

Form **990**

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

2007

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2007 calendar year, or tax year beginning **JUL 1, 2007** and ending **JUN 30, 2008**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization COMPASSION INTERNATIONAL, INCORPORATED Number and street (or P.O. box if mail is not delivered to street address) Room/suite 12290 VOYAGER PARKWAY City or town, state or country, and ZIP + 4 COLORADO SPRINGS, CO 80921-3668	D Employer identification number 36-2423707 E Telephone number 719-487-7000 F Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) ▶
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• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

Hand 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 ▶ **N/A**

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

G Website: ▶ **WWW.COMPASSION.COM**

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

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

I Group Exemption Number ▶ **N/A**

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **384,618,660.**

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

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

	1	Contributions, gifts, grants, and similar amounts received:				
Revenue	a	Contributions to donor advised funds	1a			
	b	Direct public support (not included on line 1a)	1b	270,103,266.		
	c	Indirect public support (not included on line 1a)	1c	98,123,576.		
	d	Government contributions (grants) (not included on line 1a)	1d			
	e	Total (add lines 1a through 1d) (cash \$ 367,898,604. noncash \$ 328,238.)	1e	368,226,842.		
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2			
	3	Membership dues and assessments	3			
	4	Interest on savings and temporary cash investments	4	1,137,776.		
	5	Dividends and interest from securities	5	139,117.		
	Expenses	6a	Gross rents	6a		
b		Less: rental expenses	6b			
c		Net rental income or (loss). Subtract line 6b from line 6a	6c			
7		Other investment income (describe ▶)	7			
8a		Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
			14,963,188.	8a	98,403.	
			14,963,188.	8b	56,178.	
c		Gain or (loss) (attach schedule)	8c	42,225.		
d		Net gain or (loss). Combine line 8c, columns (A) and (B) STMT 1 STMT 2	8d	42,225.		
9a		Gross revenue (not including \$ of contributions reported on line 1b)	9a			
	9b					
	9c					
10a	Gross sales of inventory, less returns and allowances	10a	53,334.			
		10b	56,623.			
		10c	STMT 3	-3,289.		
11	Other revenue (from Part VII, line 103)	11				
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12	369,542,671.			
Net Assets	13	Program services (from line 44, column (B))	13	302,735,723.		
	14	Management and general (from line 44, column (C))	14	29,249,353.		
	15	Fundraising (from line 44, column (D))	15	32,292,461.		
	16	Payments to affiliates (attach schedule)	16			
	17	Total expenses. Add lines 16 and 44, column (A)	17	364,277,537.		
18	Excess or (deficit) for the year. Subtract line 17 from line 12	18	5,265,134.			
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	94,458,413.			
20	Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 4	20	-1,169,832.			
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	98,553,715.			

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.

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule) (cash \$ 0 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>			STATEMENT 5	
22b Other grants and allocations (attach schedule) (cash \$ ##### noncash \$ 0) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	236,675,689.	236,675,689.		
23 Specific assistance to individuals (attach schedule)	23			
24 Benefits paid to or for members (attach schedule)	24			
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a 602,509.	90,878.	477,552.	34,079.
25b Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b 0.	0.	0.	0.
25c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c			
26 Salaries and wages of employees not included on lines 25a, b, and c	26 38,073,837.	23,296,009.	7,025,700.	7,752,128.
27 Pension plan contributions not included on lines 25a, b, and c	27 4,120,429.	2,755,967.	633,034.	731,428.
28 Employee benefits not included on lines 25a - 27	28 7,202,015.	4,250,799.	1,591,039.	1,360,177.
29 Payroll taxes	29 3,243,364.	2,072,189.	540,913.	630,262.
30 Professional fundraising fees	30			
31 Accounting fees	31 132,605.	42,668.	89,937.	
32 Legal fees	32 211,377.	108,570.	94,733.	8,074.
33 Supplies	33 7,073,189.	4,105,181.	2,225,664.	742,344.
34 Telephone	34 1,461,382.	780,447.	238,123.	442,812.
35 Postage and shipping	35 5,522,198.	2,114,284.	1,783,905.	1,624,009.
36 Occupancy	36 6,097,626.	3,468,682.	1,578,118.	1,050,826.
37 Equipment rental and maintenance	37 1,066,250.	325,517.	708,259.	32,474.
38 Printing and publications	38 3,682,299.	1,531,449.	453,601.	1,697,249.
39 Travel	39 10,953,177.	7,178,362.	576,727.	3,198,088.
40 Conferences, conventions, and meetings	40			
41 Interest	41			
42 Depreciation, depletion, etc. (attach schedule)	42 5,811,375.	4,433,930.	1,220,563.	156,882.
43 Other expenses not covered above (itemize):	43			
a DATA PROCESSING	43a			
b SERVICES	43b 17,736,250.	6,254,317.	8,331,019.	3,150,914.
c ADVERTISING MEDIA	43c 4,488,991.	97,930.	93,559.	4,297,502.
d CONTRACT LABOR	43d 9,091,808.	3,152,855.	1,586,907.	4,352,046.
e INTERNATIONAL	43e			
f EXPANSION	43f 1,031,167.			1,031,167.
g	43g			
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44 364,277,537.	302,735,723.	29,249,353.	32,292,461.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ N/A; (ii) the amount allocated to Program services \$ N/A; (iii) the amount allocated to Management and general \$ N/A; and (iv) the amount allocated to Fundraising \$ N/A

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

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

What is the organization's primary exempt purpose? CHRISTIAN CHILD DEVELOPMENT	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
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.)	
a FUNDS RECEIVED FOR CHILD PROGRAMS ARE USED TO PROVIDE ASSISTANCE TO OVER ONE MILLION CHILDREN LOCATED IN 24 COUNTRIES. FUNDS ARE USED TO ENGAGE CHILDREN IN ACTIVITIES THAT BENEFIT THEM SPIRITUALLY, ECONOMICALLY, PHYSICALLY AND SOCIALLY.	
(Grants and allocations \$ 235,859,467.) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	167,624,669.
b FUNDS CONTRIBUTED FOR DESIGNATED PROGRAMMATIC PURPOSES, INCLUDING BIBLES, DISASTER RELIEF, SPECIFIC MEDICAL AND EDUCATIONAL NEEDS, SPIRITUAL TRAINING, DEVELOPING CHURCH PARTNERS' KNOWLEDGE AND SKILLS IN CHILD DEVELOPMENT.	
(Grants and allocations \$ 816,222.) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	71,415,104.
c FUNDS USED TO SUPPORT FIELD STAFF WHO OVERSEE USAGE OF FUNDS, DEVELOP NEW PROJECTS AND MAINTAIN RELATIONSHIPS BETWEEN COMPASSION AND CHURCH PARTNER, ASSIST IN DEVELOPING AND ENHANCING RELEVANT CHILD DEVELOPMENT PROGRAMS.	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	43,919,525.
d SPONSOR MINISTRY FUNDS USED TO GATHER AND DISSEMINATE INFORMATION TO SPONSORS CONCERNING THEIR SPONSORED CHILD, ENHANCES SPONSOR/CHILD RELATIONSHIP BY PROCESSING CORRESPONDENCE, COMMUNICATES CHALLENGES OF CHILD GROWTH IN VARIOUS ENVIRONMENTS, AND CHALLENGES ADVOCACY ON BEHALF OF CHILDREN.	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	19,776,425.
e Other program services (attach schedule) (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	302,735,723.

Part IV Balance Sheets (See the instructions.)

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

		(A) Beginning of year	(B) End of year
Assets	45 Cash - non-interest-bearing		45
	46 Savings and temporary cash investments	39,462,503.	46 47,224,169.
	47 a Accounts receivable	47a 1,296,607.	
	b Less: allowance for doubtful accounts	47b	47c 1,296,607.
	48 a Pledges receivable	48a	
	b Less: allowance for doubtful accounts	48b	48c
	49 Grants receivable		49
	50 a Receivables from current and former officers, directors, trustees, and key employees		50a
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)		50b
	51 a Other notes and loans receivable	51a 6,488,940.	
	b Less: allowance for doubtful accounts STMT 6	51b	51c 6,488,940.
	52 Inventories for sale or use	1,185,088.	52 1,162,588.
	53 Prepaid expenses and deferred charges	2,020,257.	53 2,804,125.
	54 a Investments - publicly-traded securities STMT 10 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	18,701,998.	54a 17,171,844.
	b Investments - other securities STMT 9 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	411,503.	54b 231,318.
55 a Investments - land, buildings, and equipment: basis	55a		
b Less: accumulated depreciation	55b	55c	
56 Investments - other		56	
57 a Land, buildings, and equipment: basis	57a 90,389,519.		
b Less: accumulated depreciation STMT 7	57b 24,591,411.	57c 65,798,108.	
58 Other assets, including program-related investments (describe <input type="checkbox"/>		58	
59 Total assets (must equal line 74). Add lines 45 through 58	127,819,494.	59 142,177,699.	
Liabilities	60 Accounts payable and accrued expenses	29,824,758.	60 40,549,216.
	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 <input type="checkbox"/> SEE STATEMENT 8)	3,536,323.	65 3,074,768.
66 Total liabilities. Add lines 60 through 65	33,361,081.	66 43,623,984.	
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	46,295,702.	67 49,822,162.
	68 Temporarily restricted	42,339,951.	68 42,663,043.
	69 Permanently restricted	5,822,760.	69 6,068,510.
	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		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 and column (B) must equal line 21)	94,458,413.	73 98,553,715.
	74 Total liabilities and net assets/fund balances. Add lines 66 and 73	127,819,494.	74 142,177,699.

Part VI Other Information (continued)		Yes	No
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? 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.)	X	
82b			
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
83b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible? b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
84a	N/A		
84b	N/A		
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members? b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
85a	N/A		
85b	N/A		
85c	Dues, assessments, and similar amounts from members		
85d	Section 162(e) lobbying and political expenditures		
85e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
85f	Taxable amount of lobbying and political expenditures (line 85d less 85e)		
85g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		
85h	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?		
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12 b Gross receipts, included on line 12, for public use of club facilities		
86a	N/A		
86b	N/A		
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)		
87a	N/A		
87b	N/A		
88 a	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		X
88a			
88 b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		X
88b			
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		
89a			
89b			X
89c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		
89c	0.		
89d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		
89d	0.		
89e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
89e			
89f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
89f			
89g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
89g			
90 a	List the states with which a copy of this return is filed		
90a	SEE STATEMENT 13		
90 b	Number of employees employed in the pay period that includes March 12, 2007		997
91 a	The books are in care of THE ORGANIZATION Telephone no. 719-487-7000 Located at 12290 VOYAGER PARKWAY, COLORADO SPRINGS, CO ZIP + 4 80921-3668		
91a			
91 b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country		
91b	X		
91b	SEE STATEMENT 14		
91b	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		

Part VI Other Information (continued) Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c X
 If "Yes," enter the name of the foreign country **SEE STATEMENT 15**
 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 the instructions.)

	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 _____					
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	1,137,776.	
96 Dividends and interest from securities			14	139,117.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
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	42,225.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					-3,289.
103 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))		0.		1,319,118.	-3,289.
105 Total (add line 104, columns (B), (D), and (E))					1,315,829.

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
102	SALES OF INVENTORY USED TO FURTHER THE MISSION OF COMPASSION

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

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

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

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

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

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

Yes	No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- ----- -----			
b	----- ----- -----			
c	----- ----- -----			
Totals				

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

Yes	No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- ----- -----			
b	----- ----- -----			
c	----- ----- -----			
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No

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

Please Sign Here

Signature of officer ED ANDERSON, SENIOR V.P.	Date
Type or print name and title	

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen. Inst. X)
Firm's name (or yours if self-employed), address, and ZIP + 4 CAPIN CROUSE LLP 720 EXECUTIVE PARK DRIVE GREENWOOD, IN 46143	EIN	Phone no. (317) 885-2620	

SCHEDULE A
(Form 990 or 990-EZ)

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 4947(a)(1) Nonexempt Charitable Trust

2007

Department of the Treasury
Internal Revenue Service

Supplementary Information-(See separate instructions.)
▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization COMPASSION INTERNATIONAL, INCORPORATED	Employer identification number 36 2423707
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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
MARK YEADON 12290 VOYAGER PKWY, CO SPRINGS, CO 80	SENIOR VP 40.00	144,167.	14,417.	
MARK HANLON 12290 VOYAGER PKWY, CO SPRINGS, CO 80	SENIOR VP 40.00	135,624.	13,562.	
JEFFREY WOOD 12290 VOYAGER PKWY, CO SPRINGS, CO 80	SENIOR VP 40.00	132,227.	13,223.	
JAMES FINWICK 12290 VOYAGER PKWY, CO SPRINGS, CO 80	SENIOR VP 40.00	121,098.	12,110.	
DAWN WILLIAMS 12290 VOYAGER PKWY, CO SPRINGS, CO 80	SENIOR VP 40.00	119,957.	11,996.	
Total number of other employees paid over \$50,000 ▶	237			

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

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
UNISON SYSTEM, INC 5675 DTC BLD, GREENWOOD VILLAGE, CO 80111	SOFTWARE DEVELOPMENT	1340579.
TEK SYSTEMS PO BOX 198568, ATLANTA, GA 30384	SOFTWARE DEVELOPMENT	1266505.
MODIS, INC. 540 NORTH CASCADE, COLORADO SPRINGS, CO 80903	SOFTWARE DEVELOPMENT	1234770.
COLARELLI CONSTRUCTION 111 S. TEJON, COLORADO SPRINGS, CO 80903	SITE DEVELOPMENT	910,951.
INSOLUTIONS, INC. 12295 ORACLE BLVD, COLORADO SPRINGS, CO 80921	SOFTWARE DEVELOPMENT	831,914.
Total number of others receiving over \$50,000 for professional services ▶	36	

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
WILLOW CREEK ASSOCIATION PO BOX 3188, SOUTH BARRINGTON, IL 60011	EVENT SUPPORT	510,000.
SHARE MEDIA SERVICES PO BOX 46695, EDEN PRAIRIE, MN 55344	EVENT SUPPORT	255,620.
JEREMY CAMP, LLC 2021 21ST AVE, NASHVILLE, TN 37212	EVENT SUPPORT	239,605.
JOURNEY MUSIC MINISTRIES 1221 LAKE HERRITAGE WAY #302, KNOXVILLE, TN 37922	EVENT SUPPORT	190,962.
STUDENT LIFE PO BOX 36040, BIRMINGHAM, AL 35236	EVENT SUPPORT	190,000.
Total number of other contractors receiving over \$50,000 for other services ▶	19	

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 ► \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		X
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-A, FORM 990	2d	X
e	Transfer of any part of its income or assets?	2e	X
3 a	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) SEE STATEMENT 16	3a	X
b	Did the organization have a section 403(b) annuity plan for its employees?	3b	X
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement	3c	X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	3d	X
4 a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g	4a	X
b	Did the organization make any taxable distributions under section 4966?	4b	N/A
c	Did the organization make a distribution to a donor, donor advisor, or related person?	4c	N/A
d	Enter the total number of donor advised funds owned at the end of the tax year		0
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year		0.
f	Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts		0.
g	Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year		0.

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). **Enter the hospital's name, city, and state** ▶ _____
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: (1) **more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) **no more than 33 1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

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

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) **Use cash method of accounting.**

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	311334770.	256721703.	215846098.	173681409.	957,583,980.
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	18,101.				18,101.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	1,069,893.	847,502.	770,651.	250,205.	2,938,251.
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					
23 Total of lines 15 through 22	312422764.	257569205.	216616749.	173931614.	960,540,332.
24 Line 23 minus line 17	312404663.	257569205.	216616749.	173931614.	960,522,231.
25 Enter 1% of line 23	3,124,228.	2,575,692.	2,166,167.	1,739,316.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a N/A
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b N/A
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					26d N/A
e Public support (line 26c minus line 26d total)					26e N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f N/A %
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: (2006) 68,408. (2005) 42,321. (2004) 39,285. (2003) 0.					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) 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: (2006) 0. (2005) 0. (2004) 0. (2003) 0.					
c Add: Amounts from column (e) for lines: 15 957,583,980. 16 _____ 17 18,101. 20 _____ 21 _____					27c 957,602,081.
d Add: Line 27a total 150,014. and line 27b total 0.					27d 150,014.
e Public support (line 27c total minus line 27d total)					27e 957,452,067.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)	▶ 27f 960,540,332.				
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 99.6785%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h .3059%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

Part V Private School Questionnaire (See page 9 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?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.) _____ _____ _____		
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d	Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) _____ _____	32d	
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 11 of the instructions.) **N/A**
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

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

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

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

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount					0.
46 Lobbying ceiling amount (150% of line 45(e))					0.
47 Total lobbying expenditures					0.
48 Grassroots nontaxable amount					0.
49 Grassroots ceiling amount (150% of line 48(e))					0.
50 Grassroots lobbying expenditures					0.

Part VI-B Lobbying Activity by Nonelecting Public Charities (For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.) **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.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2007

Name of organization

Employer identification number

COMPASSION INTERNATIONAL, INCORPORATED

36-2423707

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

General Rule-

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

Special Rules-

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

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

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

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

Name of organization

Employer identification number

COMPASSION INTERNATIONAL, INCORPORATED

36-2423707

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	_____	\$ <u>27,603,063.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	_____	\$ <u>20,919,452.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>3</u>	_____	\$ <u>18,957,784.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>4</u>	_____	\$ <u>8,973,702.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>5</u>	_____	\$ <u>7,631,626.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

2007 DEPRECIATION AND AMORTIZATION REPORT

FORM 990 PAGE 2

990

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	LAND	VARIOUS	L				7,189,084.				7,189,084.			0.	
2	BUILDING AND BUILDING IMPROVEMENTS	VARIOUS	SL	40.00			51873741.				51873741.	5,500,936.		2,015,135.	8,516,071.
3	FURNITURE AND EQUIPMENT	VARIOUS	SL	10.00			22904251.				22904251.	10390264.		3,285,405.	13675669.
4	VEHICLES	VARIOUS	SL	5.00			3,523,618.				3,523,618.	1,888,836.		510,835.	2,399,671.
5	CONSTRUCTION IN PROGRESS	VARIOUS	L				1,901,724.				1,901,724.			0.	
6	ASSETS IN PROGRESS	VARIOUS	L				2,997,101.				2,997,101.			0.	
	* TOTAL 990 PAGE 2 DEPR						90389519.				90389519.	18780036.		5,811,375.	24591411.

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 1

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
SALE OF VARIOUS INVESTMENTS	14,963,188.	14,963,188.	0.	0.
TO FORM 990, PART I, LINE 8	14,963,188.	14,963,188.	0.	0.

FORM 990 GAIN (LOSS) FROM SALE OF OTHER ASSETS STATEMENT 2

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED			
SALE OF FIXED ASSETS	09/01/98	06/30/08	PURCHASED			
NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	DEPREC	NET GAIN OR (LOSS)	
OPEN SALE	98,403.	56,178.	0.	0.	42,225.	
TO FM 990, PART I, LN 8	98,403.	56,178.	0.	0.	42,225.	

FORM 990 INCOME AND COST OF GOODS SOLD STATEMENT 3
INCLUDED ON PART I, LINE 10

INCOME		
1. GROSS RECEIPTS	53,334	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		53,334
4. COST OF GOODS SOLD (LINE 13)	56,623	
5. GROSS PROFIT (LINE 3 LESS LINE 4)		-3,289
COST OF GOODS SOLD		
6. INVENTORY AT BEGINNING OF YEAR		
7. MERCHANDISE PURCHASED	56,623	
8. COST OF LABOR		
9. MATERIALS AND SUPPLIES		
10. OTHER COSTS		
11. ADD LINES 6 THROUGH 10		56,623
12. INVENTORY AT END OF YEAR		
13. COST OF GOODS SOLD (LINE 11 LESS LINE 12).		56,623

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 4

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	-929,908.
CHANGE IN VALUE OF SPLIT-INTEREST TRUSTS	-239,924.
TOTAL TO FORM 990, PART I, LINE 20	<u>-1,169,832.</u>

FORM 990 CASH GRANTS AND ALLOCATIONS
TO OTHERS STATEMENT 5

CLASS OF ACTIVITY/DONEE'S NAME AND ADDRESS	AMOUNT
CHILD SPONSORSHIP COMPASSION ETHIOPIA PO BOX 7736 ADDIS ABABA, ETHIOPIA	17,838,342.
CHILD SPONSORSHIP COMPASSION KENYA PO BOX 55379-00200 NAIROBI, KENYA	15,575,135.
CHILD SPONSORSHIP COMPASSION RWANDA B.P. 1200 KIGALI, RWANDA	10,555,647.
CHILD SPONSORSHIP COMPASSION TANZANIA PO BOX 3064 ARUSHA, TANZANIA	11,093,485.
CHILD SPONSORSHIP COMPASSION UGANDA PO BOX 8936 KAMPALA, UGANDA	16,256,472.
CHILD SPONSORSHIP COMPASSION BURKINA FASO 11 B.P. 499 CMS OUAGADOUGOU 11, BURKINA FASO	3,450,403.

CHILD SPONSORSHIP COMPASSION GHANA HSE NR 3 DR ISERT ST N RIDGE ACCRA, GHANA	2,751,627.
CHILD SPONSORSHIP COMPASSION INDONESIA JL CIPAGANTI 140 BANDUNG, 40131, INDONESIA	13,038,939.
CHILD SPONSORSHIP COMPASSION PHILIPPINES PO BOX AC192 CUBAO, QUEZON CITY 3008 METRO MANILA, PHILIPPINES	10,940,376.
CHILD SPONSORSHIP COMPASSION THAILAND 57/7 THUNG HOTEL RD, SOI3 WATKAT A MUANG CHIAMA, 50000, THAILAND	6,585,792.
CHILD SPONSORSHIP COMPASSION BANGLADESH FLAT NO. 101, 10 PARK ROAD BARIDHARA, GULSHAN, BANGLADESH, DHAKA 1212	3,224,765.
CHILD SPONSORSHIP COMPASSION SOUTH INDIA #128, BRIELIN ROAD PURASAWALKAM, CHENNAI, INDIA, 600010	20,854,442.
CHILD SPONSORSHIP COMPASSION DOMINICAN REPUBLIC CALLE ING. DAVID MASALLE #38, URBANIZACION FERNANDEZ SANTO DOMINGO, DOMINICAN REPUBLIC	9,279,913.
CHILD SPONSORSHIP COMPASSION EL SALVADOR AVENIDA SIERRA NEVADA, #38 COL MIRAMONTE SAN SALVADOR, EL SALVADOR	6,739,047.
CHILD SPONSORSHIP COMPASSION GUATEMALA 6A AVENIDA 11-08, ZONA 9 EDIFICIA TIVOLI 4TO NIVEL GUATEMALA CITY, GUATEMALA, 01009	7,314,694.
CHILD SPONSORSHIP COMPASSION HAITI 438 DELMAS PORT-AU-PRINCE, HAITI	14,355,274.

CHILD SPONSORSHIP COMPASSION HONDURAS CENTOR COMERICAL GALERIAS COL PALMIRA, CALLE MAIPU, BLVD MORAZAN ANTIGUO TEGUCIGALPA, HONDURAS	7,616,702.
CHILD SPONSORSHIP COMPASSION MEXICO AV CUAUHEMOC #98 COLONIA DOCTORES DELEGACION CUAUHEMCO MEXICO D.F., MEXICO, 06720	3,813,140.
CHILD SPONSORSHIP COMPASSION NICARAGUA KILOMETRO 4 1/2 CARRETERA MASAYA DE LA TEXACO 75 VARAS ABAIO MANAGUA, NICARAGUA	4,584,517.
CHILD SPONSORSHIP COMPASSION BOLIVIA EDIFICO LOS TIEMPOS TORRE 1 PISO 7 PLAZA QUINTANILL ZONA MUVURINA SOUTH AMERICA, BOLIVIA	10,485,614.
CHILD SPONSORSHIP COMPASSION BRAZIL RUA BARAO DE JAGUARA 1481-6 ANDAR-CENTRO 13.015-910 CAMPINAS, SP, BRAZIL	8,456,108.
CHILD SPONSORSHIP COMPASSION COLOMBIA PO BOX 050575 BOGOTA 2, COLOMBIA	9,439,312.
CHILD SPONSORSHIP COMPASSION ECUADOR CASILLA 1717005 C.C.N.U. QUITO, ECUADOR	10,778,447.
CHILD SPONSORSHIP COMPASSION PERU HORACIO CACHAY DIAZ 135-137 URB SANTA CATALINA LA VICTORIA LIMA 13, PERU	10,844,241.
CHURCH DEVELOPMENT GOSPEL OF GLORY PO BOX 62537 COLORADO SPRINGS, CO 80921	12,500.
CHILDREN PROGRAM NETWORKING THE MICAH NETWORK PO BOX 731 SURREY, GU214XW, UNITED KINGDOM	50,000.

CHILD DEVELOPMENT MALAYSIA BAPTIST THEOLOGICAL FOUNDATION 40 A-D-MK 17 BATU FERRINGHI 11100 PENANG, MALAYSIA	40,050.
CHILD SURVIVAL PROGRAM CARNET NEPAL GPO BOX 8975 EPC #2165 KATHMANDU, NEPAL	32,564.
CHILD DEVELOPMENT FRATERNIDAD THEOLOGICAL LATINOMERICANA MIGUEL CLARO 614 PROVIDENCIA SANTIAGO, CHILE	11,000.
CHILD DEVELOPMENT RED VIVA PO BOX 544-2050 SAN JOSE, COSTA RICA	22,000.
CHILD DEVELOPMENT VIVA ASIS 23-2 JALAN 8/146 57000 KUALA LUMPUR, MALAYSIA	16,051.
CHILD DEVELOPMENT CARIBBEAN GRADUATE SCHOOL OF THEOLOGY PO BOX 121 KINGSTON, JAMAICA	18,000.
CHILD DEVELOPMENT GLOBAL RESOURCE SERVICES 2870 PEACHTREE ROAD, #229 ATLANTA, GA 30305	25,000.
CHILD DEVELOPMENT MONGOLIAN EVANGELICAL ALLIANCE BAYANZURH DISTRICT, LHAGVASUREN ST ULAANBAATAR CITY, MONGOLIA	63,500.
CHILD DEVELOPMENT CASA DE ORACION CRISTIANA BELLAVISTA CALLE 43E #4-54 REPUBLIC DE PANAMA, PANAMA	8,000.
CHILD DEVELOPMENT LANKA BIBLE COLLEGE PO BOX 2 CHRISTOPHER RD. PERADENIYA, SRI LANKA	14,690.

CHILD DEVELOPMENT COMPASSION TOGO 05 B.P. 387 QTDZIDZ OLE SUR LA RUE LOME, TOGO	7,790.
CHILD DEVELOPMENT CHILD THEOLOGY MOVEMENT 10 CRESCENT ROAD LONDON, E181JB, UNITED KINGDOM	4,286.
CHILD DEVELOPMENT VIVA NETWORK USA 7912 FAIRVIEW ROAD BOULDER, CO 80303	103,324.
CHILD DEVELOPMENT FULLER THEOLOGICAL SEMINARY 135 N. OAKLAND AVE. PASADENA, CA 91182	45,000.
CHILD DEVELOPMENT WILLOWCREEK PO BOX 3188 SOUTH BARRINGTON, IL 60011	25,000.
CHILD DEVELOPMENT KAIROS FOUNDATION 1508 COLEMAN ROAD KNOXVILLE, TN 37909	17,000.
CHILD DEVELOPMENT WORLD EVANGELICAL ALLIANCE 644 STRANDER BLVD #154 SEATTLE, WA 98188	37,500.
CHILD DEVELOPMENT OPPORTUNITY INTERNATIONAL 2122 YORK ROAD OAK BROOK, IL 60524	250,000.

TOTAL INCLUDED ON FORM 990, PART II, LINE 22B

236,675,689.

FORM 990 OTHER NOTES AND LOANS RECEIVABLE STATEMENT 6

DESCRIPTION	DOUBTFUL ACCT ALLOWANCE	BALANCE DUE
AFFILIATE ORGANIZATIONS	0.	6,488,940.
TOTALS INCLUDED ON FORM 990, PART IV, LINE 51	0.	6,488,940.

FORM 990 DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	7,189,084.	0.	7,189,084.
BUILDING AND BUILDING IMPROVEMENTS	51,873,741.	8,516,071.	43,357,670.
FURNITURE AND EQUIPMENT	22,904,251.	13,675,669.	9,228,582.
VEHICLES	3,523,618.	2,399,671.	1,123,947.
CONSTRUCTION IN PROGRESS	1,901,724.	0.	1,901,724.
ASSETS IN PROGRESS	2,997,101.	0.	2,997,101.
TOTAL TO FORM 990, PART IV, LN 57	90,389,519.	24,591,411.	65,798,108.

FORM 990 OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
TRUST OBLIGATIONS	1,669,981.	1,354,919.
GIFT ANNUITY PAYABLE	516,402.	460,335.
REVOCABLE TRUST AGREEMENTS	1,030,753.	964,779.
LONG TERM CUSTODIAL FUNDS HELD	319,187.	294,735.
TOTAL TO FORM 990, PART IV, LINE 65	3,536,323.	3,074,768.

FORM 990 OTHER SECURITIES STATEMENT 9

SECURITY DESCRIPTION	COST/FMV	OTHER SECURITIES
OTHER INVESTMENTS	FMV	231,318.
TO FORM 990, LINE 54B, COL B		231,318.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 10

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
CORPORATE STOCKS	FMV	8,301,865.			8,301,865.
MUTUAL FUNDS	FMV	3,273,756.			3,273,756.
CORPORATE BONDS AND GOVERNMENT OBLIGATIONS	FMV		5,596,223.		5,596,223.
TO FORM 990, LINE 54A, COL B		11,575,621.	5,596,223.		17,171,844.

FORM 990 OTHER REVENUE NOT INCLUDED ON FORM 990 STATEMENT 11

DESCRIPTION	AMOUNT
CHANGE IN VALUE OF SPLIT-INTEREST AGREEMENTS	-239,924.
TOTAL TO FORM 990, PART IV-A	-239,924.

FORM 990 PART V-A - LIST OF CURRENT OFFICERS, DIRECTORS, STATEMENT 12
 TRUSTEES AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WESLEY STAFFORD 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	PRESIDENT 40.00	206,673.	20,521.	0.
EDWARD ANDERSON 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	VP/CFO 40.00	172,145.	17,215.	0.
DAVID DAHLIN 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	VP/COO 40.00	169,050.	16,905.	0.
RONALD A. LEHMANN 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	CHAIRMAN 1.00	0.	0.	0.
JULIE A. WELLER 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	SECRETARY 1.00	0.	0.	0.
FRANCISCO J. BATRES 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	GENERAL DIRECTOR 1.00	0.	0.	0.
JUDY B. GOLZ 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	GENERAL DIRECTOR 1.00	0.	0.	0.
ROBERT L. HAWKINS 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	GENERAL DIRECTOR 1.00	0.	0.	0.
THOMAS M. SHEW 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	GENERAL DIRECTOR 1.00	0.	0.	0.
KAREN K. WESOLOWSKI 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	GENERAL DIRECTOR 1.00	0.	0.	0.
TERRY MCBRIDE 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	LIMITED DIRECTOR 1.00	0.	0.	0.

FORM 990	NAME OF FOREIGN COUNTRY IN WHICH ORGANIZATION HAS AN OFFICE	STATEMENT 15
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NAME OF COUNTRY

KENYA
 BURKINA FASO
 ETHIOPIA
 GHANA
 RWANDA
 TANZANIA
 UGANDA
 BANGLADESH
 INDIA
 INDONESIA
 PHILIPPINES
 THAILAND
 DOMINICAN REPUBLIC
 EL SALVADOR
 GUATEMALA
 HAITI
 HONDURAS
 MEXICO
 NICARAGUA
 BOLIVIA
 BRAZIL
 COLOMBIA
 ECUADOR
 PERU
 HONG KONG
 TOGO

SCHEDULE A	EXPLANATION OF QUALIFICATIONS TO RECEIVE PAYMENTS	STATEMENT 16
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PART III, LINE 3A

SCHOLARSHIPS ARE PROVIDED TO INDIVIDUALS IN COMPASSION'S LEADERSHIP DEVELOPMENT PROGRAM (LDP). THROUGH THE PROVISION OF LDP, CHRISTIAN YOUNG PEOPLE WILL HAVE THE OPPORTUNITY TO GET AN UNDERGRADUATE DEGREE AND DEVELOP AND ENHANCE CHRISTIAN LEADERSHIP SKILLS AND ABILITIES, ALL WHILE PROMOTING AND MODELING WORLD CITIZENSHIP. REQUIREMENTS TO GET INTO THE PROGRAM: DEMONSTRATE STRONG CHRISTIAN CHARACTER; CONTRIBUTE SIGNIFICANTLY IN SECONDARY SCHOOL, PROJECT AND COMMUNITY; MAINTAIN OUTSTANDING ACADEMIC PERFORMANCE, ALONG WITH EXTRACURRICULAR ACTIVITIES; BE ENDORSED BY BOTH SCHOOL AND CHURCH; CONTRIBUTE TO SCHOOL AND COMMUNITY NEEDS; GRADUATE FROM SECONDARY SCHOOL; GRADUATE FROM COMPASSION'S SPONSORSHIP PROGRAM; LIVING IN EXTREME POVERTY IN A THIRD WORLD COUNTRY.