

Return of Organization Exempt From Income Tax

1998

This Form is Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

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

A For the 1998 calendar year, OR tax year period beginning, 1998, and ending, 19

B Check if: Change of address, Initial return, Final return, Amended return. C Name of organization: THE HUMANE SOCIETY OF THE UNITED STATES. D Employer identification number: 53-0225390. E Telephone number: 202-452-1100. F Check if exemption application is pending.

G Type of organization: [X] Exempt under 501(c) (3) (insert number) OR [] section 4947(a)(1) nonexempt charitable trust. Note: Section 501(c)(3) exempt organizations and 4947(a)(1) nonexempt charitable trusts MUST attach a completed Schedule A (Form 990).

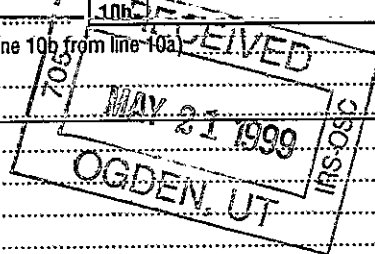
H(a) Is this a group return filed for affiliates? [] Yes [X] No. (b) If "Yes," enter the number of affiliates for which this return is filed: []. I If either box in H is checked "Yes," enter four-digit group exemption number (GEN) []. J Accounting method: [] Cash [X] Accrual [] Other (specify) [].

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 it received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

Note: Form 990-EZ may be used by organizations with gross receipts less than \$100,000 and total assets less than \$250,000 at end of year.

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

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



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Part II Statement of Functional Expenses		All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.			
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 \$ 945,493. noncash \$	945,493.	945,493.	Statement 7	
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25	Compensation of officers, directors, etc.	623,040.	509,362.	88,353.	25,325.
26	Other salaries and wages	7,353,088.	6,011,477.	1,042,747.	298,864.
27	Pension plan contributions	402,278.	328,199.	60,729.	13,350.
28	Other employee benefits	764,684.	612,317.	124,907.	27,460.
29	Payroll taxes	708,207.	589,715.	92,474.	26,018.
30	Professional fundraising fees				
31	Accounting fees	73,859.	55,003.	18,805.	51.
32	Legal fees	343,267.	272,314.	70,761.	192.
33	Supplies	598,928.	488,790.	99,408.	10,730.
34	Telephone	333,722.	292,422.	32,445.	8,855.
35	Postage and shipping	725,777.	637,816.	47,352.	40,609.
36	Occupancy	606,273.	440,018.	153,711.	12,544.
37	Equipment rental and maintenance				
38	Printing and publications				
39	Travel	1,489,029.	1,331,927.	129,885.	27,217.
40	Conferences, conventions, and meetings				
41	Interest				
42	Depreciation, depletion, etc. (attach schedule) SCH 5	592,906.	489,812.	103,094.	
43	Other expenses (itemize):				
a					
b					
c					
d					
e	See Statement 6	21,073,208.	8,881,194.	2,177,085.	10,014,929.
44	Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	36,633,759.	21,885,859.	4,241,756.	10,506,144.

Reporting of Joint Costs. - Did you report in column (B) (Program services) any joint costs from a combined educational campaign and fundraising solicitation? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ 12,829,784. ; (ii) the amount allocated to Program services \$ 4,341,027. ; (iii) the amount allocated to Management and general \$ 1,027,631. ; and (iv) the amount allocated to Fundraising \$ 7,461,126. .

Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose?	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
PROTECTION OF ANIMALS AND THE ENVIRONMENT	
a PUBLIC EDUCATION, MEMBERSHIP INFORMATION AND PUBLICATION - SEE SCHEDULE "4"	6,833,690.
b WILDLIFE, ANIMAL HABITAT AND SHELTERING - SEE SCHEDULE "4"	5,597,943.
c CRUELTY INVESTIGATIONS AND REGIONAL OFFICES - SEE SCHEDULE "4"	3,694,860.
d YOUTH AND HIGHER EDUCATION SEE SCHEDULE "4"	2,464,429.
e Other program services (attach schedule) Statement 8	3,294,937.
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	21,885,859.

Part IV Balance Sheets

Note: Where required, attach 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	1,772,447.	288,547.
	46 Savings and temporary cash investments	15,193,209.	19,440,479.
	47 a Accounts receivable	57,218.	
	b Less: allowance for doubtful accounts		57,218.
	48 a Pledges receivable		
	b Less: allowance for doubtful accounts		
	49 Grants receivable		
	50 Receivables from officers, directors, trustees, and key employees (attach schedule)		
	51 a Other notes and loans receivable	4,726,538.	
	b Less: allowance for doubtful accounts		4,726,538.
	52 Inventories for sale or use	11,000.	
	53 Prepaid expenses and deferred charges	537,320.	924,219.
	54 Investments - securities (attach schedule) Stmt 9	43,114,657.	54,372,701.
	55 a Investments - land, buildings, and equipment: basis		
	b Less: accumulated depreciation (attach schedule)		482,044.
56 Investments - other			
57 a Land, buildings, and equipment: basis Sch. 5	13,878,179.		
b Less: accumulated depreciation	3,965,558.	9,912,621.	
58 Other assets (describe See Statement 10)	2,103,934.	1,018,128.	
59 Total assets (add lines 45 through 58) (must equal line 74)	73,810,334.	90,740,451.	
Liabilities	60 Accounts payable and accrued expenses	2,753,123.	3,730,423.
	61 Grants payable		
	62 Deferred revenue		
	63 Loans from officers, directors, trustees, and key employees		
	64 a Tax-exempt bond liabilities		
	b Mortgages and other notes payable		135,545.
	65 Other liabilities (describe See Statement 11)	4,506,545.	5,091,946.
66 Total liabilities (add lines 60 through 65)	7,259,668.	8,957,914.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74		
	67 Unrestricted	56,092,114.	68,045,974.
	68 Temporarily restricted	4,382,549.	7,553,227.
	69 Permanently restricted	6,076,003.	6,183,336.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74		
70 Capital stock, trust principal, or current funds			
71 Paid-in or capital surplus, or land, building, and equipment fund			
72 Retained earnings, endowment, accumulated income, or other funds			
73 Total net assets or fund balances (add lines 67 through 69 OR lines 70 through 72; column (A) must equal line 19 and column (B) must equal line 21)	66,550,666.	81,782,537.	
74 Total liabilities and net assets / fund balances (add lines 66 and 73)	73,810,334.	90,740,451.	

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.

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
77 Were any changes made in the organizing or governing documents but not reported to the IRS?
78 a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?
78 b If "Yes," has it filed a tax return on Form 990-T for this year?
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year?
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?
80 b If "Yes," enter the name of the organization See Statement 16
81 a Enter the amount of political expenditures, direct or indirect, as described in the instructions for line 81 81a 0.
81 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
82 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 for reporting in Part III) 82b N/A
83 a Did the organization comply with the public inspection requirements for returns and exemption applications? 83a X
83 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? 84a N/A
84 b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 84b N/A
85 501(c)(4), (5), or (6) organizations. - a Were substantially all dues nondeductible by members? 85a N/A
85 b Did the organization make only in-house lobbying expenditures of \$2,000 or less? 85b N/A
85 c Dues, assessments, and similar amounts from members 85c N/A
85 d Section 162(e) lobbying and political expenditures 85d N/A
85 e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e N/A
85 f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f N/A
85 g Does the organization elect to pay the section 6033(e) tax on the amount in 85f? 85g N/A
85 h If section 6033(e)(1)(A) dues notice were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? 85h N/A
86 501(c)(7) organizations. - Enter:
86 a Initiation fees and capital contributions included on line 12 86a N/A
86 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
87 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? If "Yes," complete Part IX 88 X
89 a 501(c)(3) organizations. - Enter: Amount of tax imposed during the year under: section 4911 0.; section 4912 0.; section 4955 0.
89 b 501(c)(3) and 501(c)(4) organizations. - Did the organization engage in any section 4958 excess benefit transaction during the year? If "Yes," attach a statement explaining each transaction 89b X
89 c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 0.
89 d Enter: Amount of tax in 89c, above, reimbursed by the organization 0.
90 a List the states with which a copy of this return is filed SEE SCHEDULE "3"
90 b Number of employees employed in the pay period that includes March 12, 1998 90b 210
91 The books are in care of CONTROLLER Telephone no. (202) 452-1100
Located at 2100 - L STREET, N.W., 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

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) Exclu- sion code	(D) Amount	
93 Program service revenue:					
(a) SALE OF LITERATURE					239,829.
(b) CONFERENCES					256,294.
(c) ADVERTISING	711300	49,490.			
(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	541,523.	
96 Dividends and interest from securities			14	1,459,080.	
97 Net rental income or (loss) from real estate:					
(a) debt-financed property					
(b) not debt-financed property			16	622,807.	
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	11,264,767.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a CALENDAR- LICENSING			15	148,403.	
b OTHER- LICENCING			15	360,300.	
c MAILING LIST REVENUE			13	111,467.	
d CATALOG SALES (NET)					<252,259.>
e OIL AND GAS LEASE			15	112,265.	
104 Subtotal (add columns (B), (D), and (E))		49,490.		14,620,612.	243,864.
105 TOTAL (add line 104, columns (B), (D), and (E))					14,913,966.

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

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).
93a	AMOUNTS RECEIVED FOR WORKSHOPS AND CONFERENCES WHICH PROMOTE AND EDUCATE THE PUBLIC ON PREVENTING CRUELTY TO ANIMALS.
93b	AMOUNTS RECEIVED FOR EDUCATIONAL AND INFORMATIONAL PRODUCTS ON ANIMAL WELFARE AND ENVIRONMENTAL CONCERNS IN FURTHERANCE OF THE ORGANIZATION'S EXEMPT FUNCTION.
103e	SALE OF ITEMS WHICH CONTAIN PUBLIC AWARENESS INFORMATION IN FURTHERANCE OF THE ORGANIZATION'S EXEMPT FUNCTION.

Part IX Information Regarding Taxable Subsidiaries (Complete this Part if the "Yes" box on 88 is checked.)

Name, address, and employer identification number of corporation or partnership	Percentage of ownership interest	Nature of business activities	Total income	End-of-year assets
N/A	%			
	%			
	%			
	%			

accompanying schedules and statements, and to the best of my knowledge and belief, it is true, and I am not aware of any information of which preparer has any knowledge.

1/17/99 G. Thomas Wata Type or print name and title

**SCHEDULE A
(Form 990)**

Organization Exempt Under Section 501(c)(3)

OMB No. 1545-0047

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

1998

Department of the Treasury
Internal Revenue Service

Supplementary Information

▶ Must be completed by the above organizations and attached to their Form 990 or 990EZ.

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 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
MICHAEL W. FOX	DIRECTOR			
4912 SHERIER PLACE NW, WASHINGTON, DC	FULL-TIME	95,000.	7,918.	0.
JOHN GRANDY	DIRECTOR			
4702 WARREN ST, NW, WASHINGTON, DC	FULL-TIME	102,431.	7,944.	0.
ANDREW ROWAN	DIRECTOR			
2100 L STREET NW, WASHINGTON, DC	FULL-TIME	124,000.	7,944.	0.
JAN HARTKE	DIRECTOR			
11280 SPYGLASS COVE LANE, RESTON, VA	FULL-TIME	104,331.	7,944.	0.
JOHN KULLBERG	DIRECTOR			
20653 ANNDYKE WAY, GERMANTOWN, MD	FULL-TIME	103,000.	7,944.	0.
Total number of other employees paid over \$50,000 ▶	6			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See 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
THOMAS HAVEY, LLP		
900 17TH STREET, N.W., WASH., DC 20006	ACCOUNTING	113,835.
DAVID GANZ		
20229 DARLINGTON DR, MONTGOMERY VILLAGE, MD 20879	CONSULTING	82,000.
LEESTEFFFY JENKINS		
408 JOURNEYS-END, FRANCESTOWN, NH 03043	CONSULTING	57,620.
PAUL HASTINS JANOFSKY & WALKER		
1299 PENNSYLVANIA AVE NW WASHINGTON, DC 20004	LEGAL	107,067.
Total number of others receiving over \$50,000 for professional services ▶	0	

LHA For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990) 1998

Part III Statement About Activities

	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. ▶ \$ <u>632,685.</u> 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.	1 X	
2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any of its 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:		
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)? <u>See Part V, Form 990</u>	2d X	
e Transfer of any part of its income or assets? If the answer to any question is "Yes," attach a detailed statement explaining the transactions.	2e	X
3 Does the organization make grants for scholarships, fellowships, student loans, etc.?	3 X	
4 a Do you have a section 403(b) annuity plan for your employees?	4a	X
b Attach a statement to explain how the organization determines that individuals or organizations receiving grants or loans from it in furtherance of its charitable programs qualify to receive payments. (See instructions.) SEE SCHEDULE 12		

Part IV Reason for Non-Private Foundation Status (See 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, page 4.)
- 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 instructions on page 4.)

(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 instructions on page 4.)

Part III Support Schedule (Complete only if you checked a box on line 10, 11, or 12 above.) 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) 1997	(b) 1996	(c) 1995	(d) 1994	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	37,812,023.	34,515,276.	25,369,179.	13,301,569.	110,998,047.
16 Membership fees received		914,956.	7,118,590.	6,860,018.	14,893,564.
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is not a business unrelated to the organization's charitable, etc., purpose	4,014,477.	914,956.	508,398.	401,281.	5,839,112.
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	2,077,851.	1,573,449.	1,500,382.	1,353,078.	6,504,760.
19 Net income from unrelated business activities not included in line 18					
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	41,676.	511,780.	See Statement 17		553,456.
23 Total of lines 15 through 22	43,946,027.	38,430,417.	34,496,549.	21,915,946.	138,788,939.
24 Line 23 minus line 17	39,931,550.	37,515,461.	33,988,151.	21,514,665.	132,949,827.
25 Enter 1% of line 23	439,460.	384,304.	344,965.	219,159.	
26 Organizations described in lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 2,658,997.
b Attach a list (which is not open to public inspection) showing the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1994 through 1997 exceeded the amount shown in line 26a. Enter the sum of all these excess amounts					26b 1,341,003.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 132,949,827.
d Add: Amounts from column (e) for lines: 18 6,504,760. 19 1,341,003. 22 553,456. 26b					26d 8,399,219.
e Public support (line 26c minus line 26d total)					26e 124,550,608.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 93.6824%
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," attach a list to show the name of, and total amounts received in each year from, each "disqualified person." Enter the sum of such amounts for each year. N/A					
(1997) (1996) (1995) (1994)					
b For any amount included in line 17 that was received from a nondisqualified person, attach a list 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.) 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					
(1997) (1996) (1995) (1994)					
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 1994 through 1997, attach a list (which is not open to public inspection) for each year showing the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not include these grants in line 15. (See instructions.)					None

Part V

Private School Questionnaire

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)			
.....			
.....			
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	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.)			
.....			
33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities?		
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?		
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.			
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		

Part VI-A Lobbying Expenditures by Electing Public Charities

(To be completed ONLY by an eligible organization that filed Form 5768)

Check here a If the organization belongs to an affiliated group.
 Check here b If you checked "a" above and "limited control" provisions apply.

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
(The term "expenditures" means amounts paid or incurred)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	28,202.	28,202.
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	604,483.	604,483.
38	Total lobbying expenditures (add lines 36 and 37)	632,685.	632,685.
39	Other exempt purpose expenditures	45,834,756.	38,074,516.
40	Total exempt purpose expenditures (add lines 38 and 39)	46,467,441.	38,707,201.
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	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)	250,000.	250,000.
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	0.	0.
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	0.	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.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 1998	(b) 1997	(c) 1996	(d) 1995	(e) Total
45	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
46					6,000,000.
47	632,685.	758,594.	1,006,337.	943,785.	3,341,401.
48	250,000.	250,000.	250,000.	250,000.	1,000,000.
49					1,500,000.
50	28,201.	74,677.	64,622.	117,148.	284,648.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A)

N/A

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			
b Paid staff or management (include compensation in expenses reported on lines c through h)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
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

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?

a Transfers from the reporting organization to a noncharitable exempt organization of:

Table with 2 columns: Yes, No. Rows include 51a(i) Cash, a(ii) Other assets, b(i) Sales of assets, b(ii) Purchases of assets, b(iii) Rental of facilities, b(iv) Reimbursement, b(v) Loans, b(vi) Performance of services, and c Sharing of facilities.

- (i) Cash
(ii) Other assets
b Other transactions:
(i) Sales of assets to a noncharitable exempt organization
(ii) Purchases of assets from a noncharitable exempt organization
(iii) Rental of facilities or equipment
(iv) Reimbursement arrangements
(v) Loans or loan guarantees
(vi) Performance of services or membership or fundraising solicitations

c 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 indicate the fair market value of the goods, other assets, or services given by the reporting organization.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. First row contains N/A.

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 No [X]

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. First row contains N/A.

Form 990	Rental Income	Statement	2
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Kind and Location of Property	Activity Number	Gross Rental Income
OFFICE BLDGS - GAITHERSBURG, MD; WASHINGTON, DC; ET AL.	1	622,807.
Total to Form 990, Part I, line 6a		622,807.

Form 990 Gain (Loss) From Publicly Traded Securities Statement 3

Description	Gross Sales Price	Cost or Other Basis	Expense of Sale	Net Gain or (Loss)
PUBLICLY TRADED SECURITIES	38,625,375.	27,681,238.	0.	10,944,137.
To Form 990, Part I, line 8	38,625,375.	27,681,238.	0.	10,944,137.

Form 990 Gain (Loss) From Sale of Other Assets Statement 4

Description	Date Acquired	Date Sold	Method Acquired		
PROPERTY AND EQUIPMENT			PURCHASED		
Name of Buyer	Gross Sales Price	Cost or Other Basis	Expense of Sale	Deprec	Net Gain or (Loss)
	609,268.	288,638.	0.	0.	320,630.
To Fm 990, Part I, ln 8	609,268.	288,638.	0.	0.	320,630.

Form 990	Other Changes in Net Assets or Fund Balances	Statement	5
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Description	Amount
UNREALIZED LOSS	<2,085,480.>
Total to Form 990, Part I, line 20	<2,085,480.>

Form 990

Other Expenses

Statement 6

Description	(A)	(B)	(C)	(D)
	Total	Program Services	Management and General	Fundraising
MAILINGS	15,415,278.	4,477,037.	1,140,550.	9,797,691.
CONSULTANTS & CONTRACTED SERVICES	3,132,771.	2,373,320.	588,569.	170,882.
INSURANCE & BONDS	107,174.	88,774.	17,843.	557.
TAXES - OTHER	75,279.	14,320.	60,959.	
EDUCATIONAL MATERIAL & PUBLICATIONS	1,880,522.	1,923,929.	<84,305.>	40,898.
CONTRIBUTIONS	11,821.		6,974.	4,847.
INVESTMENT EXPENSES & TRUSTEES FEES	450,363.	3,814.	446,495.	54.
CATALOG SALES	0.			
SPECIAL PROJECTS	0.			
Total to Fm 990, ln 43	21,073,208.	8,881,194.	2,177,085.	10,014,929.

Form 990 Cash Grants and Allocations Statement 7

<u>Classification</u>	<u>Donee's Name</u>	<u>Donee's Address</u>	<u>Donee's Relationship</u>	<u>Amount</u>
	SEE SCHEDULE "1"		None	945,493.
Total Included on Form 990, Part II, line 22				<u>945,493.</u>

Form 990

Other Program Services

Statement 8

Description	Grants and Allocations	Expenses
LEGAL ASSISTANCE, LITIGATION, LEGISLATION AND GOVERNMENT RELATIONS		1,989,826.
LABORATORY BIOETHICS AND FARM ANIMALS		1,305,111.
Total to Form 990, Part III, line e		3,294,937.

Form 990

Non-Government Securities

Statement 9

Description	Value Method	Corporate Stocks	Corporate Bonds	Other Publicly Traded Securities	Other Securities	Total Non-Gov't Securities
	Mkt Val			54372701.		54372701.
To Fm 990, ln 54 Col B				54372701.		54372701.

Form 990	Other Assets	Statement 10
Description		Amount
ACCRUED INTEREST RECEIVABLE		389,458.
DEPOSITS		27,443.
DEFERRED COMPENSATION ANNUITY CONTRACTS		601,227.
Total to Form 990, Part IV, line 58, Column B		1,018,128.

Form 990	Other Liabilities	Statement 11
Description		Amount
ACCRUED PENSION OBLIGATION		922,608.
DEFERRED COMPENSATION ANNUITY CONTRACTS		601,227.
SPLIT-INTEREST ARRANGEMENTS LIABILITY		3,043,248.
CONTRIBUTIONS PAYABLE		524,863.
Total to Form 990, Part IV, line 65, Column B		5,091,946.

Form 990 Other Revenue Not Included on Form 990 Statement 12

Description	Amount
REVENUE ATTRIBUTABLE TO AFFILIATES AND SEPARATELY REPORTED ON EACH AFFILIATE'S TAX RETURN.	5,063,606.
Total to Form 990, Part IV-A	5,063,606.

Form 990	Other Expenses Not Included on Form 990	Statement 13
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Description	Amount
EXPENSES ATTRIBUTABLE TO AFFILIATES AND SEPARATELY REPORTED ON EACH AFFILIATE'S TAX RETURN.	9,200,997.
Total to Form 990, Part IV-B	9,200,997.

Form 990	Other Revenue Included on Form 990	Statement 14
<u>Description</u>		<u>Amount</u>
REALIZED GAINS ON SALE OF INVESTMENTS AND FIXED ASSETS		8,859,824.
Total to Form 990, Part IV-A		8,859,824.

Form 990

Part V - List of Officers, Directors,
Trustees and Key Employees

Statement 15

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	Expense Account
PAUL G. IRWIN	PRES/CEO FULL TIME *Partial retirement benefit	237,540.	21,283 311,502*	0.
			*SEE NOTE A	
PATRICIA A. FORKAN	EXEC. V.P. FULL TIME	137,500.	8,798.	0.
G. THOMAS WAITE III	TRESURER/SECRETARY FULL TIME	124,000.	7,944.	0.
ROGER KINDLER	VP/GEN COUNSEL FULL TIME	124,000.	5,849.	0.
PETER A. BENDER	DIRECTOR PART-TIME	0.	0.	0.
DONALD W. CASHEN, PH.D.	DIRECTOR PART-TIME	0.	0.	0.
ANITA W. COUPE, ESQ.	DIRECTOR PART-TIME	0.	0.	0.
JUDI FRIEDMAN	DIRECTOR PART-TIME	0.	0.	0.
HAROLD H. GARDINER	DIRECTOR PART TIME	0.	0.	0.
ALICE R. GAREY	DIRECTOR PART TIME	0.	0.	0.
DENIS A. HAYES, ESA.	DIRECTOR PART TIME	0.	0.	0.

JENNIFER LEANING, M.D.	DIRECTOR PART TIME	0.	0.	0.
JACK W. LYDMAN	DIRECTOR PART TIME	0.	0.	0.
WILLIAM F. MANCUSO	DIRECTOR PART TIME	0.	0.	0.
JOAN C. MARTIN-BROWN	DIRECTOR PART TIME	0.	0.	0.
JOE RAMSEY, ESQ.	DIRECTOR PART TIME	0.	0.	0.
JEFFERY ROSE	DIRECTOR PART TIME	0.	0.	0.
JAMES D. ROSS	DIRECTOR PART TIME	0.	0.	0.
MERILYN G. SEYLER	DIRECTOR PART TIME	0.	0.	0.
PAULA R. SMITH	DIRECTOR PART TIME	0.	0.	0.
JOHN E. TAFT	DIRECTOR PART TIME	0.	0.	0.
ROBERT F. WELBORN, ESQ.	DIRECTOR PART TIME	0.	0.	0.
DAVID O. WIEBERS, M.D.	DIRECTOR PART TIME	0.	0.	0.
MERILYN E. WILHELM	DIRECTOR PART TIEM	0.	0.	0.

K. EILLISM WISEMAN	DIRECTOR PART TIME	0.	0.	0.
THE ABOVE OFFICERS AND DIRECTORS CAN				
		0.	0.	0.
BE REACHED AT ADDRESS ON PAGE ONE.				
		0.	0.	0.
Totals Included on Form 990, Part V		<u>623,040.</u>	<u>355,376.</u>	<u>0.</u>

Note A:
Compensation of President/CEO --

In 1998, President/CEO of the Society received salary in the amount of \$237,540 plus benefits, including medical and life insurance valued at \$5,849. The President also accrued on going deferred compensation pursuant to Board approved deferred compensation agreements in the amount of \$15,434.

In addition to the above, the President received \$311,502 as part of a retirement benefit. This benefit was authorized through a Board approved separate retirement plan designed as a make-up benefit to restore certain benefits lost as a result of federal regulations imposed upon the Society's defined benefit plan.

Form 990

Identification of Related Organizations
Part VI, Line 80b

Statement 16

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	
HUMANE SOCIETY INTERNATIONAL	X	
HUMANE SOCIETY OF THE U.S. WILDLIFE LAND TRUST	X	
MEADOWCREEK, INC.	X	
WORLDWIDE NETWORK, INC.	X	
EARTHKIND USA	X	

Footnotes

Statement 17

(SCHEDULE A) PART III QUESTION 2d

CRAIG W. IRWIN, SON OF PAUL IRWIN, RECEIVED COMPENSATION AS AN EMPLOYEE OF HSUS.

46,453.

Schedule A	Other Income			Statement 18
Description	1997 Amount	1996 Amount	1995 Amount	1994 Amount
	41,676.	511,780.		
Total to Schedule A, line 22	41,676.	511,780.		

**THE HUMANE SOCIETY OF THE UNITED STATES
FEDERAL FORM 990
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#53-0225390

Schedule "1"

Part II - Line 22

00-4100-0-00000	Counterpart International	5,000.00
00-4100-0-00000	International Development Conference	5,000.00
00-4100-0-00000	Manitou Institute	2,500.00
00-4110-0-00000	Hospice of Pan Handle	100.00
00-4110-0-00000	Marshall Legacy Institute	500.00
00-4110-0-00000	New Zealand Humane	2,000.00
00-4110-0-00000	Renewable Natural Resources Foundation	750.00
00-4110-0-00000	Wilson College	15,000.00
00-4310-8-71110	The Ecology Center	1,750.00
00-4320-0-00000	Environmental Magazine	12,864.00
00-4320-0-00000	Geraldine R. Dodge Foundation	14,000.00
00-4320-0-00000	Operation Greyhound	500.00
00-4320-0-00000	Summit For The Animals	1,000.00
00-4320-8-70190	Antarctica Project	1,000.00
00-4320-8-70190	Cetacean Society International	750.00
00-4320-8-70190	Neah Bay Washington	200.00
00-4320-8-70190	PAWS	1,500.00
00-4320-8-70190	The Husavik Whale Centre	5,000.00
00-4320-8-70190	Third Millennium Foundation	5,000.00
00-4321-0-00000	A.W.A.R.E.	25.00
00-4321-0-00000	Association of Veterinarians for Animal Rights	50.00
00-4321-0-00000	Doris Day Animal League	2,086.27
00-4321-8-71170	WASTE	60.00
00-4321-8-71180	EuroNiche	1,003.50
00-4321-8-71213	WASTE	100.00
00-4330-0-00000	Coalition for Healthy and Humane Business Practices	333.34
00-4330-0-00000	Maryland Dept. Natural Resources	500.00
00-4330-0-00000	National Council of SPCAs	8,000.00
00-4330-0-00000	Polar Bear Alive	1,000.00
00-4330-8-70130	Wakuluzu, Friends of Colobus Trust	500.00
00-4330-8-70190	Antarctica Project	1,000.00
00-4330-8-70190	Cetacean Society International	750.00
00-4330-8-70190	Monitor	4,000.00
00-4330-8-70380	Alaska Wildlife Alliance	200.00
00-4330-8-70390	Oklahoma State University	1,000.00
00-4330-8-70430	Fauna and Flora International/Ape Alliance	2,637.50
00-4330-8-70430	International Primate Protection League	1,000.00
00-4330-8-70430	Species Survival Network	9,500.00
00-4330-8-70440	Beaver Busters	300.00
00-4330-8-70440	Second Chance Wildlife Rehab.	1,000.00
00-4330-8-70440	University of Arizona	5,000.00
00-4330-8-71220	The Ecology Center	1,750.00
00-4340-0-00000	Maryland Dept. Natural Resources	500.00

**THE HUMANE SOCIETY OF THE UNITED STATES
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Schedule "1"

Part II - Line 22

00-4340-8-71250	Initiative & Referendum Institute	2,000.00
00-4340-8-71250	No on 2 Committee	10,000.00
00-4340-8-71250	Utah Voting Rights Coalition	15,000.00
00-4340-8-71252	Protect Pets & Wildlife	90,000.00
00-4340-8-71255	Missourians Against Cockfighting	10,000.00
00-4340-8-71256	Save the Doves	70,000.00
00-4350-0-00000	Campbell Pet Company	1,447.88
00-4350-0-00000	Hawaii Island Humane Society	500.00
00-4350-0-00000	Montgomery County Humane Society	500.00
00-4350-0-00000	Pets-DC	500.00
00-4350-0-00000	Society of Animal Welfare Administration	2,500.00
00-4350-8-70008	Doris Day Animal League	500.00
00-4350-8-70500	Feral Cat Coalition of Oregon	500.00
00-4350-8-70566	Association Pro Albergue y Proteccion de Animales	5,000.00
00-4350-8-70566	Virginia Federation of Humane Societies	500.00
00-4380-0-00000	Buncombe County Friends for Animals, Inc.	1,000.00
00-4380-0-00000	Coalition for Healthy and Humane Business Practices	333.33
00-4380-0-00000	Delmarva Poultry Justice Alliance	2,500.00
00-4380-0-00000	Government Accountability Project	100.00
00-4380-0-00000	International Center of Technology Assessment	5,000.00
00-4380-0-00000	Mirinz University, New Zealand	1,963.50
00-4380-0-00000	National Campaign for Sustainable Agriculture	1,500.00
00-4380-0-00000	National Contract Growers Institute	2,500.00
00-4380-0-00000	North Country Animal League	511.27
00-4380-0-00000	Organic Farming Research Foundation	500.00
00-4380-0-00000	Poplar Spring Animal Sanctuary	3,750.00
00-4380-8-70860	Livestock Conservation Institute	1,000.00
00-4400-0-00000	Department of Animal Control, Forsyth County	50.00
00-4400-8-70029	First Strike	132.28
00-4400-8-71305	Virginia Federation of Humane Societies	500.00
00-4420-0-00000	Chimp Haven	2,500.00
00-4420-0-00000	Delta Society	7,500.00
00-4420-0-00000	Johns Hopkins Center for Alternatives to Animal Testing	5,000.00
00-4420-0-00000	Primate Rescue Center	4,000.00
00-4420-0-00000	Trustees fo Tufts University - CFA	6,500.00
00-4420-0-00000	University of California - Davis	250.00
00-4440-0-00000	Nashville Humane Association	1,000.00
00-4440-0-00000	Riverdale Farm and Home	1,500.00
00-4510-0-00000	Animal Welfare	10.00
00-4510-0-00000	Connecticut Humane Society	120.00
00-4510-0-00000	MSPCA/AHES	50.00
00-4510-0-00000	RIACOA	600.00
00-4510-0-00000	Wildlife Network	21.00

**THE HUMANE SOCIETY OF THE UNITED STATES
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#53-0225390

Part II - Line 22

Schedule "1"

00-4520-0-00000	ASACA	200.00
00-4520-0-00000	CFAWA	750.00
00-4520-0-00000	Denver Dumb Friends	255.00
00-4520-0-00000	Oklahoma Animal Control	250.00
00-4520-0-00000	Oklahoma Humane Federation	500.00
00-4520-0-00000	Texas Animal Control Association	1,500.00
00-4520-0-00000	Texas Federation for Humane Societies	318.08
00-4520-0-00000	Texas Humane Legislation Network	1,500.00
00-4520-6-00008	Oklahoma State University	5,000.00
00-4520-8-70590	Texas Federation for Humane Societies	2,542.13
00-4530-0-00000	Coalition for Healthy and Humane Business Practices	333.33
00-4540-0-00000	Cedar Bend Humane Society	500.00
00-4540-8-70580	Capital Humane Society	36.00
00-4550-0-00000	Lima-Allen County Humane Society	135.00
00-4550-0-00000	MHS Pet Education Center	200.00
00-4550-0-00000	Ohio Environmental Council	100.00
00-4550-8-70590	Wayne County Humane Society	500.00
00-4560-0-00000	Dian Fossey Gorilla	50.00
00-4560-0-00000	New York State Humane Society	100.00
00-4560-0-00000	The Raptor Trust	500.00
00-4570-0-00000	Humane Society North Pinellas	500.00
00-4580-0-00000	North Carolina Rabies Animal Control Association	500.00
00-4580-0-00000	Rutherford County Animal Control	5,000.00
00-4580-0-00000	Southern Alliance Animal Welfare	600.00
00-4580-8-70590	Hickman Humane Society	2,000.00
00-4710-0-00000	African Medical and Research Fund	200.00
00-4710-0-00000	Animal Alliance	2,500.00
00-4710-0-00000	Animal Rights International	15,000.00
00-4710-0-00000	Animals' Agenda	7,500.00
00-4710-0-00000	Association of Veterinarians for Animal Rights	250.00
00-4710-0-00000	Development Alternatives	4,000.00
00-4710-0-00000	Environmental Studies IAPM	5,000.00
00-4710-0-00000	Eurogroup for Animal Welfare	3,000.00
00-4710-0-00000	Jean-Michel Cousteau Institute	5,000.00
00-4710-0-00000	Johns Hopkins Center for Alternatives to Animal Testing	15,000.00
00-4710-0-00000	Orangutan Foundation International	5,000.00
00-4710-0-00000	Psychologists for Ethical Treatment of Animals	500.00
00-4710-0-00000	The Husavik Whale Centre	2,000.00
00-4710-0-00000	Third World Congress	10,000.00
00-4710-0-00000	W. Edward Bohrer, Jr. Memorial Character Counts	50.00
00-4710-0-00000	Wild Foundation	7,500.00
00-4710-0-00000	World Society for the Protection of Animals	10,500.00
00-4720-0-00000	Europe Conservation	8,334.00

**THE HUMANE SOCIETY OF THE UNITED STATES
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#53-0225390

Part II - Line 22

Schedule "1"

00-4720-0-00000	Genesis Program	49.00
00-4720-0-00000	Poplar Spring Animal Sanctuary	1,000.00
00-4720-0-00000	The Ark Trust, Inc.	5,000.00
00-4721-0-00000	Center for Rural Affairs	100.00
00-4721-0-00000	Community Alliance of Family Farmers	150.00
00-4721-0-00000	Community Food Security Coalition	100.00
00-4721-0-00000	Environmental Impact Organization, Inc.	50.00
00-4721-0-00000	Farm Sanctuary	2,500.00
00-4721-0-00000	Michael Fields Agriculture Institute	200.00
00-4721-0-00000	Minnesota Food Association	75.00
00-4721-0-00000	Northern Plains Sustainable	300.00
00-4721-0-00000	Politics of Food	500.00
00-4721-0-00000	Santa Fe Partners in Education	3,000.00
00-4721-0-00000	The Promised Land Network	100.00
00-4721-0-00000	World Food Day	300.00
00-4722-0-00000	Baltimore Police Department	3,000.00
00-4752-0-00000	HSI Canada	3,903.50
00-4754-0-00000	HSI Australia	80,538.24
00-4760-0-00000	International Center for Earth Concerns	73,333.34
09-4330-8-70180	Asoc Humani de Costa Rica	5,960.00
09-4330-8-70180	Fundacion Universidad Nacional	15,000.00
14-4330-6-00017	Ohio's Save the Dove Campaign	16,500.00
14-4330-6-00017	Save The Doves	50,000.00
14-4420-8-71205	University of Pennsylvania	25,000.00
14-4420-8-71206	Northeastern University	30,000.00
14-4440-6-00004	Association Pro Albergue y Proteccion de Animales	5,000.00
14-4440-6-00004	Blue Bell Foundation for Cats	3,000.00
14-4440-6-00004	Friends of the Sea Lion Marine Mammal Center	10,000.00
14-4440-6-00004	Humane Society of South Mississippi	4,000.00
14-4440-6-00004	Lawrence County Humane Society	1,000.00
14-4440-6-00004	North Country Animal Control Center	5,000.00
14-4440-6-00004	The Spencer Animal Relief Fund	1,000.00
14-4440-6-00004	Wildlife Rehabilitation and Nature Preserve	2,500.00
14-4520-6-00008	North Country Animal Control Center	5,000.00
14-4520-6-00008	SPCA of Monterey County	3,000.00
14-4520-6-00008	The Geauga Humane Society, Inc.	2,000.00
14-4520-6-00008	Wild Burro Rescue and Preservation Project	4,740.00
14-4570-8-70598	Animal Friends	2,500.00
14-4570-8-70598	Daytime Dog Fanciers	2,500.00
14-4570-8-70598	Flagler Humane Society	3,000.00
14-4570-8-70598	Halifax Humane Society	2,500.00
14-4570-8-70598	Humane Society of Central Brevard	2,500.00
14-4570-8-70598	SPCA of North Brevard	3,000.00

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#53-0225390

Part II - Line 22

Schedule "1"

14-4570-8-70598	Florida Department of Agriculture	1,800.00
81-0000-0-00000	AARK	1,798.00
81-0000-0-00000	Advocates for Animals	1,798.00
81-0000-0-00000	American Fondouk Maintenance Committee, Inc.	1,798.00
81-0000-0-00000	Assistance aux Animaux	1,798.00
81-0000-0-00000	Blue Cross of India	1,798.00
81-0000-0-00000	Brooke Hospital for Animals	1,798.00
81-0000-0-00000	County Wicklow SPCA	1,798.00
81-0000-0-00000	Dublin SPCA	1,798.00
81-0000-0-00000	Eleuthera Animal Rescue Association, Inc.	1,798.00
81-0000-0-00000	Ferne Animal Sanctuary	1,798.00
81-0000-0-00000	Friends of Dogs	1,798.00
81-0000-0-00000	Guam Animals in Need, Inc.	1,798.00
81-0000-0-00000	Hellenic Animal Welfare Society	3,596.00
81-0000-0-00000	Humane Society of Greater Dallas	1,798.00
81-0000-0-00000	Humane Society of Morgan County	1,798.00
81-0000-0-00000	Humane Society of Nacogdoches County	1,798.00
81-0000-0-00000	Lake City Animal Shelter	1,798.00
81-0000-0-00000	Ligue Francaise des Droits de l'Animal	1,798.00
81-0000-0-00000	National Council of SPCAs	1,798.00
81-0000-0-00000	National Equine Defence League	1,798.00
81-0000-0-00000	National Humane Education Society	1,798.00
81-0000-0-00000	Nordic Society Against Painful Experiments on Animals	1,798.00
81-0000-0-00000	Peace River Wildlife Center	1,798.00
81-0000-0-00000	Pelican Man's Bird Sanctuary	1,798.00
81-0000-0-00000	People's Dispensary for Sick Animals	1,798.00
81-0000-0-00000	Society for the Protection of Animals Abroad	1,798.00
81-0000-0-00000	SPCA Hong Kong	1,798.00
81-0000-0-00000	The Animals' Crusaders, Inc.	1,798.00
81-0000-0-00000	The Esther Honey Foundation	1,798.00
81-0000-0-00000	The Fur Bearers	1,798.00
81-0000-0-00000	Tierschutzverein fur Berlin und Umgebung Corp.	1,798.00
81-0000-0-00000	World Society for the Protection of Animals	20,000.00

959,487.49

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SCHEDULE "2"

Schedule A - Part III, Line 4

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.

SCHEDULE "3"

Part VI, Line 90

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 a filing requirement.

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SCHEDULE "4"

Part III(a-d) - Statement of Program Service Accomplishments

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 Prevention 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; animal 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; a pioneering effort at 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.

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SCHEDULE "4"

Part III(a-d) - Statement of Program Service Accomplishments

COMPANION ANIMALS AND ANIMAL 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 the animals who are our closest companions.

LEGAL ASSISTANCE, 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 animal programs and business matters. It also provides such assistance to other humane societies, HSUS members, and the HSUS board of directors. The HSUS's 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.

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 FOR THE YEAR ENDED DECEMBER 31, 1998

DEPRECIATION SCHEDULE

FORM 990 PART IV - 1998, LINE 57
 LAND, BUILDINGS AND EQUIPMENT

Schedule "5 "
 #53-0225390

B A S I S

<u>Description</u>	<u>Beginning of Year</u>	<u>Additions</u>	<u>Retirements</u>	<u>Transfers/ Other</u>	<u>End of Year</u>
Land	3,564,069				3,564,069
Building and improvements	7,114,358	126,721	193,210		7,047,872
Furniture and fixtures	2,821,118	693,884	280,076		3,234,923
Transportation equipment	<u>52,570</u>	<u>14,845</u>	<u>36,100</u>		<u>31,315</u>
	<u>13,552,115</u>	<u>835,450</u>	<u>509,386</u>		<u>13,878,179</u>

ACCUMULATED DEPRECIATION

<u>Description</u>	<u>Beginning of Year</u>	<u>Additions</u>	<u>Retirements</u>	<u>Transfers/ Other</u>	<u>End of Year</u>
	<u>3,622,238</u>	<u>592,906</u>	<u>249,586</u>		<u>3,965,558</u>