,792,470.	66	13,369,743.
Net Assets or Fund Balances	**Organizations that follow SFAS 117, check here ▶** ☒ and complete lines 67 through 69 and lines 73 and 74.					
	67 Unrestricted			60,280,949.	67	70,810,822.
	68 Temporarily restricted			6,249,325.	68	9,920,437.
	69 Permanently restricted			19,280,313.	69	19,266,212.
	Organizations that do not follow SFAS 117, check here ▶ ☐ and complete lines 70 through 74.					
	70 Capital stock, trust principal, or current funds				70	
	71 Paid-in or capital surplus, or land, building, and equipment fund				71	
	72 Retained earnings, endowment, accumulated income, or other funds				72	
	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)			85,810,587.	73	99,997,471.
	74 **Total liabilities and net assets / fund balances** (add lines 66 and 73)			96,603,057.	74	113,367,214.

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 IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return

a	Total revenue, gains, and other support per audited financial statements	a	89,420,094.
b	Amounts included on line a but not on line 12, Form 990:		
(1)	Net unrealized gains on investments $10,873,769.		
(2)	Donated services and use of facilities $		
(3)	Recoveries of prior year grants $		
(4)	Other (specify): STMT 15 $ 6,135,863.		
	Add amounts on lines (1) through (4)	b	17,009,632.
c	Line a minus line b	c	72,410,462.
d	Amounts included on line 12, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify): ROUNDING $ 66.		
	Add amounts on lines (1) and (2)	d	66.
e	Total revenue per line 12, Form 990 (line c plus line d)	e	72,410,528.

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

a	Total expenses and losses per audited financial statements	a	74,864,684.
b	Amounts included on line a but not on line 17, Form 990:		
(1)	Donated services and use of facilities $		
(2)	Prior year adjustments reported on line 20, Form 990 $		
(3)	Losses reported on line 20, Form 990 $		
(4)	Other (specify): STMT 16 $ 5,316,129.		
	Add amounts on lines (1) through (4)	b	5,316,129.
c	Line a minus line b	c	69,548,555.
d	Amounts included on line 17, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify): ROUNDING $ 64.		
	Add amounts on lines (1) and (2)	d	64.
e	Total expenses per line 17, Form 990 (line c plus line d)	e	69,548,619.

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
SEE STATEMENT 17		1182870.	96,204.	0.
Directors and officers liability insurance premiums have been paid by the organization. This benefit is being reported in total and is not shown in the allocation of Part V.	Current Year	Premium-	72,195	

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than $100,000 from your organization and all related organizations, of which more than $10,000 was provided by the related organizations? If "Yes," attach schedule. ☐ Yes ☒ No

Part VI Other Information

				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		76		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.		77		X
78 a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?		78a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?		78b	X	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement		79		X
80 a	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?		80a	X	
b	If "Yes," enter the name of the organization ▶ SEE STATEMENT 18 and check whether it is ☐ exempt or ☐ nonexempt.				
81 a	Enter direct or indirect political expenditures. See line 81 instructions	81a 0.			
b	Did the organization file **Form 1120-POL** for this year?		81b		X
82 a	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			
83 a	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	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	N/A	84a		
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	84b		
85	*501(c)(4), (5), or (6) organizations.* **a** Were substantially all dues nondeductible by members?	N/A	85a		
b	Did the organization make only in-house lobbying expenditures of $2,000 or less?	N/A	85b		
	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.				
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 N/A			
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	N/A	85g		
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?	N/A	85h		
86	*501(c)(7) organizations.* 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) organizations.* 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
89 a	*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) organizations.* 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.			

90 a List the states with which a copy of this return is filed ▶ SEE ATTACHMENT 2

b Number of employees employed in the pay period that includes March 12, 2003 | 90b | 289

91 The books are in care of ▶ CONTROLLER Telephone no. ▶ 202-452-1100

Located at ▶ 2100 L STREET, NW, WASHINGTON, DC ZIP + 4 ▶ 20037

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 | N/A

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

Note: Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	(E) Related or exempt function income
93 Program service revenue:					
a SEE STATEMENT 19		213,528.		110,000.	1,597,609.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	32,301.	
96 Dividends and interest from securities			14	2,929,933.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property			16	808,667.	
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	1,116,070.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a ROYALTIES			15	2,276,973.	
b MISCELLANEOUS INCOME			01	63,319.	
c LIST RENTALS			13	313,810.	
d					
e					
104 Subtotal (add columns (B), (D), and (E))		213,528.		7,651,073.	1,597,609.
105 Total (add line 104, columns (B), (D), and (E)) ▶					9,462,210.

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.)

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).
	SEE STATEMENT 20

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of 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
	%			
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 ☒ 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)*

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, [redacted] formation of which preparer has any knowledge

[redacted] 12/04 ▶ G. Thomas Waite III, CFO / Treasurer

Type or print name and title.

Date | Check if self- | Preparer's SSN or PTIN

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 Section 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

2003

Name of the organization: THE HUMANE SOCIETY OF THE UNITED STATES

Employer identification number: 53 0225390

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
WAYNE PACELLE HSUS 2100 L STREET, NW, WASHINGTON,DC	SENIOR VP 40	119,750.	8,027.	0.
JOHN GRANDY HSUS 2100 L STREET, NW, WASHINGTON,DC	SENIOR VP 40	131,568.	19,475.	0.
RICK CLUGSTON HSUS 2100 L STREET, NW, WASHINGTON,DC	VP 40	114,353.	14,475.	0.
JAN HARTKE HSUS 2100 L STREET, NW, WASHINGTON,DC	EXEC DIRECTOR 40	124,826.	14,475.	0.
MARTHA ARMSTRONG HSUS 2100 L STREET, NW, WASHINGTON,DC	SENIOR VP 40	114,228.	10,216.	0.
Total number of other employees paid over $50,000 ▶	77			

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
NATIONAL OUTDOOR SPORTS ADVERTISING 1200 POTOMAC STREET, NW, WASHINGTON, DC 20007	DIRECT MAIL	2051413.
MERKLE RESPONSE SERVICES 13331 PENNSYLVANIA AVE, HAGERSTOWN, MD 21742	CONSULTING	1364438.
EXCITING NEW TECHNOLOGIES 8730 SUNSET BLVD, LOS ANGELES, CA 90069	CONSULTING	881,471.
JAMI CHARITY BRANDS 140 WEST 57TH STREET, NEW YORK, NY 10019	CONSULTING	481,646.
MERSEY MASALA, INC. 11593 CHIQUITA STREET, STUDIO CITY, CA 91064	CONSULTING	218,088.
Total number of others receiving over $50,000 for professional services ▶ 17		

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

			Yes	No
1	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 ▶ $ 703,204. $ 703,204. (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) VI-A, LINE 38A VI-A, LINE 38B	1	X	
	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.			
2	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.)*			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities?	2c		X
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? SEE PART V, FORM 990	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3 a	Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.) SEE STATEMENT 21	3a	X	
b	Do you have a section 403(b) annuity plan for your employees?	3b	X	
4	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4		X

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 ☒ 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 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). (See section 509(a)(3).)

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

(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 6 of the instructions.)

Schedule A (Form 990 or 990-EZ) 2003

323111
12-05-03

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) 2002	(b) 2001	(c) 2000	(d) 1999	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	61,301,992.	50,575,165.	56,167,154.	59,234,561.	227,278,872.
16 Membership fees received					
17 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	673,560.	775,509.	608,070.	736,637.	2,793,776.
18 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	5,339,727.	5,493,414.	5,484,548.	3,734,776.	20,052,465.
19 Net income from unrelated business activities not included in line 18	190,881.				190,881.
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 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					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	67,506,160.	56,844,088.	62,259,772.	63,705,974.	250,315,994.
24 Line 23 minus line 17	66,832,600.	56,068,579.	61,651,702.	62,969,337.	247,522,218.
25 Enter 1% of line 23	675,062.	568,441.	622,598.	637,060.	

26 **Organizations described on lines 10 or 11: a** Enter 2% of amount in column (e), line 24 ▶ 26a 4,950,444.

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 1999 through 2002 exceeded the amount shown in line 26a. **Do not file this list with your return.** Enter the total of all these excess amounts ▶ 26b 9,440,940.

c Total support for section 509(a)(1) test: Enter line 24, column (e) ▶ 26c 247,522,218.

d Add: Amounts from column (e) for lines: 18 20,052,465. 19 190,881. 22 ______ 26b 9,440,940. ▶ 26d 29,684,286.

e Public support (line 26c minus line 26d total) ▶ 26e 217,837,932.

f **Public support percentage (line 26e (numerator) divided by line 26c (denominator))** ▶ 26f 88.0074%

27 **Organizations described on line 12: a** 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." **Do not file this list with your return.** Enter the sum of such amounts for each year: N/A

(2002) (2001) (2000) (1999)

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 11, as well as individuals.) **Do not file this list with your return.** 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: N/A

(2002) (2001) (2000) (1999)

c Add: Amounts from column (e) for lines: 15 ______ 16 ______ 17 ______ 20 ______ 21 ______ ▶ 27c N/A

d Add: Line 27a total ______ and line 27b total ______ ▶ 27d N/A

e Public support (line 27c total minus line 27d total) ▶ 27e N/A

f Total support for section 509(a)(2) test: Enter amount on line 23, column (e) ▶ 27f N/A

g **Public support percentage (line 27e (numerator) divided by line 27f (denominator))** ▶ 27g N/A %

h **Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))** ▶ 27h N/A %

28 **Unusual Grants:** For an organization described in line 10, 11, or 12 that received any unusual grants during 1999 through 2002, 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. **Do not file this list with your return.** Do not include these grants in line 15.

NONE

Part V **Private School Questionnaire** (See page 7 of the instructions.) N/A

(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?	29		
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?	30		
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?	31		
	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.)			
34 a	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		

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)

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	74,293.	74,293.
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	628,911.	628,911.
38 Total lobbying expenditures (add lines 36 and 37)	38	703,204.	703,204.
39 Other exempt purpose expenditures	39	61,487,583.	61,487,583.
40 Total exempt purpose expenditures (add lines 38 and 39)	40	62,190,787.	62,190,787.
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			
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	41	1,000,000.	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	250,000.	250,000.
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	0.	
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	0.	

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.)

	Lobbying Expenditures During 4-Year Averaging Period				
Calendar year (or fiscal year beginning in) ▶	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
45 Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
46 Lobbying ceiling amount (150% of line 45(e))					6,000,000.
47 Total lobbying expenditures	703,204.	997,099.	735,530.	975,139.	3,410,972.
48 Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
49 Grassroots ceiling amount (150% of line 48(e))					1,500,000.
50 Grassroots lobbying expenditures	74,293.	62,721.	23,453.	39,278.	199,745.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 12 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	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements		X	
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
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.

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 12 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
a Transfers from the reporting organization to a noncharitable exempt organization of:			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions:			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

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: N/A

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

52 a 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 [X] No

b If "Yes," complete the following schedule: N/A

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

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	VARIOUS FIXED ASSETS	VARIES	SL	5.00	16	16557183.			16557183.	7586507.		729,706.
	* TOTAL 990 PAGE 2 DEPR					16557183.		0.	16557183.	7586507.	0.	729,706.

(D) - Asset disposed

* ITC, Section 179, Salvage, HR 3090, Commercial Revitalization Deduction

FORM 990 RENTAL INCOME STATEMENT 1

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
	1	808,667.
TOTAL TO FORM 990, PART I, LINE 6A		808,667.

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 2

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
SALE OF INVESTMENTS	51,792,244.	50,677,474.	0.	1,114,770.
TO FORM 990, PART I, LINE 8	51,792,244.	50,677,474.	0.	1,114,770.

FORM 990 GAIN (LOSS) FROM SALE OF OTHER ASSETS STATEMENT 3

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED
SALE OF FIXED ASSETS			PURCHASED

NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	DEPREC	NET GAIN OR (LOSS)
	195.	<1,105.>	0.	0.	1,300.
TO FM 990, PART I, LN 8	195.	<1,105.>	0.	0.	1,300.

FORM 990 PAYMENTS TO AFFILIATES STATEMENT 4

AFFILIATE'S NAME	AFFILIATE'S ADDRESS
EARTHVOICE	2100 L STEET, NW, WASHINGTON, DC 20037

PURPOSE OF PAYMENT	AMOUNT
ASSISTANCE	1,340,767.

AFFILIATE'S NAME	AFFILIATE'S ADDRESS
CENTER FOR RESPECT OF LIFE	2100 L STEET, NW, WASHINGTON, DC 20037

PURPOSE OF PAYMENT	AMOUNT
ASSISTANCE	773,785.

AFFILIATE'S NAME	AFFILIATE'S ADDRESS
NAT'L ASS. FOR HUMANE & ENVIRONMENTAL EDUCATION	2100 L STEET, NW, WASHINGTON, DC 20037

PURPOSE OF PAYMENT	AMOUNT
ASSISTANCE	1,663,571.

AFFILIATE'S NAME	AFFILIATE'S ADDRESS
HUMANE SOCIETY INTERNATIONAL	2100 L STEET, NW, WASHINGTON, DC 20037

PURPOSE OF PAYMENT	AMOUNT
ASSISTANCE	1,702,898.

AFFILIATE'S NAME	AFFILIATE'S ADDRESS
MEADOWCREEK, INC.	2100 L STEET, NW, WASHINGTON, DC 20037

PURPOSE OF PAYMENT	AMOUNT
ASSISTANCE	88,499.

TOTAL TO FORM 990, PART I, LINE 16 5,569,520.

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
PENSION ADJUSTMENT	451,206.
UNREALIZED GAIN ON INVESTMENTS	10,873,769.
TOTAL TO FORM 990, PART I, LINE 20	11,324,975.

FORM 990 OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
MAILINGS	25,223,125.	12,739,487.	808,453.	11,675,185.
CONSULTANT & CONTRACTED SERVICES	7,141,736.	4,955,125.	1,577,115.	609,496.
INSURANCE & BONDS	321,210.	270,394.	50,816.	
PROPERTY TAXES	85,997.	24,159.	61,707.	131.
EDUCATIONAL MATERIAL & PUBLICATIONS	4,686,417.	4,548,998.	25,653.	111,766.
INVESTMENT EXPENSES & TRUSTEES FEES	940,888.	2,056.	938,832.	
MISCELLANEOUS	123.	66.	57.	
TOTAL TO FM 990, LN 43	38,399,496.	22,540,285.	3,462,633.	12,396,578.

FORM 990 CASH GRANTS AND ALLOCATIONS STATEMENT 7

CLASSIFICATION	DONEE'S NAME	DONEE'S ADDRESS	DONEE'S RELATIONSHIP	AMOUNT
	SEE EXHIBIT 1		NONE	1437157.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22				1437157.

FORM 990 OTHER PROGRAM SERVICES STATEMENT 8

DESCRIPTION	GRANTS AND ALLOCATIONS	EXPENSES
LABORATORY BIOETHICS AND FARM ANIMALS	209,462.	1,774,087.
YOUTH AND HIGHER EDUCATION	15,904.	892,808.
TOTAL TO FORM 990, PART III, LINE E	225,366.	2,666,895.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 9

SECURITY DESCRIPTION	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	OTHER SECURITIES	TOTAL NON-GOV'T SECURITIES
U.S. CORPORATE STOCKS	52,669,121.				52,669,121.
FOREIGN CORPORATE STOCKS	3,492,000.				3,492,000.
U.S. CORPORATE BONDS		5,643,450.			5,643,450.
FOREIGN CORPORATE BONDS		113,590.			113,590.
INVESTMENT IN MANYONE				500,000.	500,000.
TO 990, LN 54 COL B	56,161,121.	5,757,040.		500,000.	62,418,161.

FORM 990 GOVERNMENT SECURITIES STATEMENT 10

DESCRIPTION	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
GOVERNMENT OBLIGATIONS	18,272,667.		18,272,667.
TOTAL TO FORM 990, LINE 54, COL B	18,272,667.		18,272,667.

FORM 990 OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	AMOUNT
OTHER INVESTMENTS	MARKET VALUE	177,395.
TOTAL TO FORM 990, PART IV, LINE 56, COLUMN B		177,395.

FORM 990 DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
VARIOUS FIXED ASSETS	16,557,183.	8,316,213.	8,240,970.
TOTAL TO FORM 990, PART IV, LN 57	16,557,183.	8,316,213.	8,240,970.

FORM 990 OTHER ASSETS STATEMENT 13

DESCRIPTION	AMOUNT
ACCRUED INTEREST RECEIVABLE	257,190.
DEPOSITS	30,752.
DEFERRED COMPENSATION ANNUITY CONTRACTS	594,471.
TOTAL TO FORM 990, PART IV, LINE 58, COLUMN B	882,413.

FORM 990 OTHER LIABILITIES STATEMENT 14

DESCRIPTION	AMOUNT
ACCRUED PENSION OBLIGATION	1,090,079.
DEFERRED COMPENSATION ANNUITY CONTRACTS	594,471.
SPLIT-INTEREST ARRANGEMENTS LIABILITY	5,081,225.
TOTAL TO FORM 990, PART IV, LINE 65, COLUMN B	6,765,775.

FORM 990 OTHER REVENUE NOT INCLUDED ON FORM 990 STATEMENT 15

DESCRIPTION	AMOUNT
REVENUE ATTRIBUTABLE TO WILDLIFE LAND TRUST	4,109,230.
REVENUE ATTRIBUTABLE TO NAHEE	769,605.
REVENUE ATTRIBUTABLE TO HSI	672,832.
REVENUE ATTRIBUTABLE TO MEADOWCREEK	1,800.
REVENUE ATTRIBUTABLE TO CRLE	131,190.
PENSION LIABILITY ADJUSTMENT	451,206.
TOTAL TO FORM 990, PART IV-A	6,135,863.

FORM 990 OTHER EXPENSES NOT INCLUDED ON FORM 990 STATEMENT 16

DESCRIPTION	AMOUNT
EXPENSES ATTRIBUTABLE TO WILDLIFE LAND TRUST	3,740,703.
EXPENSES ATTRIBUTABLE TO CRLE	131,190.
EXPENSES ATTRIBUTABLE TO HUMANE SOCIETY INTERNATIONAL	672,831.
EXPENSES ATTRIBUTABLE TO MEADOWCREEK	1,800.
EXPENSES ATTRIBUTABLE TO NAHEE	769,605.
TOTAL TO FORM 990, PART IV-B	5,316,129.

FORM 990 PART V - LIST OF OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL G. IRWIN 2100 L STREET, NW WASHINGTON, DC 20037	PRESIDENT/CEO 40	298,477.	25,698.	0.
PATRICIA A. FORKAN 2100 L STREET, NW WASHINGTON, DC 20037	EXECUTIVE VP 40	174,218.	14,757.	0.
G.THOMAS WAITE III 2100 L STREET, NW WASHINGTON, DC 20037	CFO/TREASURER 40	152,330.	14,475.	0.
ROGER KINDLER 2100 L STREET, NW WASHINGTON, DC 20037	VP/GENERAL COUNSEL 40	152,330.	5,838.	0.
ANDREW ROWAN 2100 L STREET, NW WASHINGTON, DC 20037	CHIEF OF STAFF 40	174,218.	14,475.	0.
THERESA REESE 2100 L STREET, NW WASHINGTON, DC 20037	ASST TREASURER 40	52,635.	9,426.	0.
MICHAEL DRENNAN 2100 L STREET, NW WASHINGTON, DC 20037	ASST TREASURER 40	39,962.	754.	0.
JANET FRAKE 2100 L STREET, NW WASHINGTON, DC 20037	ASST SECRETARY 40	79,506.	5,557.	0.
PATRICIA GATONS 2100 L STREET, NW WASHINGTON, DC 20037	ASST SECRETARY 40	59,194.	5,224.	0.
PATRICIA VICTORIA MARES ASIP 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
PETER AUGUSTUS BENDER 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.

DONALD WILLIAM CASHEN, PHD 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
ANITA WETTERSTROEM COUPE, ESQ. 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JUDI CRON FRIEDMAN 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
ALICE ROSS GAREY 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
DANIEL JOHN JIHARD, PHD 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JENNIFER LEANING, MD 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
DR. AMY FREEMAN LEE 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
FRANKLIN MARTIN LOEW, DVM 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
EUGENE WILLIAM LORENZ 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JACK WILSON LYDMAN 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
WILLIAM FREDERICK MANCUSO 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
PATRICK LOUIS MCDONNELL 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JUDY JOHANSEN PEIL 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.

OWEN JASPER RAMSEY, III, ESQ. 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JEFFERY OWEN ROSE 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JAMES DONALD ROSS 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
MARILYN GERNHARDT SEYLER 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
WALTER J. STEWART 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
MAURICE STRONG 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
JOHN EARL TAFT 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
DAVID OWEN WIEBERS, MD 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
MARILYN ELIZABETH WILHELM 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
KENNETH WILLIAM WISEMAN 2100 L STREET, NW WASHINGTON, DC 20037	DIRECTOR 0-10	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V		1,182,870.	96,204.	0.

FORM 990 IDENTIFICATION OF RELATED ORGANIZATIONS STATEMENT 18
PART VI, LINE 80B

NAME OF ORGANIZATION	EXEMPT	NONEXEMPT
THE NATIONAL ASSOCIATION FOR HUMANE AND ENVIRONMENTAL EDUCATION	X	
CENTER FOR RESPECT OF LIFE AND THE ENVIRONMENT	X	
EARTHVOICE INTERNATIONAL	X	
EARTHKIND USA	X	

THE HUMANE SOCIETY OF THE UNITED STATES 53-0225390

HUMANE SOCIETY INTERNATIONAL	X
HUMANE SOCIETY OF THE US WILDLIFE LAND TRUST	X
MEADOWCREEK, INC.	X
WORLDWIDE NETWORK, INC.	X

FORM 990 PROGRAM SERVICE REVENUE STATEMENT 19

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
SHELTER CONSULTATIONS					57,972.
WORKSHOP/ONLINE COURSES					97,326.
EDUCATIONAL FEES					4,130.
PET FEST 2003					129,823.
GENESIS AWARDS GALA					12,660.
ANIMAL CARE EXPO					356,750.
SPAY/NEUTER CLINIC					795,313.
SPONSORSHIP			42	110,000.	
LITERATURE/SUBSCRIPTION	541800	213,528.			143,635.
TO FORM 990, PART VII, LINE 93		213,528.		110,000.	1,597,609.

FORM 990 PART VIII - RELATIONSHIP OF ACTIVITIES TO ACCOMPLISHMENT OF EXEMPT PURPOSES STATEMENT 20

LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
93A	EVALUATE ANIMAL SHELTERS THROUGHOUT THE COUNTRY TO ENSURE PROPER
93A	ANIMAL WELFARE.
93B	OFFER ANIMAL WELFARE EDUCATION.
93C	EXPERTS SPEAK ON ANIMAL WELFARE EDUCATION.
93D	REACH OUT AND EDUCATE PUBLIC ON MISSION OF HSUS.
93E	GIVEN TO MEDIA WHERE ANIMAL ISSUES ARE PORTRAYED IN A POSITIVE LIGHT.
93F	CONFERENCE AND TRADESHOW TO EDUCATE PUBLIC ON ANIMAL WELFARE.
93G	CLINIC WHICH PROMOTES ANIMAL WELFARE.
93I	SALE OF LITERATURE TO FURTHER EXEMPT PURPOSE.

SCHEDULE A EXPLANATION OF QUALIFICATIONS TO RECEIVE PAYMENTS PART III, LINE 3 STATEMENT 21

AN ANNUAL AWARD IS GIVEN FROM THE SHAW SCHOLARSHIP FUND TO THE CONNECTICUT SECONDARY SCHOOL STUDENT, OR STUDENT OF THE STOWE PREPARATORY SCHOOL, STOWE, VERMONT, WHO DURING THE YEAR HAS CONTRIBUTED THE MOST TO ANIMAL WELFARE.THE RUSSELL AND BURCH AWARD IS ALSO AWARDED ANNUALLY BY THE SOCIETY TO SCIENTISTS WHO CONTRIBUTED THE MOST TOWARDS ALTERNATIVE METHODS IN THE AREAS OF BIOMEDICAL RESEARCH, TESTING OR HIGHER EDUCATION. THE YEATMAN MEMORIAL FUND PROVIDES SCHOLARSHIP FUNDS FOR STUDENTS TO ATTEND ANIMAL CONTROL EDUCATION PROGRAMS.

THE ALICE MORGAN WRIGHT/EDITH GOODE FUND IS A TRUST FUND ESTABLISHED TO AWARD GRANTS TO ORGANIZATIONS AND INDIVIDUALS INVOLVED IN ANIMAL PROTECTION. THE BOARD OF DIRECTORS HAS DISCRETIONARY AUTHORITY TO SELECT THE APPROPRIATE GRANTEES.

PUBLIC EDUCATION, MEMBERSHIP INFORMATION AND PUBLICATIONS

Information and publications include material sent on a regular basis to HSUS constituents. The Media Relations department distributes national and local press releases on a full-range of animal protection and program issues, ranging from pet tips, to special events such as National Dog Bite Preventions Week, to legislative issues, to rewards offered in cruelty cases. The HSUS web site provides information on many of the issues addressed by the organization, as well as providing an avenue for direct action. The Animal Channel portion of the site, under the direction of the Video Project department, uses innovative technology to stream audio and video messages and news reports about animal issues. The video department produces an Internet "channel" also named Animal Channel, which is available to more than 60 million people, and also produces public service announcements, news and information video segments, and awareness videos for television, radio, and for use by activists and the general public.

INVESTIGATIONS AND REGIONAL OFFICES

The Field Services division and the Investigations department conduct national and local investigations into cruel and inhumane treatment of companion animals, farm animals, wildlife and animals in research. HSUS investigators have uncovered abuses in the transport, handling, and sale of horses for slaughter; puppy mills; "canned" hunts ; circuses; zoos; animals shelters; and wildlife refuges, among others. The HSUS conducted an 18 month long investigation into the killing of dogs and cats for fur that won national and international attention.

WILDLIFE AND ANIMAL HABITAT

The Wildlife department is one of the organization's largest and encompasses activities related to fur and trapping; captive wildlife; wildlife refuges; endangered species; wildlife contraception; predator control; migratory birds; wild animals as pets; wild horses; marine mammals; national and international wildlife issues. A public outreach program is aimed at solving urban wildlife problems by helping people to live humanely with their wild neighbors. The HSUS also maintains a year-round Wildlife Rehabilitation and Training Center.

COMPANION ANIMALS AND ANIMALS SHELTERING

The HSUS works with the general public and the animal protection community to reduce pet overpopulation; assist people in becoming more responsible pet owners; provide advice, support and guidance to the animal-protection professionals who have hands-on responsibility for millions of animals; and generally improve the lives of animals who are our closet companions.

LEGAL ASSITANCE, LITIGATION, LEGISLATION AND GOVERNMENT RELATIONS

The General Counsel's office provides legal assistance, guidance, and support to other HSUS departments, divisions, and offices on both animals programs and business matters. It also provides such assistance to other humane societies, HSUS members, and the HSUS board of directors. The HSUS government affairs department monitors federal, state and local legislation involving wild, captive, and domestic animals. In addition, the government affairs department seeks to educate constituents, the general public, government officials, and others on legislative matters concerning animal protection, and alerts concerned parties to legislation that will help, or harm animals.

THE HUMANE SOCIETY OF THE
UNITED STATES
EIN: 53-0225390
FORM 990 – ATTACHMENT 2
12/31/03

THE HSUS FILES IN ALL STATES WHERE CHARITABLE REGISTRATION IS REQUIRED AND TYPICALLY INCLUDES THE FILING OF FORM 990. THERE ARE CURRENTLY 40 STATES WHICH HAVE FILING REQUIREMENTS.

Form **8868**
(December 2000)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (not automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Note: 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)

Note: 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.

Type or print

File by the due date for filing your return See instructions.

Name of Exempt Organization: THE HUMANE SOCIETY OF THE UNITED STATES

Employer identification number: 53-0225390

Number, street, and room or suite no. If a P.O. box, see instructions.: 2100 L STREET, NW

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: WASHINGTON, DC 20037

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

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- 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) ________. 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-month, for **990-T corporation**) extension of time until AUGUST 16, 2004.
to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2003 or
▶ [ ] tax year beginning ________________, and ending ________________.

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 $ N/A

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Margaret A. Bradshaw Title ▶ CPA/AGENT Date ▶ 5/15/04

LHA **For Paperwork Reduction Act Notice, see instruction** Form **8868** (12-2000)

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05-01-03

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