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)

A For the 2003 calendar year, or tax year beginning 7/01, 2003, and ending 6/30, 2004

D Employer Identification Number 95-3608292
E Telephone number

G Web site: N/A

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

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

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 = 1,286,445.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Instructions)

<table>
<thead>
<tr>
<th></th>
<th>Revenue</th>
<th>Expenses</th>
<th>Changes in Net Assets or Fund Balances</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Contributions, gifts, grants, and similar amounts received:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Direct public support</td>
<td>392,500</td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Indirect public support</td>
<td>1,286,445</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Government contributions (grants)</td>
<td>601,667</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Total (add lines 1a through 1c)</td>
<td>994,187</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Program service revenue including government fees and contracts (from Part VII, line 93)</td>
<td>24,798</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Membership dues and assessments</td>
<td>28,657</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Interest on savings and temporary cash investments</td>
<td>5</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Dividends and interest from securities</td>
<td>218,587</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Gross rents</td>
<td>218,587</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Other investment income</td>
<td>218,587</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Gross amount from sales of assets other than inventory</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Less: cost or other basis and sales expenses</td>
<td>5</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Gain or (loss) (attach schedule)</td>
<td>8c</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Net gain or (loss) (combine line 8c, columns (A) and (B))</td>
<td>8d</td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Special events and activities (attach schedule). If any amount is from gaming, check here ☐</td>
<td>9</td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Gross revenue (not including $ of contributions reported on line 1a)</td>
<td>9a</td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Less: direct expenses other than fundraising expenses</td>
<td>9b</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Net income or (loss) from special events (subtract line 9b from line 9a)</td>
<td>9c</td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Gross sales of inventory, less returns and allowances</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Less: cost of goods sold</td>
<td>10b</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)</td>
<td>10c</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Other revenue (from Part VII, line 103)</td>
<td>20,216</td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)</td>
<td>1,286,445</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Program services (from line 44, column (B))</td>
<td>946,108</td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Management and general (from line 44, column (C))</td>
<td>467,097</td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Fundraising (from line 44, column (D))</td>
<td>48,456</td>
<td></td>
</tr>
<tr>
<td>16</td>
<td>Payments to affiliates (attach schedule)</td>
<td>1,461,661</td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Total expenses (add lines 16 and 44, column (A))</td>
<td>1,461,661</td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Excess or (deficit) for the year (subtract line 17 from line 12)</td>
<td>-175,216</td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Net assets or fund balances at beginning of year (from line 73, column (A))</td>
<td>2,248,427</td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Other changes in net assets or fund balances (attach explanation)</td>
<td>20</td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Net assets or fund balances at end of year (combine lines 18, 19, and 20)</td>
<td>2,073,211</td>
<td></td>
</tr>
</tbody>
</table>

BAA For Paperwork Reduction Act Notice, see the separate instructions.
### 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.

<table>
<thead>
<tr>
<th>Item</th>
<th>(A) Total</th>
<th>(B) Program services</th>
<th>(C) Management and general</th>
<th>(D) Fundraising</th>
</tr>
</thead>
<tbody>
<tr>
<td>22 Grants and allocations (att sch)</td>
<td>376,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>23 Specific assistance to individuals (att sch)</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>24 Benefits paid to or for members (att sch)</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>25 Compensation of officers, directors, etc.</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>26 Other salaries and wages</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>27 Pension plan contributions</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>28 Other employee benefits</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>29 Payroll taxes</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>30 Professional fundraising fees</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>31 Accounting fees</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>32 Legal fees</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>33 Supplies</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>34 Telephone</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>35 Postage and shipping</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>36 Occupancy</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>37 Equipment rental and maintenance</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>38 Printing and publications</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>39 Travel</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>40 Conferences, conventions, and meetings</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>41 Interest</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>42 Depreciation, depletion, etc (attach schedule)</td>
<td>272,592</td>
<td>136,296</td>
<td>125,392</td>
<td>10,904</td>
</tr>
<tr>
<td>43 Other expenses not covered above (items)</td>
<td>367,862</td>
<td>263,804</td>
<td>94,215</td>
<td>18,843</td>
</tr>
<tr>
<td>a) PROFESSIONAL FEES</td>
<td>294,081</td>
<td>294,081</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b) PROGRAM EXPENSES</td>
<td>294,081</td>
<td>294,081</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c)活動品</td>
<td>294,081</td>
<td>294,081</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d)活動品</td>
<td>294,081</td>
<td>294,081</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e)活動品</td>
<td>294,081</td>
<td>294,081</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

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

If "Yes," enter (i) the aggregate amount of these joint costs $; (ii) the amount allocated to Program services $; (iii) the amount allocated to Management and general $; and (iv) the amount allocated to Fundraising $.

### Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose? [ ] SEE STATEMENT 1

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) & (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants & allocations to others.)

a) SEE STATEMENT 2

b) Grants and allocations $ 946,108.

c) Grants and allocations $

d) Grants and allocations $

e) Other program services

f) Total of Program Service Expenses (should equal line 44, column (B), Program services) $ 946,108.
### Form 990 (2003) NAUTILUS OF AMERICA, INC

#### Balance Sheets (See Instructions)

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

<table>
<thead>
<tr>
<th>A</th>
<th>B</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Beginning of year</strong></td>
<td><strong>End of year</strong></td>
</tr>
<tr>
<td>45 Cash - non-interest-bearing</td>
<td>45 1,617,498.</td>
</tr>
<tr>
<td>46 Savings and temporary cash investments</td>
<td>46 1,622,082.</td>
</tr>
<tr>
<td>47a Accounts receivable</td>
<td>1,617,498.</td>
</tr>
<tr>
<td>47b Less: allowance for doubtful accounts</td>
<td>47c</td>
</tr>
<tr>
<td>48a Pledges receivable</td>
<td>48 1,622,082.</td>
</tr>
<tr>
<td>48b Less: allowance for doubtful accounts</td>
<td>48c</td>
</tr>
<tr>
<td>49 Grants receivable</td>
<td>274,940.</td>
</tr>
<tr>
<td>50 Receivables from officers, directors, trustees, and key employees (attach schedule)</td>
<td></td>
</tr>
<tr>
<td>51a Other notes &amp; loans receivable (attach schedule)</td>
<td>51a</td>
</tr>
<tr>
<td>51b Less: allowance for doubtful accounts</td>
<td>51c</td>
</tr>
<tr>
<td>52 Inventories for sale or use</td>
<td>52</td>
</tr>
<tr>
<td>53 Prepaid expenses and deferred charges</td>
<td>53</td>
</tr>
<tr>
<td>54 Investments - securities (attach schedule)</td>
<td>54</td>
</tr>
<tr>
<td>55a Investments - land, buildings, &amp; equipment: basis</td>
<td>55a</td>
</tr>
<tr>
<td>55b Less: accumulated depreciation (attach schedule)</td>
<td>55c</td>
</tr>
<tr>
<td>56 Investments - other (attach schedule)</td>
<td>56</td>
</tr>
<tr>
<td>57a Land, buildings, and equipment: basis</td>
<td>57a 640,803.</td>
</tr>
<tr>
<td>57b Less: accumulated depreciation (attach schedule)</td>
<td>57b 627,612.</td>
</tr>
<tr>
<td>58 Other assets (describe</td>
<td></td>
</tr>
<tr>
<td>59 Total assets (add lines 43 through 58) (must equal line 74)</td>
<td>59 2,305,685.</td>
</tr>
<tr>
<td>60 Accounts payable and accrued expenses</td>
<td>60 57,258.</td>
</tr>
<tr>
<td>61 Grants payable</td>
<td>61</td>
</tr>
<tr>
<td>62 Deferred revenue</td>
<td>62</td>
</tr>
<tr>
<td>63 Loans from officers, directors, trustees, and key employees (attach schedule)</td>
<td>63</td>
</tr>
<tr>
<td>64a Tax-exempt bond liabilities (attach schedule)</td>
<td>64a</td>
</tr>
<tr>
<td>64b Mortgages and other notes payable (attach schedule)</td>
<td>64b</td>
</tr>
<tr>
<td>65 Other liabilities (describe</td>
<td>65</td>
</tr>
<tr>
<td>66 Total liabilities (add lines 60 through 65)</td>
<td>66 57,258.</td>
</tr>
</tbody>
</table>

**Organizations that follow SFAS 117, check here □ and complete lines 67 through 69 and lines 73 and 74.**

<table>
<thead>
<tr>
<th>A</th>
<th>B</th>
</tr>
</thead>
<tbody>
<tr>
<td>67 Unrestricted</td>
<td>67 1,656,297.</td>
</tr>
<tr>
<td>68 Temporarily restricted</td>
<td>68 1,735,939.</td>
</tr>
<tr>
<td>69 Permanently restricted</td>
<td>69 592,130.</td>
</tr>
</tbody>
</table>

**Organizations that do not follow SFAS 117, check here □ and complete lines 70 through 74.**

<table>
<thead>
<tr>
<th>A</th>
<th>B</th>
</tr>
</thead>
<tbody>
<tr>
<td>70 Capital stock, trust principal, or current funds</td>
<td>70</td>
</tr>
<tr>
<td>71 Paid-in or capital surplus, or land, building, and equipment fund</td>
<td>71</td>
</tr>
<tr>
<td>72 Retained earnings, endowment, accumulated income, or other funds</td>
<td>72</td>
</tr>
<tr>
<td>73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)</td>
<td>73 2,248,427.</td>
</tr>
<tr>
<td>74 Total liabilities and net assets/fund balances (add lines 66 and 73)</td>
<td>74 2,305,685.</td>
</tr>
</tbody>
</table>

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.

BAA
Form 990 (2003) NAUTILUS OF AMERICA, INC

Part IV-A: Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See instructions.)

<table>
<thead>
<tr>
<th>Revenue</th>
<th>Expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total revenue, gains, and other support per audited financial statements</td>
<td>N/A</td>
</tr>
<tr>
<td>Amounts included on line a but not on line 12, Form 990:</td>
<td></td>
</tr>
<tr>
<td>(1) Net unrealized gains on investments</td>
<td>$</td>
</tr>
<tr>
<td>(2) Donated services and use of facilities</td>
<td>$</td>
</tr>
<tr>
<td>(3) Recoveries of prior year grants</td>
<td>$</td>
</tr>
<tr>
<td>(4) Other (specify):</td>
<td>$</td>
</tr>
</tbody>
</table>

Add amounts on lines (1) through (4) |  |

Line a minus line b |  |

Amounts included on line 12, Form 990 but not on line a:

<table>
<thead>
<tr>
<th>Revenue</th>
<th>Expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment expenses not included on line 6b, Form 990</td>
<td>$</td>
</tr>
<tr>
<td>Other (specify):</td>
<td>$</td>
</tr>
</tbody>
</table>

Add amounts on lines (1) and (2) |  |

e Total revenue per line 12, Form 990 (line c plus line d) |  |

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

<table>
<thead>
<tr>
<th>Expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total expenses and losses per audited financial statements</td>
</tr>
<tr>
<td>Amounts included on line a but not on line 17, Form 990:</td>
</tr>
<tr>
<td>(1) Donated services and use of facilities</td>
</tr>
<tr>
<td>(2) Prior year adjustments reported on line 20, Form 990</td>
</tr>
<tr>
<td>(3) Losses reported on line 20, Form 990</td>
</tr>
<tr>
<td>(4) Other (specify):</td>
</tr>
</tbody>
</table>

Add amounts on lines (1) through (4) |  |

Line a minus line b |  |

Amounts included on line 17, Form 990 but not on line a:

<table>
<thead>
<tr>
<th>Expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment expenses not included on line 6b, Form 990</td>
</tr>
<tr>
<td>Other (specify):</td>
</tr>
</tbody>
</table>

Add amounts on lines (1) and (2) |  |

e Total expenses per line 17, Form 990 (line e plus line d) |  |

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

<table>
<thead>
<tr>
<th>Name and address</th>
<th>Title and average hours per week devoted to position</th>
<th>Compensation (if not paid, enter 0)</th>
<th>Contributions to employee benefit plans and deferred compensation</th>
<th>Expense account and other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>KRISTIN BURGESS</td>
<td>TREASURER</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>125 UNIVERSITY AVE</td>
<td>AS NEEDED</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>BERKELEY, CA 94710</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>TOM MILLER</td>
<td>MEMBER</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>125 UNIVERSITY AVE</td>
<td>AS NEEDED</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>BERKELEY, CA 94710</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>PETER HAYES</td>
<td>EXECUTIVE DIRECT</td>
<td>272,593.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>125 UNIVERSITY AVENUE</td>
<td>AS NEEDED</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>BERKELEY, CA 94710</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>OVE M. WITTSTOCK</td>
<td>MEMBER</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>125 UNIVERSITY AVE</td>
<td>AS NEEDED</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>BERKELEY, CA 94710</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

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

If 'Yes,' attach schedule — see instructions.
### Form 990 (2003) | NAUTILUS OF AMERICA, INC | 95-3608292

#### Part VI: Other Information (See Instructions.)

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>76</td>
<td>Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity.</td>
<td>X</td>
</tr>
<tr>
<td>77</td>
<td>Were any changes made in the organizing or governing documents but not reported to the IRS?</td>
<td>X</td>
</tr>
<tr>
<td>78a</td>
<td>Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?</td>
<td>X</td>
</tr>
<tr>
<td>78b</td>
<td>If 'Yes,' has it filed a tax return on Form 990-T for this year?</td>
<td>N/A</td>
</tr>
<tr>
<td>79</td>
<td>Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement.</td>
<td>X</td>
</tr>
<tr>
<td>80a</td>
<td>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?</td>
<td>X</td>
</tr>
<tr>
<td>81a</td>
<td>Enter direct and indirect political expenditures. See line 81 instructions.</td>
<td>0</td>
</tr>
<tr>
<td>81b</td>
<td>Did the organization file Form 1120-POL for this year?</td>
<td>X</td>
</tr>
<tr>
<td>82a</td>
<td>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?</td>
<td>X</td>
</tr>
<tr>
<td>83a</td>
<td>Did the organization comply with the public inspection requirements for returns and exemption applications?</td>
<td>X</td>
</tr>
<tr>
<td>84a</td>
<td>Did the organization solicit any contributions or gifts that were not tax deductible?</td>
<td>X</td>
</tr>
<tr>
<td>85</td>
<td>501(c)(4), (5), or (6) organizations. a Were substantially all dues non deductible by members?</td>
<td>N/A</td>
</tr>
<tr>
<td>85b</td>
<td>If 'Yes,' did the organization make only in-house lobbying expenditures of $2,000 or less?</td>
<td>N/A</td>
</tr>
<tr>
<td>86a</td>
<td>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?</td>
<td>N/A</td>
</tr>
<tr>
<td>86b</td>
<td>b If 'Yes,' enter the name of the organization and check whether it is exempt or nonexempt.</td>
<td></td>
</tr>
<tr>
<td>87a</td>
<td>Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?</td>
<td>X</td>
</tr>
<tr>
<td>87b</td>
<td>If 'Yes,' has it filed a tax return on Form 990-T for this year?</td>
<td></td>
</tr>
<tr>
<td>88a</td>
<td>Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity.</td>
<td>X</td>
</tr>
<tr>
<td>88b</td>
<td>Were any changes made in the organizing or governing documents but not reported to the IRS?</td>
<td>X</td>
</tr>
<tr>
<td>89a</td>
<td>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?</td>
<td>X</td>
</tr>
<tr>
<td>89b</td>
<td>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.</td>
<td></td>
</tr>
<tr>
<td>90a</td>
<td>List the states with which a copy of this return is filed.</td>
<td>CALIFORNIA</td>
</tr>
<tr>
<td>91</td>
<td>The books are in care of</td>
<td>SCOTT BRUCE</td>
</tr>
<tr>
<td>92</td>
<td>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.</td>
<td>92</td>
</tr>
</tbody>
</table>

---

**Form 990 (2003)**

**TEEA0103L 1223303**
**Part VII: Analysis of Income-Producing Activities (See instructions.)**

Note: Enter gross amounts unless otherwise indicated.

<table>
<thead>
<tr>
<th>93 Program service revenue:</th>
<th>Unrelated business income</th>
<th>Excluded by section 512, 513, or 514</th>
<th>Related or exempt function income</th>
</tr>
</thead>
<tbody>
<tr>
<td>a PROGRAM FEES</td>
<td>(A) Business code</td>
<td>(B) Amount</td>
<td>(C) Exclusion code</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f Medicare/Medicaid payments</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Fees &amp; contracts from government agencies</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>94 Membership dues and assessments</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>95 Interest on savings &amp; temporary cash infinits</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>96 Dividends &amp; interest from securities</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>97 Net rental income or (loss) from real estate:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a debt-financed property</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b not debt-financed property</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>98 Net rental income or (loss) from pers prop</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>99 Other investment income</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>100 Gain or (loss) from sales of assets other than inventory</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>101 Net income or (loss) from special events</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>102 Gross profit or (loss) from sales of inventory</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>103 Other revenue: a MISCELLANEOUS</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>104 Subtotal (add columns (B), (D), and (E))</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>105 Total (add line 104, columns (B), (D), and (E))</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

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

93A HONORARIA FOR TALKS, CONSULTING FEES, PUBLICATION OF ARTICLES

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

<table>
<thead>
<tr>
<th>Name, address, and EIN of corporation, partnership, or disregarded entity</th>
<th>Percentage of ownership interest</th>
<th>Nature of activities</th>
<th>Total income</th>
<th>End-of-year assets</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td>%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>%</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</th>
<th>Yes</th>
<th>X</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</td>
<td>Yes</td>
<td>X</td>
<td>No</td>
</tr>
</tbody>
</table>

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

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

Signature of officer

Date

Preparer's signature

Date

Preparer's SSN or PTIN (see General Instruction W)

N/A

Tel:** Please use yours if self-employed

Phone no. (925) 734-6600
### Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

<table>
<thead>
<tr>
<th>(a) Name and address of each employee paid more than $50,000</th>
<th>(b) Title and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>(e) Expense account and other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>JOAN DIAMOND 125 UNIVERSITY BERKELEY CA COO 40+</td>
<td>127,170.</td>
<td>0.</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>GREG COYLE 125 UNIVERSITY BERKELEY CA FINANCE MGR 40</td>
<td>72,342.</td>
<td>0.</td>
<td>0.</td>
<td></td>
</tr>
</tbody>
</table>

Total number of other employees paid over $50,000: 0

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

<table>
<thead>
<tr>
<th>(a) Name and address of each independent contractor paid more than $50,000</th>
<th>(b) Type of service</th>
<th>(c) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>DAVID VON HIPPEL 57,053.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total number of others receiving over $50,000 for professional services: 0
## Part III Statements About Activities

(See instructions.)

<table>
<thead>
<tr>
<th>1</th>
<th>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.</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$ N/A</td>
</tr>
</tbody>
</table>

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.

<table>
<thead>
<tr>
<th>2</th>
<th>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.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>Sale, exchange, or leasing of property?</td>
</tr>
<tr>
<td>b</td>
<td>Lending of money or other extension of credit?</td>
</tr>
<tr>
<td>c</td>
<td>Furnishing of goods, services, or facilities?</td>
</tr>
<tr>
<td>d</td>
<td>Payment of compensation (or payment or reimbursement of expenses if more than $1,000)?</td>
</tr>
<tr>
<td>e</td>
<td>Transfer of any part of its income or assets?</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>3</th>
<th>a</th>
<th>Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>b</td>
<td>Do you have a section 403(b) annuity plan for your employees?</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?</td>
<td></td>
</tr>
</tbody>
</table>

## 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.) |
| 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)(iv). |
| 9 | A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(v). |
| 10 | An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(vi). (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)(vii). (Also complete the Support Schedule in Part IV-A.) |
| 11b | A community trust. Section 170(b)(1)(A)(viii). (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.)

<table>
<thead>
<tr>
<th>(a) Name(s) of supported organization(s)</th>
<th>(b) Line number from above</th>
</tr>
</thead>
</table>

| 14 | An organization organized and operated to test for public safety. Section 509(a)(4). (See instructions.) |
### Support Schedule

**Calendar year (or fiscal year beginning in):**

| Line | 15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.) | 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 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 | 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 | 24 Line 23 minus line 17 | 25 Enter 1% of line 23 | 26 Organizations described on lines 10 or 11: (a) Enter 2% of amount in column (e), line 24. (b) Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1999 through 2002 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts | 27 Organizations described on line 12: N/A | 28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 1999 through 2002, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15. | 29 **Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

<table>
<thead>
<tr>
<th>2002</th>
<th>2001</th>
<th>2000</th>
<th>1999</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>546,711</td>
<td>2,095,665</td>
<td>2,971,586</td>
<td>1,355,133</td>
<td>6,969,095</td>
</tr>
<tr>
<td>65,093</td>
<td>37,607</td>
<td>49,720</td>
<td>44,514</td>
<td>196,934</td>
</tr>
<tr>
<td>615,220</td>
<td>2,157,928</td>
<td>3,046,859</td>
<td>1,419,393</td>
<td>7,239,400</td>
</tr>
<tr>
<td>611,804</td>
<td>2,133,272</td>
<td>3,021,306</td>
<td>1,399,647</td>
<td>7,166,029</td>
</tr>
<tr>
<td>6,152</td>
<td>21,579</td>
<td>30,469</td>
<td>14,194</td>
<td>61,520</td>
</tr>
<tr>
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<td>2,095,665</td>
<td>2,971,586</td>
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</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>546,711</td>
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</tr>
<tr>
<td>6,152</td>
<td>21,579</td>
<td>30,469</td>
<td>14,194</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>546,711</td>
<td>2,095,665</td>
<td>2,971,586</td>
<td>1,355,133</td>
<td>6,969,095</td>
</tr>
<tr>
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<td>3,046,859</td>
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<tr>
<td>611,804</td>
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<td>1,399,647</td>
<td>7,166,029</td>
</tr>
<tr>
<td>6,152</td>
<td>21,579</td>
<td>30,469</td>
<td>14,194</td>
<td>61,520</td>
</tr>
</tbody>
</table>

### Calendar Year (or Fiscal Year Beginning In)

- **2002**: 546,711, 2,095,665, 2,971,586, 1,355,133, 6,969,095
- **2001**: 65,093, 37,607, 49,720, 44,514, 196,934
- **2000**: 615,220, 2,157,928, 3,046,859, 1,419,393, 7,239,400
- **1999**: 611,804, 2,133,272, 3,021,306, 1,399,647, 7,166,029
- **Total**: 6,969,095

### Line 24: Line 23 minus Line 17

- **2002**: 611,804
- **2001**: 2,133,272
- **2000**: 3,021,306
- **1999**: 1,399,647
- **Total**: 7,166,029

### Line 25: Enter 1% of Line 23

- **2002**: 61,520
- **2001**: 21,579
- **2000**: 30,469
- **1999**: 14,194
- **Total**: 61,520

### Line 26a: Enter 2% of Amount in Column (e), Line 24

- **Total**: 143,321

### Line 26b: Total of All These Excess Amounts

- **Total**: 3,833,863

### Line 26c: Total Support for Section 509(a)(1) Test

- **Total**: 7,166,029

### Line 26d: Enter Amounts from Column (e) for Lines:

- **Line 15 (a)**: 18
- **Line 16 (b)**: 19
- **Line 17 (c)**: 20
- **Line 18 (d)**: 21
- **Line 19 (e)**: 22
- **Line 20 (f)**: 23
- **Line 21 (g)**: 24
- **Line 22 (h)**: 25
- **Line 23 (i)**: 26

### Line 26e: Public Support (Line 26c Minus Line 26d Total)

- **Total**: 3,135,232

### Line 26f: Public Support Percentage

- **Total**: 43.75%

### Line 27a: Add: Amounts from Column (e) for Line 22

- **Total**: 3,833,863

### Line 27b: Enter Support (Line 26c Minus Line 26d Total)

- **Total**: 3,135,232

### Line 27c: Public Support Percentage

- **Total**: 43.75%

### Line 27d: Enter Support (Line 26c Minus Line 26d Total)

- **Total**: 3,135,232

### Line 27e: Public Support Percentage

- **Total**: 43.75%

### Line 27f: Total Support for Section 509(a)(2) Test

- **Total**: 7,166,029

### Line 27g: Total Support for Section 509(a)(2) Test

- **Total**: 7,166,029

### Line 27h: Public Support Percentage

- **Total**: 43.75%
### Private School Questionnaire

(See instructions.)

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

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>29</td>
<td>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?</td>
<td></td>
</tr>
<tr>
<td>30</td>
<td>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?</td>
<td></td>
</tr>
<tr>
<td>31</td>
<td>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?</td>
<td></td>
</tr>
<tr>
<td>32</td>
<td>Does the organization maintain the following: a. Records indicating the racial composition of the student body, faculty, and administrative staff?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b. Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>c. Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>d. Copies of all material used by the organization or on its behalf to solicit contributions?</td>
<td></td>
</tr>
<tr>
<td>33</td>
<td>Does the organization discriminate by race in any way with respect to: a. Students' rights or privileges?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b. Admissions policies?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>c. Employment of faculty or administrative staff?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>d. Scholarships or other financial assistance?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>e. Educational policies?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>f. Use of facilities?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>g. Athletic programs?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>h. Other extracurricular activities?</td>
<td></td>
</tr>
<tr>
<td>34</td>
<td>a. Does the organization receive any financial aid or assistance from a governmental agency?</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b. Has the organization's right to such aid ever been revoked or suspended?</td>
<td></td>
</tr>
<tr>
<td>35</td>
<td>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.</td>
<td></td>
</tr>
</tbody>
</table>
### Limits on Lobbying Expenditures

(The term 'expenditures' means amounts paid or incurred.)

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

**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.)

**Lobbying Expenditures During 4-Year Averaging Period**

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2003</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2002</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2001</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2000</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Part VI-B Lobbying Activity by Nonelecting Public Charities

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

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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:

- 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)
Form 990 or 990-EZ 2003

**Part VII: Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See instructions)**

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

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>a Transfers from the reporting organization to a noncharitable exempt organization of:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(i) Cash</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>(ii) Other assets</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

b Other transactions:

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>(i) Sales or exchanges of assets with a noncharitable exempt organization</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>(ii) Purchases of assets from a noncharitable exempt organization</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>(iii) Rental of facilities, equipment, or other assets</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>(iv) Reimbursement arrangements</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>(v) Loans or loan guarantees</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>(vi) Performance of services or membership or fundraising solicitations</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

b If 'Yes,' complete the following schedule:

<table>
<thead>
<tr>
<th>(a) Name of organization</th>
<th>(b) Type of organization</th>
<th>(c) Description of relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

Schedule A (Form 990 or 990-EZ) 2003
### Schedule of Contributors

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

<table>
<thead>
<tr>
<th>Name of organization</th>
<th>Employer identification number</th>
</tr>
</thead>
<tbody>
<tr>
<td>NAUTILUS OF AMERICA, INC</td>
<td>95-3608292</td>
</tr>
</tbody>
</table>

**Organization type (check one):**

- **Filers of:**
  - **Form 990 or 990-EZ**
    - [ ] 501(c)(3) exempt private foundation
    - [ ] 4947(a)(1) nonexempt charitable trust not treated as a private foundation
    - [x] 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 box(es) 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 —**

- [x] 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 1 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).

**Schedule B (Form 990, 990-EZ, or 990-PF) (2003)**

---

**For Paperwork Reduction Act Notice, see the instructions for Form 990 and Form 990-EZ.**
### Part I: Contributors

(See Specific Instructions.)

<table>
<thead>
<tr>
<th>(a) Number</th>
<th>(b) Name, address, and ZIP + 4</th>
<th>(c) Aggregate contributions</th>
<th>(d) Type of contribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>PLOUGHSHARES FUND</td>
<td>$50,000</td>
<td>Person X Payroll Noncash</td>
</tr>
<tr>
<td></td>
<td>FORT MASON CENTER</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>SAN FRANCISCO, CA 94123</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>KOREA FOUNDATION</td>
<td>$80,000</td>
<td>Person X Payroll Noncash</td>
</tr>
<tr>
<td></td>
<td>SEOCHO P.O. BOX 227</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>SEOCHO-GU SEOUL KOREA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>FORD FOUNDATION</td>
<td>$250,000</td>
<td>Person X Payroll Noncash</td>
</tr>
<tr>
<td></td>
<td>320 EAST 43RD STREET</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>NEW YORK, NY 10017</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(Complete Part II if there is a noncash contribution.)
### Part II Noncash Property

(See Specific Instructions.)

<table>
<thead>
<tr>
<th>(a) No. from Part I</th>
<th>(b) Description of noncash property given</th>
<th>(c) FMV (or estimate) (see instructions)</th>
<th>(d) Date received</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

**BAA**

Schedule B (Form 990, 990-EZ, or 990-PF) (2003)
Part III: Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of $1,000 or less for the year. (Enter this information once — see instructions.)

<table>
<thead>
<tr>
<th>No. from Part I</th>
<th>Purpose of gift</th>
<th>Use of gift</th>
<th>Description of how gift is held</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(e) Transfer of gift
Transferee's name, address, and ZIP + 4
Relationship of transferor to transferee

<table>
<thead>
<tr>
<th>No. from Part I</th>
<th>Purpose of gift</th>
<th>Use of gift</th>
<th>Description of how gift is held</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(e) Transfer of gift
Transferee's name, address, and ZIP + 4
Relationship of transferor to transferee

<table>
<thead>
<tr>
<th>No. from Part I</th>
<th>Purpose of gift</th>
<th>Use of gift</th>
<th>Description of how gift is held</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(e) Transfer of gift
Transferee's name, address, and ZIP + 4
Relationship of transferor to transferee
### STATEMENT 1
**FORM 990, PART III**
**ORGANIZATION'S PRIMARY EXEMPT PURPOSE**

ADVOCATE FOR IMPROVING ENVIRONMENTAL AND NUCLEAR NON-PROLIFERATION.

### STATEMENT 2
**FORM 990, PART III, LINE A**
**STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>PEACE AND SECURITY – PUBLISH ORIGINAL RESEARCH ON U.S. NUCLEAR WEAPONS DOCTRINE, CONDUCT EXPORT WORKSHOPS ON GLOBAL SECURITY AND THEATRE MISSILE DEFENSE, DELIVER A SERIES OF DAILY, WEEKLY, AND MONTHLY NEW SERVICES.</td>
</tr>
<tr>
<td>$946,108.</td>
</tr>
</tbody>
</table>

### STATEMENT 3
**FORM 990, PART IV, LINE 57**
**LAND, BUILDINGS, AND EQUIPMENT**

<table>
<thead>
<tr>
<th>CATEGORY</th>
<th>BASIS</th>
<th>ACCUM. DEPRECIATION</th>
<th>BOOK VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>FURNITURE AND FIXTURES</td>
<td>$137,267.</td>
<td>$137,267.</td>
<td>$0.00</td>
</tr>
<tr>
<td>MACHINERY AND EQUIPMENT</td>
<td>$254,308.</td>
<td>$254,308.</td>
<td>$0.00</td>
</tr>
<tr>
<td>IMPROVEMENTS</td>
<td>$99,660.</td>
<td>$86,469.</td>
<td>$13,191.</td>
</tr>
<tr>
<td>MISCELLANEOUS</td>
<td>$149,568.</td>
<td>$149,568.</td>
<td>$0.00</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$640,803.</td>
<td>$627,612.</td>
<td>$13,191.</td>
</tr>
</tbody>
</table>

### STATEMENT 4
**FORM 990, PART IV, LINE 58**
**OTHER ASSETS**

| LIFE INSURANCE             | $158,356. |
| TOTAL                      | $158,356. |