

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)

2011

Department of the Treasury
Internal Revenue Service

Open to Public
Inspection

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

A For the 2011 calendar year, or tax year beginning **2011**, and ending **2011**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization THE AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS		D Employer identification number 13-1623829
	Doing Business As ASPCA		E Telephone number (212) 876-7700
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 424 EAST 92ND STREET		
	City or town, state or country, and ZIP + 4 NEW YORK, NY 10128-6804		G Gross receipts \$ 188,941,529.
F Name and address of principal officer: EDWIN SAYRES 520 EIGHTH AVENUE NEW YORK, NY 10018		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No" attach a list. (see instructions)	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		H(c) Group exemption number ▶	
J Website: ▶ WWW.ASPCA.ORG			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1866	M State of legal domicile: NY

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: PROVIDES EFFECTIVE MEANS FOR THE PREVENTION OF CRUELTY TO ANIMALS THROUGHOUT THE UNITED STATES.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	21.
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	21.
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	753.
	6 Total number of volunteers (estimate if necessary)	6	696.
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	111,344,562.	122,738,187.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	13,553,211.	14,900,407.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	3,864,574.	5,166,794.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	4,331,767.	5,442,241.
13 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	133,094,114.	148,247,629.	
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	6,426,739.	15,050,627.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	45,500,775.	51,231,219.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	6,063,144.	2,260,450.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 30,624,168.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	61,694,512.	76,964,720.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	119,685,170.	145,507,016.
19 Revenue less expenses. Subtract line 18 from line 12	13,408,944.	2,740,613.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	209,564,112.	213,706,112.
	22 Net assets or fund balances. Subtract line 21 from line 20	21,539,710.	30,794,533.
22 Net assets or fund balances. Subtract line 21 from line 20		188,024,402.	182,911,579.

Part II Signature Block
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.

Sign Here	Signature of officer: <i>[Signature]</i>	Date: 8/22/12			
	Type or print name and title: STEVEN HANSEN, Chief Operating Officer				
Paid Preparer Use Only	Print/Type preparer's name: Barbara E Hunt & Tax Mgr. Revenue & Hunt	Preparer's signature: <i>[Signature]</i>	Date: 8/15/12	Check <input type="checkbox"/> if self-employed	PTIN: P00916443
	Firm's name: KPMG LLP	Firm's EIN: 13-5565207		Phone no: 212-758-9700	
	Firm's address: 345 PARK AVENUE NEW YORK, NY 10154-0102				

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

For Paperwork Reduction Act Notice, see the separate instructions. Form **990** (2011)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission:

THE ASPCA PROVIDES EFFECTIVE MEANS FOR THE PREVENTION OF CRUELTY TO ANIMALS THROUGHOUT THE UNITED STATES. THE VISION OF THE ASPCA IS THAT THE UNITED STATES IS A HUMANE COMMUNITY IN WHICH ALL ANIMALS ARE TREATED WITH RESPECT AND KINDNESS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 30,502,366. including grants of \$) (Revenue \$) MEDIA & COMMUNICATIONS - SEE SCHEDULE O

4b (Code:) (Expenses \$ 28,910,948. including grants of \$) (Revenue \$ 14,900,407.) ANIMAL HEALTH SERVICES - SEE SCHEDULE O

4c (Code:) (Expenses \$ 16,584,978. including grants of \$) (Revenue \$) COMMUNITY OUTREACH - SEE SCHEDULE O

4d Other program services (Describe in Schedule O.) (Expenses \$ 31,249,913. including grants of \$ 15,050,627.) (Revenue \$)

4e Total program service expenses 107,248,205.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	X	
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	X	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	X	
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX	X	
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)	X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

		Yes	No
21	Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II.</i>	X	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III.</i>		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J.</i>	X	
24 a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25.</i>		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25 a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I.</i>		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I.</i>		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II.</i>		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III.</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV.</i>		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i>	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i>		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I.</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1.</i>		X
35 a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		X
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI.</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V.

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
1a			281
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
1b			0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
1c			
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
2a			753
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	X	
2b			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
3a			
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	X	
3b			
4a	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)?		X
4a			
b	If "Yes," enter the name of the foreign country: <input type="checkbox"/> See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5a			
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5b			
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
5c			
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
6a			
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
6b			
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
7a			
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
7b			
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	X	
7c			
d	If "Yes," indicate the number of Forms 8282 filed during the year		1
7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7e			
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7f			
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
7h			
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
8			
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
9a			
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
9b			
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI. [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include questions 1a, 1b, 2, 3, 4, 5, 6, 7a, 7b, 8, 8a, 8b, 9.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include questions 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed ATTACHMENT 1
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: DONNA-MARI FIELDSA 520 EIGHTH AVENUE NEW YORK, NY 10018 212-876-7700

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII X

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MARY JO WHITE CHAIR	1.00	X		X				0	0	0
(2) JAMES L NEDERLANDER JR FIRST VICE CHAIR	1.00	X		X				0	0	0
(3) TIM WRAY SECOND VICE CHAIR	1.00	X		X				0	0	0
(4) FREDRICK GRADIN TREASURER	1.00	X		X				0	0	0
(5) FRANKLIN MAISANO SECRETARY	1.00	X		X				0	0	0
(6) CINDY ADAMS DIRECTOR	1.00	X						0	0	0
(7) THOMAS M BELDEN DIRECTOR	1.00	X						0	0	0
(8) ALEXANDRA G BISHOP DIRECTOR	1.00	X						0	0	0
(9) ARRIANA BOARDMAN DIRECTOR	1.00	X						0	0	0
(10) J ELIZABETH BRADHAM DIRECTOR	1.00	X						0	0	0
(11) JONATHAN D FARKAS DIRECTOR	1.00	X						0	0	0
(12) DODIE GUMAER DIRECTOR	1.00	X						0	0	0
(13) LINDA L LAMBERT DIRECTOR	1.00	X						0	0	0
(14) RANDY LEVINE DIRECTOR	1.00	X						0	0	0

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) TRACY MAITLAND DIRECTOR	1.00	X						0	0	0
(16) JEFF PFEIFLE DIRECTOR	1.00	X						0	0	0
(17) HELEN SC PILKINGTON DIRECTOR	1.00	X						0	0	0
(18) MARTIN PURIS DIRECTOR	1.00	X						0	0	0
(19) SALLY SPOONER DIRECTOR	1.00	X						0	0	0
(20) FREDERICK TANNE DIRECTOR	1.00	X						0	0	0
(21) CATHY WALLACH DIRECTOR	1.00	X						0	0	0
(22) GURDON METZ DIRECTOR UNTIL JUNE 24, 2011	1.00	X						0	0	0
(23) MARSHA REINES PERELMAN DIRECTOR UNTIL JUNE 21, 2011	1.00	X						0	0	0
(24) BRYAN WEINER DIRECTOR UNTIL JULY 21, 2011	1.00	X						0	0	0
(25) EDWIN SAYRES PRESIDENT AND CEO	40.00			X				566,064.	0	48,521.
1b Sub-total								0	0	0
c Total from continuation sheets to Part VII, Section A								3,953,816.	0	416,701.
d Total (add lines 1b and 1c)								3,953,816.	0	416,701.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **77**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ATTACHMENT 2		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **75**

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(26) JULIA NELSON CFO	40.00			X			215,861.	0	7,266.	
(27) STEVEN HANSEN COO	40.00			X			407,710.	0	34,870.	
(28) ELIZABETH ESTROFF SVP-MEDIA AND COMMUNICATIONS	40.00				X		239,750.	0	14,817.	
(29) LEROY MURRAY SVP-HUMAN RESOURCE	40.00				X		199,592.	0	29,955.	
(30) STEPHEN MUSSO EVP-CAP PROJ	40.00				X		238,338.	0	47,537.	
(31) MELISSA NORDEN SVP-CHIEF OF STAFF	40.00				X		214,655.	0	18,505.	
(32) MATTHEW BERSHADKER SVP-ANTI CRUELTY	40.00				X		204,129.	0	21,098.	
(33) TODD HENDRICKS SVP-DEV/CORP MKTNG	40.00				X		238,348.	0	22,682.	
(34) JULIE MORRIS SVP-COMMUNITY OUTREACH	40.00				X		220,768.	0	23,583.	
(35) JULIO CARBONELL SR.VP-CIO	40.00				X		215,550.	0	28,699.	
(36) LOUISE MURRAY VP OF BERGH ANIMAL HOSPITAL	40.00					X	228,219.	0	18,208.	
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **77**

- 3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

	Yes	No
3		X
- 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

	Yes	No
4	X	
- 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(37) STEPHEN ZAWISTOWSKI EVP-NATIONAL PROGRAM	40.00					X		202,893.	0	8,765.
(38) SEAN O'CONNOR VP, SPECIAL GIVING	40.00					X		192,576.	0	19,874.
(39) RANDALL LOCKWOOD SVP-FORENSIC SCI AND ACP	40.00					X		192,352.	0	45,528.
(40) STEVEN B. FROEHLICH VP, DEV., MEMBERSHIP	40.00					X		177,011.	0	26,793.
1b Sub-total ▶										
c Total from continuation sheets to Part VII, Section A ▶										
d Total (add lines 1b and 1c) ▶										

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ▶ 77

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶

Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a 3,114,283.				
	b Membership dues	1b				
	c Fundraising events	1c 475,256.				
	d Related organizations	1d				
	e Government grants (contributions)	1e 342,812.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 118,805,836.				
	g Noncash contributions included in lines 1a-1f. \$	566,984.				
	h Total. Add lines 1a-1f	▶ 122,738,187.				
Program Service Revenue	Business Code					
	2a ANIMAL POISON CONTROL CENTER FEES	900000	7,250,546.	7,250,546.		
	b BERGH ANIMAL HOSPITAL FEES	900000	5,081,979.	5,081,979.		
	c MOBILE VETERINARY CLINIC REVENUE	900000	1,642,198.	1,642,198.		
	d ADOPTION CENTER FEES	900000	533,154.	533,154.		
	e GLENDALE VETERINARY CLINIC REVENUE	900000	391,012.	391,012.		
	f All other program service revenue	900000	1,518.	1,518.		
	g Total. Add lines 2a-2f	▶ 14,900,407.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)	▶ 2,762,701.			2,762,701.	
	4 Income from investment of tax-exempt bond proceeds	▶ 0				
	5 Royalties	▶ 4,017,262.			4,017,262.	
	6a Gross rents	(i) Real	281,762.			
		(ii) Personal				
		b Less: rental expenses	96,332.			
		c Rental income or (loss)	185,430.			
	d Net rental income or (loss)	▶ 185,430.			185,430.	
	7a Gross amount from sales of assets other than inventory	(i) Securities	41,767,861.			
		(ii) Other				
		b Less: cost or other basis and sales expenses	39,363,768.			
		c Gain or (loss)	2,404,093.			
	d Net gain or (loss)	▶ 2,404,093.			2,404,093.	
	8a Gross income from fundraising events (not including \$ 475,256. of contributions reported on line 1c). See Part IV, line 18	a	1,934,331.			
		b Less: direct expenses	1,233,800.			
		c Net income or (loss) from fundraising events	▶ 700,531.			700,531.
	9a Gross income from gaming activities. See Part IV, line 19	a				
		b Less: direct expenses				
c Net income or (loss) from gaming activities		▶ 0				
10a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold					
	c Net income or (loss) from sales of inventory	▶ 0				
Miscellaneous Revenue		Business Code				
11a LIST SALES	900000	349,857.			349,857.	
b MISCELLANEOUS INCOME	900000	189,161.			189,161.	
c						
d All other revenue						
e Total. Add lines 11a-11d	▶ 539,018.					
12 Total revenue. See instructions	▶ 148,247,629.	14,900,407.			10,609,035.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	15,021,533.	15,021,533.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	29,094.	29,094.		
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	2,981,526.	2,483,652.	215,682.	282,192.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	36,706,934.	30,577,377.	2,655,363.	3,474,194.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	2,779,411.	2,359,211.	183,470.	236,730.
9 Other employee benefits	5,200,712.	4,414,454.	343,300.	442,958.
10 Payroll taxes	3,562,636.	3,024,026.	235,171.	303,439.
11 Fees for services (non-employees):				
a Management	397,560.	234,239.	42,227.	121,094.
b Legal	1,571,437.	1,088,251.	263,661.	219,525.
c Accounting	1,113,903.	120,977.	978,779.	14,147.
d Lobbying	93,547.	93,547.		
e Professional fundraising services. See Part IV, line 17	2,260,450.			2,260,450.
f Investment management fees	637,354.		637,354.	
g Other	8,933,537.	6,488,522.	247,635.	2,197,380.
12 Advertising and promotion	20,750,533.	11,978,234.	127,260.	8,645,039.
13 Office expenses	1,125,169.	958,515.	71,046.	95,608.
14 Information technology	9,253,210.	4,671,764.	292,141.	4,289,305.
15 Royalties	0			
16 Occupancy	3,139,779.	1,932,193.	515,631.	691,955.
17 Travel	3,439,143.	3,167,462.	77,870.	193,811.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	1,121,548.	926,966.	87,462.	107,120.
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	3,646,707.	3,305,831.	200,959.	139,917.
23 Insurance	499,649.	427,788.	43,559.	28,302.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a OPERATING SUPPLIES -----	16,431,137.	9,485,066.	186,210.	6,759,861.
b VETERINARY AND MEDICAL SRVS -----	2,719,692.	2,719,692.		
c REPAIRS AND MAINTENANCE -----	661,476.	616,268.	25,274.	19,934.
d AUTO EXPENSE -----	438,868.	438,129.	301.	438.
e All other expenses -----	990,471.	685,414.	204,288.	100,769.
25 Total functional expenses. Add lines 1 through 24e	145,507,016.	107,248,205.	7,634,643.	30,624,168.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)	44,685,322.	22,128,854.	311,390.	22,245,077.

Part X Balance Sheet

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash - non-interest-bearing	1,354,583.	1	2,731,009.
	2 Savings and temporary cash investments	34,582,636.	2	21,992,343.
	3 Pledges and grants receivable, net	0	3	0
	4 Accounts receivable, net	14,558,243.	4	14,177,180.
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	311,838.	8	230,161.
	9 Prepaid expenses and deferred charges	2,873,167.	9	2,170,873.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 48,935,403.		
	b Less: accumulated depreciation	10b 20,311,870.	27,873,952.	10c 28,623,533.
	11 Investments - publicly traded securities	82,473,790.	11	100,809,875.
	12 Investments - other securities. See Part IV, line 11	26,367,103.	12	25,723,227.
	13 Investments - program-related. See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets. See Part IV, line 11	19,168,800.	15	17,247,911.
16 Total assets. Add lines 1 through 15 (must equal line 34)	209,564,112.	16	213,706,112.	
Liabilities	17 Accounts payable and accrued expenses	11,384,828.	17	12,803,824.
	18 Grants payable	847,480.	18	5,534,457.
	19 Deferred revenue	579,229.	19	975,511.
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	8,728,173.	25	11,480,741.
	26 Total liabilities. Add lines 17 through 25	21,539,710.	26	30,794,533.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	128,171,690.	27	126,356,278.
	28 Temporarily restricted net assets	37,249,799.	28	34,666,749.
	29 Permanently restricted net assets	22,602,913.	29	21,888,552.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	188,024,402.	33	182,911,579.	
34 Total liabilities and net assets/fund balances.	209,564,112.	34	213,706,112.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI.

1	Total revenue (must equal Part VIII, column (A), line 12)	1	148,247,629.
2	Total expenses (must equal Part IX, column (A), line 25)	2	145,507,016.
3	Revenue less expenses. Subtract line 2 from line 1	3	2,740,613.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	188,024,402.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-7,853,436.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	182,911,579.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII.

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		X
2b	Were the organization's financial statements audited by an independent accountant?	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization **THE AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS** Employer identification number **13-1623829**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 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 exempt 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). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box.
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		
 - (ii) A family member of a person described in (i) above?

	Yes	No
11g(ii)		
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(iii)		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule A (Form 990 or 990-EZ) 2011

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	64,062,126.	111,795,303.	101,011,832.	111,344,562.	122,738,187.	510,952,010.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3.	64,062,126.	111,795,303.	101,011,832.	111,344,562.	122,738,187.	510,952,010.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						12,198,327.
6 Public support. Subtract line 5 from line 4.						498,753,683.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	64,062,126.	111,795,303.	101,011,832.	111,344,562.	122,738,187.	510,952,010.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	7,085,544.	5,389,353.	4,678,819.	5,527,533.	7,061,725.	29,742,974.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) - ATTCH. 1	2,407,104.	2,793,348.	2,765,619.	2,555,814.	2,473,349.	12,995,234.
11 Total support. Add lines 7 through 10.						553,690,218.
12 Gross receipts from related activities, etc. (see instructions)					12	64,307,721.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	90.08%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	88.58%
16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b.						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ►

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ►

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ►

Part IV Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2007	2008	2009	2010	2011	TOTAL
LIST SALES	295,138.	305,851.	302,822.	370,638.	349,857.	1,624,306.
ANIMAL ASSISTED THERAPY		27,360.	1,760.	8,965.		38,085.
ANIMAL TRAINING FEES		19,190.	41,738.	43,495.		104,423.
FUNDRAISING EVENTS	1,093,560.	1,316,230.	1,123,690.	1,292,544.	1,934,331.	6,760,355.
SALES OF INVENTORY	1,002,791.	1,114,223.	966,151.	690,889.		3,774,054.
MISCELLANEOUS	15,615.	10,494.	329,458.	149,283.	189,161.	694,011.
TOTALS	<u>2,407,104.</u>	<u>2,793,348.</u>	<u>2,765,619.</u>	<u>2,555,814.</u>	<u>2,473,349.</u>	<u>12,995,234.</u>

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2011

Open to Public Inspection

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.
 ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

If the organization answered "Yes" to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes" to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes" to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization THE AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS	Employer identification number 13-1623829
--------------------------------------------------------------------------------------------------	-----------------------------------------------------

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ 0
- 3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955. ▶ \$ 0
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 . . ▶ \$
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
(1)	-----			
(2)	-----			
(3)	-----			
(4)	-----			
(5)	-----			
(6)	-----			

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2011

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1 a	Total lobbying expenditures to influence public opinion (grass roots lobbying)	38,556.													
b	Total lobbying expenditures to influence a legislative body (direct lobbying)	340,935.													
c	Total lobbying expenditures (add lines 1a and 1b)	379,491.													
d	Other exempt purpose expenditures	106,868,714.													
e	Total exempt purpose expenditures (add lines 1c and 1d)	107,248,205.													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%;">If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <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>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>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>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000.													
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0	0												
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0	0												
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? <input type="checkbox"/> Yes <input type="checkbox"/> No														

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 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) Total
2 a	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b					6,000,000.
c	776,972.	429,422.	907,553.	379,491.	2,493,438.
d	250,000.	250,000.	250,000.	250,000.	1,000,000.
e					1,500,000.
f	207,441.	215,324.	103,663.	38,556.	564,984.

Schedule C (Form 990 or 990-EZ) 2011

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

Table with 3 main columns: Description, (a) Yes/No, and (b) Amount. Rows include: 1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation...; 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?; 2b If "Yes," enter the amount of any tax incurred under section 4912; 2c If "Yes," enter the amount of any tax incurred by organization managers under section 4912; 2d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

Table with 3 columns: Question, Yes, No. Rows include: 1 Were substantially all (90% or more) dues received nondeductible by members?; 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?; 3 Did the organization agree to carry over lobbying and political expenditures from the prior year?

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

Table with 3 columns: Question, Yes, No. Rows include: 1 Dues, assessments and similar amounts from members; 2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid); 2a Current year; 2b Carryover from last year; 2c Total; 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues; 4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?; 5 Taxable amount of lobbying and political expenditures (see instructions)

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A; and Part II-B, line 1. Also, complete this part for any additional information.

Series of horizontal dashed lines for providing supplemental information.

Part IV Supplemental Information *(continued)*

**SCHEDULE D
(Form 990)**

Supplemental Financial Statements

OMB No. 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**

▶ **Attach to Form 990. ▶ See separate instructions.**

Name of the organization **THE AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS**

Employer identification number
13-1623829

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply).
- | | |
|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> Preservation of open space | |
- 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____
- 4 Number of states where property subject to conservation easement is located ▶ _____
- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B) (i) and section 170(h)(4)(B)(ii)? Yes No
- 9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- b Assets included in Form 990, Part X ▶ \$ _____

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2011

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	48,641,402.	35,555,641.	5,418,864.	870,794.	
b Contributions	6,459.	10,334,557.	30,050,587.	4,548,070.	
c Net investment earnings, gains, and losses	359,571.	2,751,204.	338,766.	27,148.	
d Grants or scholarships					
e Other expenditures for facilities and programs	2,398,349.			27,148.	
f Administrative expenses			252,576.		
g End of year balance	46,609,083.	48,641,402.	35,555,641.	5,418,864.	

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ 84.2400 %
 - b Permanent endowment ▶ 15.0500 %
 - c Temporarily restricted endowment ▶ 7.100 %
- The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	3a(i)	X
(ii) related organizations	3a(ii)	X
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		4,440,000.		4,440,000.
b Buildings		14,761,877.	6,571,079.	8,190,798.
c Leasehold improvements		12,157,228.	3,859,688.	8,297,540.
d Equipment		11,796,233.	7,058,794.	4,737,439.
e Other		5,780,065.	2,822,309.	2,957,756.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				28,623,533.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other _____		
(A) EQUITY LONG	7,327,057.	FMV
(B) DISTRESSED DEBT	6,520,743.	FMV
(C) FUND OF FUNDS	4,898,929.	FMV
(D) PRIVATE EQUITY	5,433,939.	FMV
(E) FUND OF FUNDS - PRIVATE EQUITY	1,542,559.	FMV
(F) _____		
(G) _____		
(H) _____		
(I) _____		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶	25,723,227.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) BENEFICIAL INTEREST	17,247,911.
(2) IN PERPETUAL TRUSTS	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	17,247,911.

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) GIFT ANNUITY OBLIGATIONS	3,808,211.
(3) UNFUNDED PENSION OBLIGATIONS	5,876,125.
(4) DEFERRED RENT	1,796,405.
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	11,480,741.

2. FIN 48 (ASC 740) Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).

Part XIV Supplemental Information (continued)

PUBLIC EXHIBITION OF ARTIFACTS

PART III

THE ASPCA POSSESSES A COLLECTION OF ARTIFACTS LARGELY CONSISTING OF HISTORIC DOCUMENTS, MANY OF WHICH ARE ON DISPLAY AT THE ASPCA HEADQUARTERS IN NEW YORK CITY. THE ORGANIZATION DOES NOT CAPITALIZE THIS COLLECTION.

TWENTY OF THESE ARTIFACTS, APPRAISED AT \$196,600, ARE ON LOAN TO THE INTERNATIONAL MUSEUM OF THE HORSE IN KENTUCKY, AN UNRELATED ORGANIZATION, FROM SEPTEMBER 21, 2010 TO OCTOBER 15, 2014. THESE ARTIFACTS ARE ON DISPLAY TO EDUCATE THE PUBLIC BY RAISING EQUINE AWARENESS.

ENDOWMENT

PART V LINE 4

THE ASPCA MAINTAINS AN ENDOWMENT FOR THE PURPOSE OF GENERATING INCOME TO SUPPORT THE ORGANIZATION'S CHARITABLE MISSION. THE ORGANIZATION'S ENDOWMENT CONSISTS OF A PORTFOLIO OF ACTIVELY MANAGED FUNDS ESTABLISHED TO PROVIDE BOTH A SOURCE OF OPERATING FUNDS AS WELL AS LONG-TERM FINANCIAL STABILITY. THE ENDOWMENT'S PRINCIPAL IS INTENDED TO BE LEFT UNTOUCHED, WHILE THE INCOME GENERATED IS USED TO FUND ASPCA PROGRAMS. SOME OF THE ENDOWMENT FUNDS MAY HAVE PURPOSE RESTRICTIONS ON THE USE OF INCOME.

Part XIV Supplemental Information (continued)

FIN 48

PART X LINE 2

THE ASPCA SUBSCRIBES TO A THRESHOLD OF MORE-LIKELY-THAN-NOT FOR RECOGNITION AND DERECOGNITION OF INCOME TAX POSTIONS TO BE TAKEN IN A TAX RETURN. AS OF DECEMBER 31, 2011, THE ASPCA BELIEVES THAT IT IS MORE LIKELY THAN NOT THAT IT DOES NOT HAVE ANY UNCERTAIN TAX POSITIONS OR ANY UNRELATED BUSINESS INCOME TAX LIABILITY, WHICH WOULD HAVE A MATERIAL IMPACT UPON ITS FINANCIAL STATEMENTS. THEREFORE, NO DISCLOSURE OF INCOME TAX UNCERTAINTIES WAS REQUIRED IN THE ASPCA FINANCIAL STATEMENTS.

RECONCILIATION OF NET ASSETS

PART XI LINE 8

UNREALIZED GAIN ON PERPETUAL ASSETS:	\$(2,492,054)
PENSION RELATED CHANGES OTHER THAN COST:	\$(720,820)
	=====
TOTAL	(3,212,874)

RECONCILIATION OF REVENUE

PART XII, LINE 2D

SPECIAL EVENT DONATED SERVICES EXPENSE OF \$(135,840)

Part XIV Supplemental Information (continued)

RECONCILIATION OF EXPENSES

PART XIII LINES 2D

PENSION-RELATED CHARGES OTHER THAN NET PERIODIC PENSION COST:

\$ (2,492,054)

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No. 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization **THE AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS**

Employer identification number
13-1623829

Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) NORTH AMERICA		1.	PROGRAM SERVICES	COMMUNITY OUTREACH SVC	119,384.
(2) CENTRAL AMERICA/CARIBBEAN			INVESTMENTS		12,962,231.
(3) NORTH AMERICA			GRANTMAKING		29,094.
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total		1.			13,110,709.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)		1.			13,110,709.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2011

JSA
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V 11-5

PAGE 30

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000
Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			NORTH AMERICA	PROGRAM SUPP	27,094.	CHECK			
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter 2.
3 Enter total number of other organizations or entities 2.

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16.
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926).* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A).* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471).* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621).* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865).* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713).* Yes No

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Supplemental Information Regarding
Fundraising or Gaming Activities**

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2011

Open to Public
Inspection

Name of the organization **THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS**

Employer identification number
13-1623829

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17.
Form 990-EZ filers are not required to complete this part.

- 1** Indicate whether the organization raised funds through any of the following activities. Check all that apply.
- | | | | |
|---------------------------------------|----------------------------------|---------------------------------------|---------------------------------------|
| a <input checked="" type="checkbox"/> | Mail solicitations | e <input checked="" type="checkbox"/> | Solicitation of non-government grants |
| b <input checked="" type="checkbox"/> | Internet and email solicitations | f <input checked="" type="checkbox"/> | Solicitation of government grants |
| c <input checked="" type="checkbox"/> | Phone solicitations | g <input checked="" type="checkbox"/> | Special fundraising events |
| d <input checked="" type="checkbox"/> | In-person solicitations | | |
- 2a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? **Yes** **No**
- b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 TELEFUND	TELE MARKETER		X	2,067,680.	475,268.	1,592,412.
2 DONOR SERVICES GROUP	TELE MARKETER		X	4,126,682.	762,775.	3,363,908.
3 INFOCISION	TELE MARKETER		X	313,909.	438,579.	-124,670.
4 GRASSROOTS CAMPAIGNS INC	CANVASSING		X	123,368.	148,505.	-25,138.
5 ECHO	TELE MARKETER		X	1,539,995.	318,634.	1,221,361.
6 SHARE GROUP	TELE MARKETER		X	191,727.	116,689.	78,038.
7						
8						
9						
10						
Total				8,363,361.	2,260,450.	6,105,911.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AK, AZ, AR, CA, CO, CT, DE, FL, GA, HI, ID, IL, IN,
KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NH, NJ, NM, NY, NC, ND, OH,
OK, OR, PA, RI, SC, SD, TN, UT, VT, VA, WA, WV, WI, WY,

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total events	
		BERGH BALL (event type)	HUMANE AWARDS (event type)	5. (total number)	(add col. (a) through col. (c))	
Revenue	1	Gross receipts	1,151,025.	344,621.	913,941.	2,409,587.
	2	Less: Charitable contributions	323,625.	118,521.	33,110.	475,256.
	3	Gross income (line 1 minus line 2)	827,400.	226,100.	880,831.	1,934,331.
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs				
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses	56,000.	152,361.	1,025,439.	1,233,800.
	10	Direct expense summary. Add lines 4 through 9 in column (d)				(1,233,800.)
	11	Net income summary. Combine line 3, column (d), and line 10				700,531.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))	
Revenue	1	Gross revenue				
Direct Expenses	2	Cash prizes				
	3	Noncash prizes				
	4	Rent/facility costs				
	5	Other direct expenses				
	6	Volunteer labor	Yes _____ % No _____ %	Yes _____ % No _____ %	Yes _____ % No _____ %	
	7	Direct expense summary. Add lines 2 through 5 in column (d)				()
	8	Net gaming income summary. Combine line 1, column d, and line 7				

9 Enter the state(s) in which the organization operates gaming activities: _____
 a Is the organization licensed to operate gaming activities in each of these states? Yes No
 b If "No," explain: _____

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
 b If "Yes," explain: _____

- 11 Does the organization operate gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13 Indicate the percentage of gaming activity operated in:

a The organization's facility	13a	%
b An outside facility	13b	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

- Director/officer
- Employee
- Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Complete this part to provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	ABC ANIMAL HOSPITAL 532 EAST 14TH STREET NEW YORK, NY 10009	13-4014479		9,087.				PROJECT SUPPORT
(2)	ACADEMY OF VETERINARY NUTRITION TECHNICIANS 28276 HOMESTEAD ROAD WAMEGO, KS 66547	501(C)(3)		7,500.				PROJECT SUPPORT
(3)	ALACHUA COUNTY ANIMAL SERVICES 3400 NE 53RD AVE GAINESVILLE, FL 32609	59-6000501	ALACHUA COUNTY	10,000.				PROJECT SUPPORT
(4)	ALLEN COUNTY SPCA 4914 HANNA STREET FORT WAYNE, NY 46806	35-6042135	501(C)(3)	6,624.				PROJECT SUPPORT
(5)	ALLIANCE FOR CONTRACEPTION IN CATS & DOGS 14245 NW BELLE CT PORTLAND, OR 98229-8202	41-2185841	501(C)(3)	145,000.				PROJECT SUPPORT
(6)	ALTERNATIVES CONGRESS TRUST 2100 L STREET WASHINGTON, DC 20037	52-2294193	501(C)(3)	15,000.				PROJECT SUPPORT
(7)	AMERICAN COLLEGE OF ANIMAL WELFARE 1717 PHILO RD. STE 36 URBANA, IL 61802	90-0779862	501(C)(3)	10,000.				PROJECT SUPPORT
(8)	AMERICAN ROTTWEILER CLUB DISASTER COMMITTEE 419 MORRIS ROAD FT WRIGHT, KY 41011	23-7351416	501(C)(3)	10,000.				PROJECT SUPPORT
(9)	AMERICAN WILD HORSE PRESERVATION CAMPAIGN PO BOX 1048 HILLSBOROUGH, NC 27278	06-1484961	501(C)(3)	18,000.				PROJECT SUPPORT
(10)	ANGEL ACRES HORSE HAVEN RESCUE INC PO BOX 62 GLENVILLE, PA 17329	13-4271553	501(C)(3)	23,000.				PROJECT SUPPORT
(11)	ANIMAL ALLIES HUMANE SOCIETY 4006 AIRPORT ROAD DULUTH, MN 55811	41-0917362	501(C)(3)	20,000.				PROJECT SUPPORT
(12)	ANIMAL CARE & CONTROL OF NYC NEW YORK, NY 10007-2839	13-3788986	501(C)(3)	254,991.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	ANIMAL CARE TRUST DBA MCKAMEY ANIMAL CENTE 4500 N. ACCESS ROAD CHATTANOOGA, TN 37415	01-0824858	501(C)(3)	28,500.				PROJECT SUPPORT
(2)	ANIMAL FRIENDS 562 CAMP HORNE ROAD PITTSBURGH, PA 15237	25-0951565	501(C)(3)	8,500.				PROJECT SUPPORT
(3)	ANIMAL HUMANE ASSOCIATION OF NEW MEXICO INC 615 VIRGINIA ST. SE ALBUQUERQUE, NM 87108	85-0207652	501(C)(3)	7,215.				PROJECT SUPPORT
(4)	ANIMAL HUMANE SOCIETY 845 MEADOW LANE GOLDEN VALLEY, MN 55422	41-0693842	501(C)(3)	7,000.				PROJECT SUPPORT
(5)	ANIMAL KIND VETERINARY HOSPITAL 365 7TH AVENUE BROOKLYN, NY 11215	11-3300265		12,493.				PROJECT SUPPORT
(6)	ANIMAL PEOPLE, INC. P.O. BOX 960 CLINTON, WA 98236	14-1752216	501(C)(3)	10,000.				PROJECT SUPPORT
(7)	ANIMAL PROTECTION OF NEW MEXICO INC PO BOX 11395 ALBUQUERQUE, NM 87192-0395	85-0283292	501(C)(3)	10,000.				PROJECT SUPPORT
(8)	ANIMAL RESCUE LEAGUE OF IOWA INCORPORATED 5452 NE 22ND STREET DES MOINES, IA 50313	42-0680427	501(C)(3)	11,400.				PROJECT SUPPORT
(9)	ANIMAL TRUSTEES OF AUSTIN P. O. BOX 14542 AUSTIN, TX 78761-4542	74-2673018	501(C)(3)	37,318.				PROJECT SUPPORT
(10)	ANIMALS & SOCIETY INSTITUTE 2512 CARPENTER RD ANN ARBOR, MI 48108	22-2527462	501(C)(3)	40,000.				PROJECT SUPPORT
(11)	ASHEVILLE HUMANE SOCIETY 14 FOREVER FRIEND LN ASHEVILLE, NC 28806	56-1444098	501(C)(3)	138,989.				PROJECT SUPPORT
(12)	ASSOCIATION OF SHELTER VETERINARIANS INC WASHINGTON, DC 20006	73-1627937	501(C)(3)	10,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	AUGUSTA REGIONAL SPCA INC P. O. BOX 2014 STAUNTON, VA 24402	23-7089566	501(C)(3)	10,000.				PROJECT SUPPORT
(2)	AUSTIN HUMANE SOCIETY 124 W ANDERSON LN AUSTIN, TX 78752	74-6013665	501(C)(3)	94,130.				PROJECT SUPPORT
(3)	AUSTIN PETS ALIVE! PO BOX 6247 AUSTIN, TX 78762	74-2893360	501(C)(3)	103,000.				PROJECT SUPPORT
(4)	AVIAN EXPERIENCE (SARAH'S BIRDS OF PREY) GLOVERSVILLE, NY 12078	45-28846017		6,000.				PROJECT SUPPORT
(5)	BANGOR HUMANE SOCIETY 693 MT HOPE AVE BANGOR, ME 04401	01-0215910	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	BARK AVENUE FOUNDATION 3142 DONA EMILIA DR. STUDIO CITY, CA 91604	20-1329182	501(C)(3)	45,000.				PROJECT SUPPORT
(7)	BAY AREA HUMANE SOCIETY 1830 RADISSON ST. GREEN BAY, WI 54302	39-0988577	501(C)(3)	75,000.				PROJECT SUPPORT
(8)	BEDFORD STUYVESANT VETERINARY CLINIC 418 TOMPKINS AVENUE BROOKLYN, NY 11216	35-2182893		9,206.				PROJECT SUPPORT
(9)	BELLA FOUNDATION PO BOX 20035 OKLAHOMA CITY, OK 73156	20-5781826	501(C)(3)	12,750.				PROJECT SUPPORT
(10)	BERKELEY-EAST BAY HUMANE SOCIETY INC 2700 NINTH STREET BERKELEY, CA 94710	94-1347069	501(C)(3)	9,500.				PROJECT SUPPORT
(11)	BLAZES TRIBUTE EQUINE RESCUE 17667 MARKITA DRIVE JONES, OK 73049	43-2024364	501(C)(3)	15,000.				PROJECT SUPPORT
(12)	BLUEBONNET EQUINE HUMANE SOCIETY INC PO BOX 632 COLLEGE STATION, TX 77841	84-1673775	501(C)(3)	20,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	BLUEPEARL VETERINARY PARTNERS 410 WEST 55TH STREET NEW YORK, NY 10019	84-1682742		30,078.				PROJECT SUPPORT
(2)	BOGGS MOUNTAIN HUMANE SHELTER INC PO BOX 249 TIGER, GA 30576	58-2644615	501(C)(3)	20,000.				PROJECT SUPPORT
(3)	BROWARD COUNTY ANIMAL CARE AND ADOPTION 1870 SW 39 ST FT. LAUDERDALE, FL 33315	59-6000531	BROWARD COUNTY	8,000.				PROJECT SUPPORT
(4)	C.A.R.E. PAWS INC PO BOX 60524 SANTA BARBARA, CA 93160-0524	27-0207473	501(C)(3)	10,000.				PROJECT SUPPORT
(5)	CALIFORNIA EQUINE RETIREMENT FOUNDATION 34033 KOODEN ROAD WINCHESTER, CA 92596	95-4058016	501(C)(3)	50,000.				PROJECT SUPPORT
(6)	CANTER COMM ALLIANCE NTKW THOROUGHBRED EXTRA COMMERCE TOWNSHIP, MI 48382	38-3483606	501(C)(3)	80,000.				PROJECT SUPPORT
(7)	CAPITAL AREA HUMANE SOCIETY HILLIARD, OH 43026	31-4379492	501(C)(3)	6,000.				PROJECT SUPPORT
(8)	CAROLUS FERALS P.O. BOX 150186 GRAND RAPIDS, MI 49515-0186	36-4614954	501(C)(3)	5,500.				PROJECT SUPPORT
(9)	CAT HOUSE ON THE KINGS INC 7120 S. KINGS RIVER ROAD PARLIER, CA 93648	27-0015288	501(C)(3)	10,000.				PROJECT SUPPORT
(10)	CATTERY INC PO BOX 8575 CORPUS CHRISTI, TX 78468	26-0178205	501(C)(3)	20,500.				PROJECT SUPPORT
(11)	CENTER FOR ANIMAL CARE & CONTROL 3020 HILLEGAS ROAD FORT WAYNE, IN 46808	35-6001029	FORT WAYNE	10,000.				PROJECT SUPPORT
(12)	CENTRAL OKLAHOMA HUMANE SOCIETY OKLAHOMA CITY, OK 73120-4483	20-8446621	501(C)(3)	260,317.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047
2011
Open to Public
Inspection

Department of the Treasury
Internal Revenue Service
Name of the organization
CRUELTY TO ANIMALS

THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	CENTRO DE CONTROL Y ADOPCION DE ANIMALES SA PO BOX 70179 SAN JUAN, PR 00936	66-0427034	SAN JUAN	10,000.				PROJECT SUPPORT
(2)	CHARLESTON ANIMAL SOCIETY 2455 REMOUNT RD N CHARLSTON, SC 29406	57-6021863	501(C)(3)	53,676.				PROJECT SUPPORT
(3)	CHESAPEAKE HUMANE SOCIETY INC CHESAPEAKE, VA 23320	23-7202196	501(C)(3)	10,000.				PROJECT SUPPORT
(4)	CHICAGO ANIMAL CARE & CONTROL 2741 S. WESTERN AVENUE CHICAGO, IL 60608	36-6005820	CHICAGO	20,000.				PROJECT SUPPORT
(5)	CITIZENS FOR ANIMAL PROTECTION INC 17555 KATY FREEWAY HOUSTON, TX 77094	23-7296260	501(C)(3)	11,000.				PROJECT SUPPORT
(6)	CITY OF ABILENE - ANIMAL SERVICES DIVISION 925 S. 25TH ABILENE, TX 79602	75-6000440	ABILENE	12,500.				PROJECT SUPPORT
(7)	CITY OF AUSTIN, ANIMAL SERVICES OFFICE 7210 LEVANDER LOOP AUSTIN, TX 78720	74-6000085	AUSTIN	10,629.				PROJECT SUPPORT
(8)	CITY OF CLEVELAND KENNEL 2690 WEST 7TH STREET CLEVELAND, OH 44113	34-6000616	CLEVELAND	21,221.				PROJECT SUPPORT
(9)	CITY OF GALAX 111 EAST GRAYSON STREET GALAX, VA 24333	54-6001300	GALAX	10,000.				PROJECT SUPPORT
(10)	CITY OF INDEPENDENCE ANIMAL SERVICES INDEPENDENCE, MO 64052	44-6000190	INDEPENDENCE	28,000.				PROJECT SUPPORT
(11)	CITY OF OKLAHOMA CITY OKLAHOMA CITY, OK 73102	73-6005359	OKLAHOMA CITY	62,011.				PROJECT SUPPORT
(12)	CLEVELAND ANIMAL PROTECTIVE LEAGUE 1729 WILLEY AVE CLEVELAND, OH 44113-4302	34-0714644	501(C)(3)	218,920.				PROJECT SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

**SCHEDULE I
(Form 990)**

OMB No. 1545-0047

2011

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Department of the Treasury
Internal Revenue Service
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Employer identification number
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(1)	CLOUD NINE RESCUE FLIGHTS 259 IRION DRIVE MONTROUSVILLE, PA 17754	26-4816650	501(C)(3)	30,500.				PROJECT SUPPORT
(2)	COBB COUNTY ANIMAL CONTROL 1060 AL BISHOP DR MARIETTA, GA 30008	58-6000804	COBB COUNTY	5,911.				PROJECT SUPPORT
(3)	CODE 3 ASSOCIATES 1530 SKYWAY DR. LONGMONT, CO 80504	84-1461821	501(C)(3)	35,000.				PROJECT SUPPORT
(4)	COLLIN COUNTY ANIMAL SERVICES 4750 COMMUNITY MCKINNEY, TX 75071	75-6000873	COLLIN COUNTY	12,500.				PROJECT SUPPORT
(5)	COLORADO ANIMAL WELFARE LEAGUE CASTLE ROCK, CO 80104	27-1192636	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	COLORADO HUMANE SOCIETY 2080 S QUEBEC STREET DENVER, CO 80231	80-0532236	501(C)(3)	10,000.				PROJECT SUPPORT
(7)	COLORADO VETERINARY MEDICAL FOUNDATION 191 YUMA STREET DENVER, CO 80223	84-1612045	501(C)(3)	10,000.				PROJECT SUPPORT
(8)	COLUMBIA SECOND CHANCE P.O. BOX 10186 COLUMBIA, MO 65205	43-1852167	501(C)(3)	8,000.				PROJECT SUPPORT
(9)	COLUMBIA-GREENE HUMANE SOCIETY, INC. 125 HUMANE SOCIETY ROAD HUDSON, NY 12534	14-1487056	501(C)(3)	14,752.				PROJECT SUPPORT
(10)	COMPANION ANIMAL NETWORK INC 157-06 65TH AVE FLUSHING, NY 11367	27-1643939	501(C)(3)	10,000.				PROJECT SUPPORT
(11)	COMPANION ANIMAL PLACEMENT PROGRAM (CAPP) 279 TROY ROAD RENSSELAER, NY 12144	14-1809228	501(C)(3)	6,154.				PROJECT SUPPORT
(12)	DANE COUNTY HUMANE SOCIETY 5132 VOGES ROAD MADISON, WI 53718	39-0806335	501(C)(3)	9,000.				PROJECT SUPPORT

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Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
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Department of the Treasury
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Name of the organization
CRUELTY TO ANIMALS

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Employer identification number
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Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

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(1)	DAYS END FARM HORSE RESCUE INC PO BOX 309 LISBON, MD 21765-0309	52-1759077	501(C)(3)	19,800.				PROJECT SUPPORT
(2)	DELL CITY HUMANE SOCIETY P.O. BOX 12 DELL CITY, TX 79837	26-2820657	501(C)(3)	11,000.				PROJECT SUPPORT
(3)	DELTA SOCIETY BELLEVUE, WA 98005-2531	91-1158281	501(C)(3)	43,000.				PROJECT SUPPORT
(4)	DEW CANINE RESCUE AND ADOPTIONS DREAM CATCH 2412 RAVENWOOD CT MANSFIELD, TX 76063	47-0933286	501(C)(3)	10,000.				PROJECT SUPPORT
(5)	DUTCHESS COUNTY SPCA INC 636 VIOLET AVENUE HYDE PARK, NY 12538	14-1340058	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	EMANCIPET PO BOX 6396 AUSTIN, TX 78762	74-2913624	501(C)(3)	57,536.				PROJECT SUPPORT
(7)	EMERGENCY EQUINE RESPONSE UNIT INC 10516 REEDER ST OVERLAND PARK, KS 66214	84-1664555	501(C)(3)	9,500.				PROJECT SUPPORT
(8)	EQUINE PROTECTION FUND 502 W. CORDOVA ROAD SANTA FE, NM 87505	85-0311210	501(C)(3)	6,500.				PROJECT SUPPORT
(9)	ERIE COUNTY SPCA 205 ENSMINGER ROAD TONAWANDA, NY 14150	16-0425315	501(C)(3)	6,321.				PROJECT SUPPORT
(10)	FARM SANCTUARY, INC. PO BOX 150 WATKINS GLEN, NY 14891-0150	51-0292919	501(C)(3)	105,500.				PROJECT SUPPORT
(11)	FINGER LAKES THOROUGHBRED ADOPTION PROGRAM PO BOX 25043 FARMINGTON, NY 14425	16-1759140	501(C)(3)	24,000.				PROJECT SUPPORT
(12)	FIRST COAST NO MORE HOMELESS PETS, INC. 6817 NORWOOD AVENUE JACKSONVILLE, FL 32208	01-0709158	501(C)(3)	29,589.				PROJECT SUPPORT

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**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2011

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Department of the Treasury
Internal Revenue Service
Name of the organization
CRUELTY TO ANIMALS

Employer identification number
13-1623829

THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

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Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.

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(1)	FIXATION, INC. 7680 CLYBOURN AVE. LOS ANGELES, CA 91352	83-0452460	501(C)(3)	50,000.				PROJECT SUPPORT
(2)	FLUVANNA SECA 5239 UNION MILLS ROAD TROY, VA 22974	54-1548274	501(C)(3)	10,000.				PROJECT SUPPORT
(3)	FORT WAYNE ANIMAL CARE AND CONTROL 3020 HILLEGAS RD. FORT WAYNE, IN 46808	35-6001029	FORT WAYNE	25,700.				PROJECT SUPPORT
(4)	FORTUNATE POCHES & LAB RESCUE INC P.O. BOX 1296 PALATINE, IL 60078	20-0351812	501(C)(3)	8,500.				PROJECT SUPPORT
(5)	FRIENDS OF COUNTYPETS 612 CANINO ROAD HOUSTON, TX 77076	27-2208248	501(C)(3)	48,000.				PROJECT SUPPORT
(6)	FRIENDS OF GONZALES ANIMAL SHELTER 505 ST. FRANCIS STREET GONZALES, TX 78629	33-1094740	501(C)(3)	7,500.				PROJECT SUPPORT
(7)	FRIENDS OF GREEN CHIMNEYS 400 DOANSBURG ROAD, BREWSTER, NY 10509	13-3897106	501(C)(3)	58,100.				PROJECT SUPPORT
(8)	GEORGIA EQUINE RESCUE LEAGUE LTD P.O. BOX 328 BETHLEHEM, GA 30620	58-2080606	501(C)(3)	10,000.				PROJECT SUPPORT
(9)	GEORGIA HEARTLAND HUMANE SOCIETY INC (GHHS) PO BOX 72197 NEWNAN, GA 30271-2197	58-2236346	501(C)(3)	15,000.				PROJECT SUPPORT
(10)	GIRL SCOUTS OF NORTHEAST TEXAS 6001 SUMMERSIDE DRIVE DALLAS, TX 75252	75-1101571	501(C)(3)	10,000.				PROJECT SUPPORT
(11)	GLEN ELLEN VOCATIONAL ACADEMY P.O. BOX 2101 GLEN ELLEN, CA 95442	68-0357001	501(C)(3)	40,000.				PROJECT SUPPORT
(12)	GLEN WILD ANIMAL RESCUE CORPORATION PO BOX 75 SOUTH KORTRIGHT, NY 13842	14-1831853	501(C)(3)	6,500.				PROJECT SUPPORT

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For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

**SCHEDULE I
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(1)	GLOBAL FEDERATION OF ANIMAL SANCTUARIES P.O. BOX 32294 WASHINGTON, DC 20007	26-1676217	501(C)(3)	54,300.				PROJECT SUPPORT
(2)	GOLDEN HEART PET ASSISTANCE LEAGUE PO BOX 55883 NORTH POLE, AK 99705	80-0015391	501(C)(3)	5,500.				PROJECT SUPPORT
(3)	GREATER ANDROSCOGGIN HUMANE SOCIETY 55 STRAWBERRY AVE LEWISTON, ME 04240-5962	01-6011843	501(C)(3)	37,000.				PROJECT SUPPORT
(4)	GREATER BIRMINGHAM HUMANE SOCIETY 300 SNOW DR BIRMINGHAM, AL 35209	63-0288810	501(C)(3)	143,000.				PROJECT SUPPORT
(5)	GREENEVILLE-GREENE COUNTY HUMANE SOCIETY PO BOX 792 GREENEVILLE, TN 37744	59-1763258	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	GREENEVILLE COUNTY ANIMAL CARE 328-C FURMAN HALL ROAD GREENEVILLE, SC 29609	57-6000356	GREENEVILLE COUN	14,000.				PROJECT SUPPORT
(7)	GREY2K USA EDUCATION FUND P.O. BOX 440142 SOMERVILLE, MA 02144	04-3553133	501(C)(3)	25,000.				PROJECT SUPPORT
(8)	HABITAT FOR HORSES, INC POB 213 HITCHCOCK, TX 77563-0213	76-0586024	501(C)(3)	20,000.				PROJECT SUPPORT
(9)	HALIFAX COUNTY ANIMAL CONTROL P.O. BOX 699 HALIFAX, VA 24558	54-6001332	HALIFAX COUNTY	7,500.				PROJECT SUPPORT
(10)	HAMILTON COUNTY SPCA 3949 COLERAIN AVENUE CINCINNATI, OH 45223	31-0543284	501(C)(3)	10,000.				PROJECT SUPPORT
(11)	HAMPION CLASSIC HORSE SHOW, INC. P.O. BOX 3013 BRIDGEHAMPTON, NY 11932	11-2597077	501(C)(3)	15,000.				PROJECT SUPPORT
(12)	HAPPY TAILS PET-SANCTUARY 6001 FOLSOM BLVD. SACRAMENTO, CA 95819	68-0317260	501(C)(3)	11,014.				PROJECT SUPPORT

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(1)	HA_BISZANTZ_MEMORIAL_FOR_THOROUGHbred_RETIR_ PO BOX 210 TEHACHAPI, CA 93581	77-0569835	501(C)(3)	25,000.				PROJECT SUPPORT
(2)	HEADSBURG ANIMAL SHELTER PO BOX 42 HEADSBURG, CA 95448	94-1541169	501(C)(3)	17,000.				PROJECT SUPPORT
(3)	HEARTLAND_SPCA 5428 ANTILOCH DRIVE MERRIAM, KS 66202	05-0552529	501(C)(3)	9,200.				PROJECT SUPPORT
(4)	HEAVEN CAN WAIT SANCTUARY P.O. BOX 30158 LAS VEGAS, NV 89173	88-0450947	501(C)(3)	10,000.				PROJECT SUPPORT
(5)	HELEN WOODWARD ANIMAL CENTER P.O. BOX 64 RANCHO SANTA FE, CA 92067	23-7228287	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	HOPE FOR ANIMALS 1333 MAYCREST DRIVE FORT WAYNE, IN 46805	26-2466638	501(C)(3)	5,599.				PROJECT SUPPORT
(7)	HORSE FEATHERS EQUINE RESCUE INC P.O. BOX 1372 GUTHRIE, OK 73044	20-5165544	501(C)(3)	11,500.				PROJECT SUPPORT
(8)	HUMANE ALLIANCE 25 HERITAGE DRIVE ASHEVILLE, NC 28806	56-1856805	501(C)(3)	2,965,380.				PROJECT SUPPORT
(9)	HUMANE EDUCATION ADVOCATES REACHING TEACHER P.O. BOX 738 MAMARONECK, NY 10543	41-2055310	501(C)(3)	50,000.				PROJECT SUPPORT
(10)	HUMANE FARM ANIMAL CARE PO BOX 727 HERNDON, VA 20172-0727	47-0910622	501(C)(3)	165,000.				PROJECT SUPPORT
(11)	HUMANE NET, INC. P.O. BOX 714 SUMMERVILLE, SC 29485	56-2079206	501(C)(3)	191,183.				PROJECT SUPPORT
(12)	HUMANE OHIO 3131 TREMANSVILLE RD. TOLEDO, OH 43613	34-1897582	501(C)(3)	40,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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(1)	HUMANE RESEARCH COUNCIL P.O. BOX 6476 OLYMPIA, WA 98507-6476	01-0686889	501(C)(3)	10,000.				PROJECT SUPPORT
(2)	HUMANE SOCIETY FOR SOUTHWEST WASHINGTON 1100 NE 192ND AVENUE VANCOUVER, WA 98684	91-0759124	501(C)(3)	10,000.				PROJECT SUPPORT
(3)	HUMANE SPCA 121 HUMANE LANE COLUMBIA, SC 29209	57-0407367	501(C)(3)	5,750.				PROJECT SUPPORT
(4)	HUMANE SOCIETY OF AUSTIN & TRAVIS COUNTY 124 W ANDERSON LN AUSTIN, TX 78752-1104	74-6013665	501(C)(3)	15,000.				PROJECT SUPPORT
(5)	HUMANE SOCIETY OF BOULDER VALLEY 2323 55TH STREET BOULDER, CO 80301	84-0152768	501(C)(3)	17,500.				PROJECT SUPPORT
(6)	HUMANE SOCIETY OF BROWARD COUNTY FT LAUDERDALE, FL 33312-5913	59-6002321	501(C)(3)	143,500.				PROJECT SUPPORT
(7)	HUMANE SOCIETY GREATER MIAMI AND DADE COUNTY NORTH MIAMI BEACH, FL 33160-4309	59-0711176	501(C)(3)	464,578.				PROJECT SUPPORT
(8)	HUMANE SOCIETY OF NORTH TEXAS FORT WORTH, TX 76103	75-1245911	501(C)(3)	27,500.				PROJECT SUPPORT
(9)	HUMANE SOCIETY OF ROCHESTER AND MONROE COUNTIES 99 VICTOR RD FAIRPORT, NY 14450-9582	16-0743047	501(C)(3)	14,860.				PROJECT SUPPORT
(10)	HUMANE SOCIETY OF SOUTH MISSISSIPPI 2615 25TH AVE GULFPORT, MS 39501-4832	64-6034439	501(C)(3)	63,000.				PROJECT SUPPORT
(11)	HUMANE SOCIETY OF SOUTHERN ARIZONA 3450 N. KELVIN BOULEVARD TUSCON, AZ 85716	86-0112798	501(C)(3)	15,000.				PROJECT SUPPORT
(12)	HUMANE SOCIETY OF TAMPA 3607 N ARMENIA AVE TAMPA, FL 33607-1322	59-0799907	501(C)(3)	40,140.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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**SCHEDULE I
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Department of the Treasury
Internal Revenue Service

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Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	HUMANE SOCIETY OF THE PIKES PEAK REGION COLORADO SPRINGS, CO 80905-1800	53-0225390	501(C)(3)	30,000.				PROJECT SUPPORT
(2)	HUMANE SOCIETY OF THE PIKES PEAK REGION COLORADO SPRINGS, CO 80905-1800	84-0410111	501(C)(3)	22,400.				PROJECT SUPPORT
(3)	HUMANE SOCIETY OF THE WHITE MOUNTAINS LAKESIDE, AZ 85929	86-0250431	501(C)(3)	10,000.				PROJECT SUPPORT
(4)	HUMANE SOCIETY OF WESTERN MONTANA 5930 HIGHWAY 93 SOUTH MISSOULA, MT 59804	86-0250431	501(C)(3)	8,100.				PROJECT SUPPORT
(5)	JACKSON COUNTY - MS SPAY & NEUTER PROGRAM 5609 DEAD RIVER DR GAUTIER, MS 39553	80-0211523	501(C)(3)	6,500.				PROJECT SUPPORT
(6)	JACKSONVILLE HUMANE SOCIETY 8464 BEACH BOULEVARD JACKSONVILLE, FL 32216	59-0624410	501(C)(3)	10,500.				PROJECT SUPPORT
(7)	JOPLIN HUMANE SOCIETY INC 140 E. EMPEROR LANE JOPLIN, MO 64801	44-0664226	501(C)(3)	113,000.				PROJECT SUPPORT
(8)	KENTUCKY EQUINE HUMANE CENTER INC P.O. BOX 910124 LEXINGTON, KY 40591-0124	20-5883736	501(C)(3)	50,000.				PROJECT SUPPORT
(9)	L.I.C. PET TRANSPORT, INC. 10 EAST 39TH STREET NEW YORK, NY 10016	27-0969883		11,550.				PROJECT SUPPORT
(10)	LAKOTA ANIMAL CARE PROJECT 12506 WILLOW CREEK ROAD CUSTER, SD 57730	45-0551967	501(C)(3)	5,350.				PROJECT SUPPORT
(11)	LEFFERTS ANIMAL HOSPITAL 86-37 LEFFERTS BLVD RICHMOND HILL, NY 11418	11-2941456		6,323.				PROJECT SUPPORT
(12)	LEON COUNTY HUMANE SOCIETY 413 TIMBERLANE RD TALLHASSEE, FL 32312-1628	59-6138275	501(C)(3)	12,940.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	LITTLE FORK VOLUNTEER FIRE AND RESCUE COMPA 6011 RIXEYVILLE RD RIXEYVILLE, VA 22737	54-1702157	501(C)(3)	8,000.				PROJECT SUPPORT
(2)	LOS ANGELES ANIMAL ALLIANCE 2211 KINCLAIR DR PASADENA, CA 91107-1023	27-3652309	501(C)(3)	100,000.				PROJECT SUPPORT
(3)	LOUDOUN COUNTY ANIMAL SERVICES 39820 CHARLES TOWN PIKE WATERFORD, VA 20197	54-0948306	LOUDOUN COUNTY	10,000.				PROJECT SUPPORT
(4)	LOUISIANA SPCA 1700 MARDI GRAS BLVD. NEW ORLEANS, LA 70114	72-0471368	501(C)(3)	131,640.				PROJECT SUPPORT
(5)	LOVE AND HOPE ANIMAL SANCTUARY, INC 95 STEWART ROAD FRANKLIN, NY 13775	54-2096827	501(C)(3)	5,500.				PROJECT SUPPORT
(6)	LYNCHBURG HUMANE SOCIETY INC 3305 NAVAL RESERVE ROAD LYNCHBURG, VA 24501	54-0570901	501(C)(3)	10,000.				PROJECT SUPPORT
(7)	MASSACHUSETTS ANIMAL COALITION PO BOX 766 WESTBOROUGH, MA 01581	04-3540202	501(C)(3)	50,000.				PROJECT SUPPORT
(8)	MAUI HUMANE SOCIETY INC P.O. BOX 1047 PUUNENE, HI 96784	99-6000953	501(C)(3)	9,300.				PROJECT SUPPORT
(9)	MAYOR'S ALLIANCE FOR NYC'S ANIMALS CITY OF NEW YORK, NY 10001-7604	73-1653635	501(C)(3)	1,155,000.				PROJECT SUPPORT
(10)	MEDINA SPCA CITY OF NEW YORK, NY 10001-7604	34-1507786	501(C)(3)	10,000.				PROJECT SUPPORT
(11)	MERRIMACK RIVER FELINE RESCUE SOCIETY INC 63 ELM STREET SALISBURY, MA 01952	04-3172322	501(C)(3)	16,600.				PROJECT SUPPORT
(12)	METRO ANIMAL SHELTER 3140 35TH STREET TUSCALOOSA, AL 35401	63-1120822	501(C)(3)	10,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
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OMB No. 1545-0047

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(1)	MIAMI-DADE ANIMAL SERVICES 7401 NW 74TH STREET MIAMI, FL 33166	59-6000573	MIAMI	120,026.				PROJECT SUPPORT
(2)	MICHIGAN HUMANE SOCIETY BINGHAM FARMS, MI 48025-4509	38-1358206	501(C)(3)	13,000.				PROJECT SUPPORT
(3)	MIDATLANTIC HORSE RESCUE, INC. PO BOX 407 CHESAPEAKE CITY, MD 21915	27-3543490	501(C)(3)	33,000.				PROJECT SUPPORT
(4)	MISSISSIPPI STATE UNIVERSITY FOUNDATION INC PO DRAWER 6149 MISSISSIPPI STATE, MS 39762	64-0410581	501(C)(3)	100,000.				PROJECT SUPPORT
(5)	MISSOURIANS FOR THE PROTECTION OF DOGS PO BOX 300176 ST. LOUIS, MO 63130	27-1423987	501(C)(4)	67,700.				PROJECT SUPPORT
(6)	MOHAWK AND HUDSON RIVER HUMANE SOCIETY 3 OAKLAND AVENUE MENANDS, NY 12204	14-1338459	501(C)(3)	15,122.				PROJECT SUPPORT
(7)	MONTGOMERY SPCA PO BOX 484 AMSTERDAM, NY 12010	14-1383470	501(C)(3)	5,300.				PROJECT SUPPORT
(8)	MORRIS ANIMAL FOUNDATION 10200 EAST GIRARD AVENUE, B430	84-6032307	501(C)(3)	8,000.				PROJECT SUPPORT
(9)	MT. PLEASANT ANIMAL SHELTER INC EAST HANOVER, NJ 07936-0000	23-7189562	501(C)(3)	19,000.				PROJECT SUPPORT
(10)	NATIONAL ANIMAL CONTROL ASSOCIATION P.O. BOX 480851 KANSAS CITY, MO 64148	74-2158707	501(C)(3)	158,000.				PROJECT SUPPORT
(11)	NATIONAL HORSE SHOW ASSOCIATION OF AMERICA 5 MARY LN GREENVALE, NY 11548	13-2726232	501(C)(3)	25,000.				PROJECT SUPPORT
(12)	NEBRASKA HUMANE SOCIETY 8929 FORT ST. OMAHA, NE 68134-2842	47-0378997	501(C)(3)	13,772.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
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2011

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Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

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(1)	NEW VOCATION RACEHORSE ADOPTION PROGRAM 3293 WRIGHT RD LAURA, OH 45337	31-1681380	501(C)(3)	40,000.				PROJECT SUPPORT
(2)	NEW YORKERS FOR CLEAN, LIVABLE AND SAFE ST NEW YORK, NY 10036	26-3207326		100,000.				PROJECT SUPPORT
(3)	NOAH'S ARK ANIMAL WELFARE ASSOCIATION, INC. 1915 ROUTE 46 WEST LEDGEWOOD, NJ 07852	22-6089276	501(C)(3)	5,500.				PROJECT SUPPORT
(4)	NORTHEAST NEBRASKA HUMANE SOCIETY POB 663 NORFOLK, NE 68702	47-0792814	501(C)(3)	5,500.				PROJECT SUPPORT
(5)	NORTHWEST ORGANIZATION FOR ANIMAL HELP 31300 BRANDSTROM ROAD STANWOOD, WA 98292	91-1362069	501(C)(3)	12,000.				PROJECT SUPPORT
(6)	OCEAN STATE ANIMAL COALITION 235 ELM ST. WARWICK, RI 02888	26-4536470	501(C)(3)	7,500.				PROJECT SUPPORT
(7)	OKLAHOMA THOROUGHBRED RETIREMENT PROGRAM, LT. 25362 MACARTHUR AVE BLANCHARD, OK 73010	26-1078792	501(C)(3)	15,000.				PROJECT SUPPORT
(8)	OLD FRIENDS, INC. 1841 PAYNES DEPOT ROAD GEORGETOWN, KY 40324	20-0049798	501(C)(3)	50,000.				PROJECT SUPPORT
(9)	OMEGA HORSE RESCUE AND REHABILITATION CENTE 8272 WOODBINE ROAD AIRVILLE, PA 17302	27-2849659	501(C)(3)	5,200.				PROJECT SUPPORT
(10)	ONE LOVE ANIMAL HOSPITAL 317 ATLANTIC AVE BROOKLYN, NY 11201	27-2480601		85,812.				PROJECT SUPPORT
(11)	OREGON HUMANE SOCIETY PO BOX 11364 PORTLAND, OR 97211	93-0386880	501(C)(3)	180,500.				PROJECT SUPPORT
(12)	OSBORNE STABLES EQUINE RESCUE, INC. CITY OF SOUTHERLAND SPRINGS, TX 78161-0206	54-2137205	501(C)(3)	10,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
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2011

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Department of the Treasury
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Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
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Employer identification number
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(1) P.E.T.S. LOW COST SPAY AND NEUTER CLINIC PO BOX 4669 WICHITA FALLS, TX 76308	68-0648159	501(C)(3)	10,000.				PROJECT SUPPORT
(2) PEGGY ADAMS ANIMAL RESCUE LEAGUE WEST PALM BEACH, FL 33409	59-0637811	501(C)(3)	12,000.				PROJECT SUPPORT
(3) PENINSULA SPCA NEWPORT NEWS, VA 23601	54-0676370	501(C)(3)	10,000.				PROJECT SUPPORT
(4) PEOPLE FOR ANIMALS INC 401 HILLSIDE AVENUE HILLSIDE, NJ 07205	22-2331492	501(C)(3)	25,790.				PROJECT SUPPORT
(5) PET CONNECTIONS, INC. 9777 SEAAKA STREET DOWNEY, CA 90241	27-4345049	501(C)(3)	100,000.				PROJECT SUPPORT
(6) PET HELPERS INC. 1447 FOLLY RD. CHARLESTON, SC 29412-9509	57-0802283	501(C)(3)	24,255.				PROJECT SUPPORT
(7) PET PROJECT RESCUE PO BOX 582861 MINNEAPOLIS, MN 55458	27-0158014	501(C)(3)	6,000.				PROJECT SUPPORT
(8) PET SAVERS PO BOX 11555 SPOKANE, WA 99211	91-1741239	501(C)(3)	64,145.				PROJECT SUPPORT
(9) PETCO FOUNDATION 9125 REHCO ROAD SAN DIEGO, CA 92121	33-0845930	501(C)(3)	20,000.				PROJECT SUPPORT
(10) PIGS INC. A SANCTUARY 1112 PERSIMMON LANE SHEPHERDSTOWN, WV 25443	55-0724626	501(C)(3)	9,500.				PROJECT SUPPORT
(11) PLAQUEMINES ANIMAL WELFARE SOCIETY P.O. BOX 83 BELLE CHASE, LA 70037	46-0519776	501(C)(3)	7,200.				PROJECT SUPPORT
(12) PREMIER CATS AND KITTENS PO BOX 6763 VACAVILLE, CA 95696	27-0486933	501(C)(3)	6,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2011

**Open to Public
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Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
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Department of the Treasury
Internal Revenue Service
Name of the organization
CRUELTY TO ANIMALS

THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

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- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
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(1)	PROSPECT MOUNTAIN THERAPEUTIC RIDING 7471 FM 3094 S CURRY, TX 75158	20-8992679	501(C)(3)	7,500.				PROJECT SUPPORT
(2)	PUERTO RICO ANIMAL WELFARE SOCIETY INC PAWS ISABELA, PR 00662-0000	66-0588444	501(C)(3)	5,500.				PROJECT SUPPORT
(3)	RAMONA HUMANE SOCIETY, INC 690 HUMANE WAY SAN JACINTO, CA 92583	23-7374470	501(C)(3)	28,000.				PROJECT SUPPORT
(4)	RANCH HAND RESCUE 8827 HIGHWAY 377 S ARGYLE, TX 76226	26-4610450	501(C)(3)	6,500.				PROJECT SUPPORT
(5)	RED OAK HERITAGE FOUNDATION 706 WEST 2ND STREET RED OAK, IA 51566	42-1393844	501(C)(3)	7,075.				PROJECT SUPPORT
(6)	REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS, CA 95616	94-6036494	501(C)(3)	107,500.				PROJECT SUPPORT
(7)	RELLYS RANCH- HORSE RESCUE AND REHAB 1721 FM 54 ABERNATHY, TX 79311	26-4511854	501(C)(3)	7,500.				PROJECT SUPPORT
(8)	REKUN INC PO BOX 113 HELMETTA, NJ 08828	61-1336739	501(C)(3)	35,500.				PROJECT SUPPORT
(9)	RESCUE RANCH INC P.O. BOX 527 MCRAE, GA 31055	42-1598987	501(C)(3)	11,000.				PROJECT SUPPORT
(10)	RETURN TO FREEDOM, AMERICAN WILD HORSE SANC PO BOX 926 LOMPOC, CA 93438-0926	06-1484961	501(C)(3)	67,000.				PROJECT SUPPORT
(11)	RICHMOND SPCA 2519 HERMITAGE ROAD RICHMOND, VA 23220	54-0506328	501(C)(3)	23,746.				PROJECT SUPPORT
(12)	RING DOG RESCUE INC PO BOX 28632 HENRICO, VA 23228	61-1522182	501(C)(3)	15,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
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Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
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(1)	RIVERSIDE COUNTY DEPARTMENT OF ANIMAL SERVICE 6851 VAN BUREN BLVD. RIVERSIDE, CA 92509	95-6000930	RIVERSIDE COUNT	26,000.				PROJECT SUPPORT
(2)	ROGUE VALLEY HUMANE SOCIETY P.O. BOX 951 GRANTS PASS, OR 97528	93-0558872	501(C)(3)	10,000.				PROJECT SUPPORT
(3)	SACRAMENTO COUNTY ANIMAL CARE 3839 BRADSHAW ROAD SACRAMENTO, CA 95827	94-6000529	SACRAMENTO COUN	5,889.				PROJECT SUPPORT
(4)	SACRAMENTO SPCA SACRAMENTO, CA 95828	94-1312343	501(C)(3)	219,163.				PROJECT SUPPORT
(5)	SANTA ANA FRIENDS FOR THE ANIMALS 60 CIVIC CENTER PLAZA SANTA ANA, CA 92701	87-0713815	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	SANTA FE ANIMAL SHELTER INC. 100 CAJA DEL RIO ROAD SANTA FE, NM 87507	85-6000484	501(C)(3)	92,000.				PROJECT SUPPORT
(7)	SAVE A PET RESCUE ADOPTION AND TRANSPORT IN P.O. BOX 9323 DOTHAN, AL 36304	20-1285614	501(C)(3)	31,000.				PROJECT SUPPORT
(8)	SCOTT COUNTY HUMANE SOCIETY INC POST OFFICE BOX 821 GEORGETOWN, KY 40324	31-1090052	501(C)(3)	12,800.				PROJECT SUPPORT
(9)	SCRAPS HOPE FOUNDATION 2521 N FLORA RD SPOKANE VLY, WA 99216-1806	26-4118735	501(C)(3)	34,369.				PROJECT SUPPORT
(10)	SEAN CASEY ANIMAL RESCUE 153 E. 3RD ST BROOKLYN, NY 11218	35-2244558	501(C)(3)	9,754.				PROJECT SUPPORT
(11)	SECOND CHANCE ANIMAL SHELTER INC P.O. BOX 136 EAST BROOKFIELD, MA 01515	04-3490671	501(C)(3)	9,000.				PROJECT SUPPORT
(12)	SHELBY HUMANE SOCIETY 381 MCDOW ROAD COLUMBIANA, AL 35051	63-0817987	501(C)(3)	147,837.				PROJECT SUPPORT

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**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
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(1)	SHELTER_OUTREACH_SERVICES_(SOS) 78 DODGE RD ITHACA, NY 14850	06-1697719	501(C)(3)	45,369.				PROJECT SUPPORT
(2)	SHELTER_OUTREACH_SERVICES_OF_OHIO COLUMBUS, OH 43229	71-1018725	501(C)(3)	5,480.				PROJECT SUPPORT
(3)	SECA-DORCHESTER PO BOX 1116 SUMMERVILLE, SC 29484	57-0620182	501(C)(3)	10,000.				PROJECT SUPPORT
(4)	SPCA OF UPSTATE P. O. BOX 171 HUDSON FALLS, NY 12839	14-1649520	501(C)(3)	10,000.				PROJECT SUPPORT
(5)	SOCIETY OF ANIMAL WELFARE ADMINISTRATORS SURPRISE, AZ 85374	41-1618666	501(C)(6)	20,000.				PROJECT SUPPORT
(6)	SOUTH SUBURBAN HUMANE SOCIETY CHICAGO HEIGHTS, IL 60411	23-7165004	501(C)(3)	7,000.				PROJECT SUPPORT
(7)	SOUTHEAST LLAMA RESCUE INC 678 MILL CREEK RD LURAY, VA 22835	56-2272041	501(C)(3)	20,000.				PROJECT SUPPORT
(8)	SOUTHEAST VOLUNTA HUMANE SOCIETY 1200 S GLENCOE RD NEW SMYRNA, FL 32168-8437	59-1148843	501(C)(3)	7,725.				PROJECT SUPPORT
(9)	SOUTHERN PINES ANIMAL SHELTER PO BOX 2021 HATTIESBURG, MS 39403	64-0514796	501(C)(3)	11,500.				PROJECT SUPPORT
(10)	SPARTANBURG HUMANE SOCIETY 150 DEXTER RD SPARTANBURG, SC 29303-2088	57-0481019	501(C)(3)	5,500.				PROJECT SUPPORT
(11)	SPAY AND NEUTER KANSAS CITY PO BOX 410303 KANSAS CITY, MO 64141	82-0563117	501(C)(3)	27,855.				PROJECT SUPPORT
(12)	SPAY-NEUTER ASSISTANCE PROGRAM INC P.O. BOX 70286 HOUSTON, TX 77270	76-0608925	501(C)(3)	15,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	SPCA OF TEXAS 2400 LONE STAR DR. DALLAS, TX 75212	75-1216660	501(C)(3)	15,000.				PROJECT SUPPORT
(2)	SPCA TAMPA BAY 9099 130TH AVE NORTH LARGO, FL 33773	59-0715928	501(C)(3)	31,000.				PROJECT SUPPORT
(3)	SPOKANE HUMANE SOCIETY 6607 N HAYANA SPOKANE, WA 99217	91-0565011	501(C)(3)	33,969.				PROJECT SUPPORT
(4)	SPOKANIMAL CARE 710 N NAPA ST SPOKANE, WA 99202-2867	91-1223929	501(C)(3)	67,208.				PROJECT SUPPORT
(5)	SPRING FARM CENTER ALT RESEARCH ED SANCTUAR. 3364 STATE ROUTE 12 CLINTON, NY 13323	16-1388835	501(C)(3)	10,000.				PROJECT SUPPORT
(6)	SPRINGFIELD ANIMAL ADVOCACY FOUNDATION 1600 NORTH WASHINGTON SPRINGFIELD, MO 65803	26-4015205	501(C)(3)	5,429.				PROJECT SUPPORT
(7)	ST HUBERT'S GIRALDA PO BOX 159 MADISON, NJ 07940	22-1627726	501(C)(3)	24,675.				PROJECT SUPPORT
(8)	STAMP OUT STARVATION OF HORSES, INC. 1111 JOHN WOOD RD. CLARKESVILLE, GA 30523	27-3761254	501(C)(3)	6,000.				PROJECT SUPPORT
(9)	SUMTER COUNTY ANIMAL CONTROL SERVICES 819 CR 529 LAKE PANASOFFREE, FL 33538	59-6000865	SUMTER COUNTY	10,000.				PROJECT SUPPORT
(10)	SUMTER DISASTER ANIMAL RESPONSE TEAM 720 EAST SOUTHLAND AVE BUSHNELL, FL 33513	20-4474480	501(C)(3)	23,708.				PROJECT SUPPORT
(11)	TABBYS PLACE A CAT SANCTUARY INC 1100 US HIGHWAY 202 RINGOES, NJ 08551-1050	22-3695520	501(C)(3)	7,650.				PROJECT SUPPORT
(12)	TAILS HUMANE SOCIETY 2250 BARBER GREENE RD DEKALB, IL 60115	36-4334785	501(C)(3)	9,150.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047
2011
Open to Public
Inspection

Department of the Treasury
Internal Revenue Service
Name of the organization
THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	TALLAHASSEE LEON COMMUNITY ANIMAL SERVICE C 1125 EASTERWOOD DRIVE TALLAHASSEE, FL 32311	59-6000435	TALLAHASSEE	7,128.				PROJECT SUPPORT
(2)	TEXAS HUMANE LEGISLATION NETWORK INC DALLAS, TX 75225-5860	75-2236932		46,667.				PROJECT SUPPORT
(3)	THE ANIMAL RIGHTS ALLIANCE INC PO BOX 185 WARWICK, NY 10990	13-3269965	501(C)(3)	23,500.				PROJECT SUPPORT
(4)	THE BRIGHTER DAYS HORSE REFUGE INC 682 KRAUSE ROAD PIPE CREEK, TX 78063	74-2479203	501(C)(3)	12,500.				PROJECT SUPPORT
(5)	THE CAT NETWORK INC PO BOX 347228 MIAMI, FL 33234	65-0597008	501(C)(3)	86,253.				PROJECT SUPPORT
(6)	THE EXCELLER FUND INC P.O. BOX 4237 LEXINGTON, KY 40544	75-2937532	501(C)(3)	20,000.				PROJECT SUPPORT
(7)	THE FOUNDATION OF ANIMAL CARE AND EDUCATION 10455 SORRENTO VALLEY ROAD SUITE 208	20-5333261	501(C)(3)	25,000.				PROJECT SUPPORT
(8)	THE HUMANE SOCIETY FOR GREATER SAVANNAH INC 7215 SALLIE MOOD DR. SAVANNAH, GA 31406	58-0619035	501(C)(3)	42,500.				PROJECT SUPPORT
(9)	THE PENNSYLVANIA SPCA 350 E. ERIE AVENUE PHILADELPHIA, PA 19134	23-1352269	501(C)(3)	6,000.				PROJECT SUPPORT
(10)	THE SCIENCE AND CONSERVATION CENTER INC 2100 SOUTH SHILOH ROAD BILLINGS, MT 59106	81-0539631	501(C)(3)	150,000.				PROJECT SUPPORT
(11)	THROWAWAY PONIES 2368 E. FM 552 ROCKWALL, TX 75087	75-3201156	501(C)(3)	7,500.				PROJECT SUPPORT
(12)	TOBY WELLS FOUNDATION DBA BLUE APPLE RANCH 17083 OLD COACH ROAD POWAY, CA 92064	33-0946627	501(C)(3)	100,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	TOMPKINS COUNTY SPCA 1640 HANSHAW ROAD ITHACA, NY 14850	15-0624378	501(C)(3)	40,000.				PROJECT SUPPORT
(2)	TONY LA RUSSA'S ANIMAL RESCUE FOUNDATION 2890 MITCHELL DR WALNUT CREEK, CA 94598	68-0240341	501(C)(3)	36,516.				PROJECT SUPPORT
(3)	TREE HOUSE HUMANE SOCIETY 1212 W. GARMEN AVE CHICAGO, IL 60640	23-7444825	501(C)(3)	8,500.				PROJECT SUPPORT
(4)	TRIPLE ME MAC EQUINE SANCTUARY P.O. BOX 66 BULVERDE, TX 78163	26-4004212	501(C)(3)	11,500.				PROJECT SUPPORT
(5)	TRUE INNOCENTS EQUINE RESCUE CITY OF RIVERSIDE, CA 92509	33-0814719	501(C)(3)	7,500.				PROJECT SUPPORT
(6)	TUFTS UNIVERSITY NORTH GRAFTON, MA 01536	04-2103634	501(C)(3)	17,044.				PROJECT SUPPORT
(7)	TUNICA HUMANE SOCIETY P.O. BOX 236 TUNICA, MS 38676	26-3100061	501(C)(3)	8,000.				PROJECT SUPPORT
(8)	UNIVERSITY OF FLORIDA GAINESVILLE, FL 32608	59-6002052	501(C)(3)	99,000.				PROJECT SUPPORT
(9)	UNIVERSITY OF FLORIDA FOUNDATION GAINESVILLE, FL 32610	59-0974739	501(C)(3)	309,478.				PROJECT SUPPORT
(10)	VERMONT HUMANE FEDERATION PO BOX 311 WATERBURY, VT 05676	03-6006500	501(C)(3)	10,000.				PROJECT SUPPORT
(11)	VICKSBURG WARREN HUMANE SOCIETY VICKSBURG, MS 39180	23-7282951	501(C)(3)	10,000.				PROJECT SUPPORT
(12)	VIRGINIA ANIMAL FIGHTING TASK FORCE 450 TV DRIVE VIRGINIA BEACH, VA 23453	26-0198079	501(C)(3)	20,000.				PROJECT SUPPORT

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2011

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Department of the Treasury
Internal Revenue Service

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. Yes No

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	VIRGINIA BEACH SPCA 3040 HOLLAND ROAD VIRGINIA BEACH, VA 23453	54-6061532	501(C)(3)	10,000.				PROJECT SUPPORT
(2)	WASHINGTON ANIMAL RESCUE LEAGUE WASHINGTON, DC 20011	53-0162440	501(C)(3)	44,924.				PROJECT SUPPORT
(3)	WASHINGTON HUMANE SOCIETY 7319 GEORGIA AVE NW WASHINGTON, DC 20012	53-0219724	501(C)(3)	7,000.				PROJECT SUPPORT
(4)	WAYSIDE WAIFS, INC. KANSAS CITY, MO 64137	44-0605374	501(C)(3)	70,000.				PROJECT SUPPORT
(5)	WILLIAMSON COUNTY HUMANE SOCIETY LEANDER, TX 78641	74-2069592	501(C)(3)	18,500.				PROJECT SUPPORT
(6)	WISCONSIN HUMANE SOCIETY MILWAUKEE, WI 53208-3156	39-0810533	501(C)(3)	26,955.				PROJECT SUPPORT
(7)	WISE EQUINE SANCTUARY OF TEXAS PO BOX 4 LILLIAN, TX 76061	38-3735417	501(C)(3)	10,000.				PROJECT SUPPORT
(8)	WORLD SOCIETY FOR THE PROTECTION OF ANIMALS 89 SOUTH ST., STE 201 BOSTON, MA 02111	04-2718182	501(C)(3)	50,000.				PROJECT SUPPORT
(9)	YOUR VOTE COUNTS P.O. BOX 300046 ST. LOUIS, MO 63130	27-5278582		50,000.				PROJECT SUPPORT
(10)	YOUTH ALTERNATIVES INGRAHAM 50 LYDIA LANE SOUTH PORTLAND, ME 04106	01-0316041	501(C)(3)	10,000.				PROJECT SUPPORT
(11)								
(12)								

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 257
- 3 Enter total number of other organizations listed in the line 1 table 17

Schedule I (Form 990) (2011)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

GRANT MAKING

SEE SCHEDULE O

**SCHEDULE J
(Form 990)**

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization **THE AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS**

Employer identification number
13-1623829

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--------------------------------------------------------------------|--------------------------------------------------------------------------|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.

- | | |
|---------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2011

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 EDWIN SAYRES	(i) 437,500. (ii) 0 (iii) 0	125,000. 0 0	3,564. 0 0	31,772.	16,749.	614,585.	
2 JULIA NELSON	(i) 214,823. (ii) 0 (iii) 0	0 0 0	1,038. 0 0	31,812.	7,266.	223,127.	
3 STEVEN HANSEN	(i) 312,058. (ii) 0 (iii) 0	0 0 0	95,652. 0 0	1,127.	3,058.	442,580.	
4 ELIZABETH ESTROFF	(i) 239,244. (ii) 0 (iii) 0	0 0 0	506. 0 0	5,662.	13,690.	254,567.	
5 LOUISE MURRAY	(i) 227,494. (ii) 0 (iii) 0	0 0 0	725. 0 0	25,944.	12,546.	246,427.	
6 LEROY MURRAY	(i) 196,967. (ii) 0 (iii) 0	0 0 0	2,625. 0 0	31,172.	4,011.	229,547.	
7 STEPHEN MUSSO	(i) 237,182. (ii) 0 (iii) 0	0 0 0	1,156. 0 0	8,611.	16,365.	285,875.	
8 MELISSA NORDEN	(i) 214,265. (ii) 0 (iii) 0	0 0 0	390. 0 0	8,172.	9,894.	233,160.	
9 MATTHEW BERSHADKER	(i) 203,723. (ii) 0 (iii) 0	0 0 0	406. 0 0	9,458.	12,926.	225,227.	
10 TODD HENDRICKS	(i) 238,135. (ii) 0 (iii) 0	0 0 0	213. 0 0	8,697.	13,224.	261,030.	
11 JULIE MORRIS	(i) 217,980. (ii) 0 (iii) 0	0 0 0	2,788. 0 0	8,664.	14,886.	244,351.	
12 JULIO CARBONELL	(i) 213,617. (ii) 0 (iii) 0	0 0 0	1,933. 0 0	8,442.	20,035.	244,249.	
13 STEPHEN ZAWISTOWSKI	(i) 201,000. (ii) 0 (iii) 0	5,000. 0 0	1,893. 0 0	25,008.	323.	211,658.	
14 SEAN O'CONNOR	(i) 187,187. (ii) 0 (iii) 0	0 0 0	389. 0 0	20,520.	19,874.	212,450.	
15 RANDALL LOCKWOOD	(i) 189,769. (ii) 0 (iii) 0	0 0 0	2,583. 0 0	7,174.	20,520.	237,880.	
16 STEVEN B. FROEHLICH	(i) 166,739. (ii) 0 (iii) 0	10,000. 0 0	272. 0 0	19,619.	19,619.	203,804.	

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

TUITION ASSISTANCE

SCHEDULE J, PART II

IN ADDITION TO THE STANDARD EMPLOYEE BENEFIT PACKAGE, JULIE MORRIS

RECEIVED NONTAXABLE QUALIFIED TUITION REIMBURSEMENT.

**SCHEDULE M
(Form 990)**

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.

OMB No. 1545-0047

2011

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Name of the organization **THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS**

Employer identification number
13-1623829

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	35	566,984	COST OR SALE PRICE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29	
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30 a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

b If "Yes," describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32 a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b If "Yes," describe in Part II.

33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

	Yes	No
30 a		X
31	X	
32 a		X

For Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule M (Form 990) (2011)

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Name of the organization THE AMERICAN SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS

Employer identification number
13-1623829

FORM 990, PART III, LINE 4A

MEDIA & COMMUNICATIONS (EXPENSES: 30,502,366) INCLUDES ACTIVITIES TO
CREATE PUBLIC AWARENESS OF ANIMAL-RELATED ISSUES. NATIONAL MEDIA EXPOSURE
INCREASED 50% AND TOTAL MEDIA EXPOSURE INCREASED 42% IN 2011, COMPARED TO
2010. THIS TRANSLATED INTO MANY OPPORTUNITIES FOR MEMBERS OF THE PUBLIC,
LEGISLATORS AND DONORS TO SEE OR HEAR THE ASPCA'S HUMANE MESSAGES.

IN JOPLIN, MISSOURI, AFTER A MASSIVE TORNADO DESTROYED NEARLY 7,000
HOMES, THE ASPCA'S MEDIA AND COMMUNICATIONS TEAM WORKED CLOSELY WITH THE
ORGANIZATION'S FIELD INVESTIGATIONS & RESPONSE TEAM AND THE JOPLIN HUMANE
SOCIETY DURING A SIX-WEEK LONG OPERATION. THE ASPCA'S COLLECTIVE RESPONSE
CULMINATED IN A TWO-DAY ADOPTION EVENT THAT WAS FEATURED ON NBC NIGHTLY
NEWS. THIS HELPED IT PLACE 745 HOMELESS DOGS AND CATS WITH LOVING NEW
PARENTS. THE ASPCA'S WORK IN JOPLIN WAS COVERED IN 1,500 MEDIA STORIES OF
WHICH MORE THAN 300 RAN IN NATIONAL MEDIA OUTLETS.

THE ASPCA'S \$100K CHALLENGE IS A NATIONAL COMPETITION TO INSPIRE ANIMAL
SHELTERS TO INCREASE PET ADOPTIONS, REUNITE MORE PETS WITH THEIR FAMILIES
AND SAVE MORE ANIMALS. NATIONAL COVERAGE OF THIS EVENT IN PARADE MAGAZINE
AND ON PARADE.COM ELEVATED THE CONTEST AND THE ASPCA BRAND. MEDIA
COVERAGE SURROUNDING THE \$100K CHALLENGE GENERATED 491 MILLION
"OPPORTUNITIES TO SEE" THE ASPCA BRAND IN 1,536 UNIQUE MEDIA PLACEMENTS.

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THIS YEAR, THE ASPCA LAUNCHED THE NOPETSTOREPUPPIES.COM CAMPAIGN. ULTIMATELY 52,000 PEOPLE SIGNED THE ASPCA'S "NO PET STORE PUPPIES" PLEDGE. IN ADDITION, AN INTEGRATED MEDIA STRATEGY THAT INCLUDED EARNED MEDIA, PAID ONLINE MEDIA AND LOCAL BILLBOARD ADVERTISING, BROUGHT INTENSE PUBLIC PRESSURE TO BEAR ON LOCAL PET STORES ATTEMPTING TO SELL PUPPIES. THE ASPCA ACHIEVED AN HISTORIC VICTORY WHEN A MAJOR PUPPY RETAIL CHAIN GAVE IN TO THAT PUBLIC PRESSURE AND ANNOUNCED THAT IT WOULD NO LONGER SELL PUPPIES IN ITS STORES.

FORM 990, PART III, LINE 4B

ANIMAL HEALTH SERVICES (REVENUE: 14,900,407. EXPENSES: 28,910,948) INCLUDES THE BERGH MEMORIAL ANIMAL HOSPITAL IN NEW YORK CITY, AN AAHA CERTIFIED SMALL ANIMAL MEDICAL, SURGICAL AND EMERGENCY FACILITY. IN 2011, STAFFED BY 21 VETERINARIANS (INCLUDING BOARD-CERTIFIED SPECIALISTS IN INTERNAL MEDICINE AND SURGERY) AS WELL AS 31 LICENSED VETERINARY TECHNICIANS, THE ASPCA RESPONDED TO 4,909 EMERGENCIES, AN INCREASE OF 7% OVER 2010, AND THROUGH THE TROOPER FUND, PROVIDED LIFE-SAVING HEALTH CARE TO 1,560 NEEDY PETS, WHICH IS AN INCREASE OF 16% COMPARED TO 2010. IN ADDITION, APPROXIMATELY 2,867 ASPCA ADOPTION CENTER ANIMALS RECEIVED THIS EXPERT CARE AT THE HOSPITAL.

A FEW REMARKABLE DEVELOPMENTS DURING 2011: THE ASPCA'S VETERINARIANS PLAYED A KEY ROLE IN THE FIRST CRIMINAL PROSECUTIONS FOR ANIMAL CRUELTY IN NYC WHERE DNA ANALYSIS WAS ACCEPTED AS EVIDENCE; A NEW PROGRAM IN WHICH VOLUNTEERS NURTURED, EXERCISED AND TRAINED ANIMALS VICTIMIZED BY CRUELTY AND NEGLECT AND LAUNCHED A NEW DOG-RUNNING PROGRAM; OPERATION

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PIT, WHICH WAS LAUNCHED IN 2010, HAS EXCEEDED ITS GOAL: 632 PIT BULLS WERE SPAYED, NEUTERED, VACCINATED AND MICROCHIPPED, WHICH EXCEEDS THE PROGRAM'S PROJECTION FOR 2011 BY 26%.

THE ANIMAL POISON CONTROL CENTER (APCC): OUR 24-HOUR TELEPHONE HOTLINE IN URBANA, IL RESPONDS TO MORE THAN 13,000 PET EMERGENCIES EACH MONTH FOR EMERGENCY ANIMAL TOXICOLOGY TREATMENT, ANIMAL BEHAVIOR AND SHELTER VETERINARY SERVICES. IT IS THE NATION'S LEADING ANIMAL POISON CONTROL FACILITY. APCC IS STAFFED 24/7 WITH 27 DEDICATED VETERINARIANS AND 45 VETERINARY TECHNICIANS AND ASSISTANTS. THEIR EXPERTISE IS ENHANCED BY THE ASPCA'S ANTOX SYSTEM, WHICH IS AN ADVANCED SCIENTIFIC DATABASE THAT IDENTIFIES THE TOXIC EFFECTS OF CERTAIN SUBSTANCES IN ANIMALS. DURING 2011, APCC RECEIVED 240,095 CALLS AND OPENED 165,957 CASES INVOLVING 121,729 ANIMALS.

THE ASPCA MOBILE SPAY/NEUTER PROGRAM HAS FIVE MOBILE VETERINARY CLINICS PROVIDING SPAY/NEUTER SURGERIES OPERATING IN THE FIVE BOROUGHES OF NEW YORK CITY; IT CONTINUES TO OFFER FREE AND LOW-COST SPAY/NEUTER SERVICES TO UNDERSERVED COMMUNITIES. SPAY/NEUTER SURGERIES NOT ONLY SERVE TO CONTROL ANIMAL OVERPOPULATION, BUT ARE OFTEN MEDICALLY BENEFICIAL FOR ANIMALS, PLACING THEM AT LOWER RISK FOR INFECTION AND DISEASE. TWO THOUSAND ELEVEN SAW THE INTRODUCTION OF OPERATION PIT AT A NEW FACILITY, A STATIONARY CLINIC IN GLENDALE, NY. AT THIS LOCATION, THE ASPCA CONDUCTS SPAY/NEUTER SURGERIES ON AN AVERAGE OF 100 PIT BULLS AND PIT MIXES EACH MONTH. AT THE NATIONAL LEVEL, THE ASPCA NATIONAL SPAY/NEUTER PROJECT HAS

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EXPANDED ITS OUTREACH AND IS NOW WORKING IN ARIZONA, COLORADO, MISSOURI
AND NEW MEXICO. THIS PROJECT HAS TOUCHED THE LIVES OF APPROXIMATELY
23,000 ANIMALS IN 2011.

FORM 990, PART III, LINE 4C

COMMUNITY OUTREACH (EXPENSES: 16,584,978) INCLUDES A STATE-OF-THE-ART
ANIMAL ADOPTION CENTER IN NEW YORK CITY AND EXTENSIVE OUTREACH, EDUCATION
AND TRAINING PROGRAMS IN COMMUNITIES THROUGHOUT THE UNITED STATES. DURING
2011, THE ASPCA ADOPTION CENTER FOUND HOMES FOR 3,360 CATS AND DOGS. THE
ASPCA ADOPTION CENTER ALSO TOOK IN 1,591 ANIMALS FROM ANIMAL CARE &
CONTROL OF NEW YORK CITY, MANY OF WHOM WERE AT RISK OF EUTHANASIA.

AS PART OF THE TROOPER PROGRAM, THE ASPCA ADOPTION CENTER SHELTERED AND
TREATED 59 CRITICALLY INJURED ANIMALS, THE MAJORITY OF WHICH HAD BEEN HIT
BY AUTOMOBILES.

THE ASPCA'S TEAM OF ANIMAL BEHAVIOR COUNSELORS WORKED WITH BEHAVIORALLY
CHALLENGED ANIMALS. THEY PERFORMED APPROXIMATELY 5,644 BEHAVIOR
MODIFICATION TREATMENTS TO THESE ANIMALS. COUNSELORS CONSULTED WITH
ADOPTERS ON 986 DOG CASES AND 176 CAT CASES TO ENSURE THAT THE ANIMALS'
BEHAVIORAL NEEDS WOULD BE THOROUGHLY UNDERSTOOD BY THEIR NEW PARENTS.

THE ASPCA LAUNCHED ITS ANIMAL RELOCATION INITIATIVE DURING 2011. THE
RELOCATION TEAM FACILITATED THE MOVEMENT OF 866 ANIMALS FROM SOURCE
SHELTERS IN 13 STATES TO 36 DESTINATION SHELTERS IN 16 STATES. THE
RELOCATION TEAM BEGAN THE DEVELOPMENT OF A MODEL RELOCATION TRANSPORT

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PROGRAM IN CALIFORNIA, LOUISIANA, MASSACHUSETTS, NEW MEXICO, NEW JERSEY, OKLAHOMA AND TENNESSEE. COLLECTIVELY THOSE RELOCATIONS SAVED THE LIVES OF APPROXIMATELY 8,000 ANIMALS.

THE ASPCA PARTNERSHIP WORKS WITH NINE COMMUNITIES ACROSS THE COUNTRY WHERE THE ANIMAL WELFARE COMMUNITY NEEDS OUR HELP TO IMPLEMENT INITIATIVES TO BOOST THE LIVE RELEASE RATES FOR COMPANION ANIMALS. THE ORGANIZATION COLLABORATES WITH THESE PARTNERS TO DEVELOP SUSTAINABLE DATA-DRIVEN PLANS AND PROGRAMS THAT HELP REUNITE LOST ANIMALS WITH THEIR FAMILIES, INCREASE ADOPTION RATES, ESTABLISH TARGETED SPAY/NEUTER PROGRAMS AND HELP FERAL CATS THROUGH TRAP-NEUTER-RETURN AND COMMUNITY CAT PROGRAMS. THE ASPCA INVESTS IN THESE PROGRAMS THROUGH GRANTS, CAPACITY BUILDING, STAFF EXPERTISE TRAINING AND STRATEGIC PLANNING. DURING 2011, THE ASPCA CONDUCTED THE ASPCA \$100K CHALLENGE FOR THE SECOND YEAR. SHELTER RESEARCH AND DEVELOPMENT BEGAN WORK ON THE "X MAPS SPOT" PROJECT, WHICH USES GEOGRAPHIC INFORMATION SYSTEM TECHNOLOGY TO IDENTIFY SHELTER ANIMALS AT HIGH RISK AND APPLY INNOVATIVE INTERVENTION TECHNIQUES AND VETERINARY OUTREACH TO PROVIDE EDUCATION AND TRAINING TO MORE THAN 10,000 VETERINARY AND SHELTER PROFESSIONALS.

THE EQUINE FUND PROVIDES GRANTS TO NON-PROFIT EQUINE WELFARE ORGANIZATIONS IN THE U.S. DURING 2011, THE ASPCA AWARDED \$1.68 MILLION THROUGH 183 GRANTS TO EQUINE RESCUE GROUPS IN 38 STATES, WHICH WAS A \$600,000 INCREASE COMPARED TO 2010.

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FORM 990, PART III, LINE 4D

ANTI-CRUELTY PROGRAMS (ANTI CRUELTY EXPENSE: 31,249,913, INCLUDING GRANTS OF 15,050,627) IN 2011, THE ASPCA FIELD INVESTIGATIONS AND RESPONSE (FIR) TEAM ASSISTED 33,459 ANIMALS IN NEED AND RESCUED 6,124 ANIMALS. THE FIR TEAM ALSO CONSULTED ON 115 CRUELTY CASES INVOLVING PUPPY MILLS, HOARDERS, ANIMAL FIGHTING AND SINGLE ACTS OF ABUSE AND/OR NEGLECT. FROM APRIL THROUGH AUGUST, THE FIR TEAM RESPONDED TO 15 NATURAL DISASTERS.

THE FIR TEAM'S WORK DURING THE TORNADO CRISIS IN JOPLIN, MISSOURI DESERVES SPECIAL MENTION. EFFORTS INCLUDED MANAGING MORE THAN 1,300 ANIMALS IN THE EMERGENCY SHELTER, TAKING PART IN FIELD RESCUES AND ESTABLISHING A DISTRIBUTION CENTER TO PROVIDE SUPPLIES TO AREA RESIDENTS AND ANIMAL WELFARE ORGANIZATIONS THROUGHOUT THE MIDWEST. THE MAIN GOAL IN JOPLIN WAS TO REUNITE ANIMALS WITH THEIR OWNERS. THE FIR TEAM'S RESPONSE TO THE JOPLIN TORNADO WAS LAUDED BY BOTH FEMA AND THE DEPARTMENT OF HOMELAND SECURITY AND SET A NEW STANDARD FOR DISASTER RESPONSE FOR THE NATION'S ANIMAL WELFARE COMMUNITY.

DURING 2011, THE ASPCA ANTI-CRUELTY BEHAVIOR (ACB) TEAM RESCUED, EVALUATED AND REHABILITATED THOUSANDS OF ANIMALS. THE ACB TEAM EVALUATED 1,192 ANIMAL VICTIMS OF CRUELTY AND PROVIDED EXPERT WITNESS TESTIMONY IN A HIGHLY PUBLICIZED COLORADO DOG-FIGHTING CASE.

IN 2011, THE ASPCA CREATED A LEGAL ADVOCACY DEPARTMENT TO PROVIDE EXPERT LEGAL ASSISTANCE IN ANIMAL CRUELTY CASES. OVER NINE MONTHS, THE NEW DEPARTMENT TOOK PART IN 20 ANIMAL CRUELTY INVESTIGATIONS, PLUS

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PROSECUTIONS INVOLVING LARGE-SCALE PUPPY MILLS, HOARDERS AND EQUINE
CRUELTY CASES.

THE ASPCA'S HUMANE LAW ENFORCEMENT (HLE) DEPARTMENT INVESTIGATED 4,494
CASES OF ANIMAL CRUELTY, MADE 56 ARRESTS AND REMOVED 546 AT-RISK ANIMALS
FROM ALLEGEDLY ABUSIVE OWNERS. HLE RESPONDED TO NEARLY 40,000 CALLS,
EMAILS AND LETTERS FROM THE PUBLIC. IN ADDITION, HLE CONDUCTED 204
CARRIAGE-HORSE INSPECTIONS AND MADE NEARLY 150 VISITS TO HOARDERS.

IN 2011, THE ASPCA WAS ABLE TO GIVE \$15.1 MILLION IN GRANTS TO ANIMAL
WELFARE ORGANIZATIONS ACROSS THE COUNTRY, THE GREATEST AMOUNT EVER
AWARDED BY THE ORGANIZATION. THE ASPCA MADE 1,270 GRANTS TO MORE THAN 740
DIFFERENT ORGANIZATIONS IN ALL 50 STATES, THE DISTRICT OF COLUMBIA,
PUERTO RICO, THE U.S. VIRGIN ISLANDS AND GUAM. GRANTS WERE PROVIDED TO
ANIMAL SHELTERS, HUMANE LAW ENFORCEMENT AGENCIES, RESCUE GROUPS, CLINIC
AND MOBILE SPAY/NEUTER PROVIDERS AND ACADEMIC INSTITUTIONS, AMONG OTHERS.
GRANT MONIES UNDERWROTE ADOPTION EVENTS, ANTI-CRUELTY INITIATIVES,
EMERGENCY VETERINARY CARE, DISASTER RESPONSE, SPAY/NEUTER PROGRAMS,
HUMANE EDUCATION AND OTHER PROGRAMS.

FORM 990, PART IV, LINE 2

THE ASPCA IS NOT REQUIRED TO COMPLETE SCHEDULE B FOR THE PERIOD ENDED
DECEMBER 31, 2011, IN ACCORDANCE WITH THE FORM 990 AND 990 SCHEDULE B
INSTRUCTIONS, BECAUSE NO ONE CONTRIBUTOR DONATED, IN THE AGGREGATE, AN
AMOUNT GREATER THAN 2% OF THE TOTAL CONTRIBUTIONS RECEIVED BY THE
ORGANIZATION DURING THE YEAR.

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FORM 990, PART VI, LINE 6

THE ASPCA HAS TWO CATEGORIES OF MEMBERS, "GOVERNING MEMBERS" AND "MEMBERS", BUT ONLY GOVERNING MEMBERS HAVE VOTING RIGHTS. THE ASPCA'S GOVERNING MEMBERS CONSIST OF THOSE PERSONS WHO ARE CURRENTLY SERVING AS MEMBERS OF THE BOARD OF DIRECTORS. ONLY GOVERNING MEMBERS HAVE THE RIGHT TO ELECT THE MEMBERS OF THE BOARD OF DIRECTORS UNDER THE ASPCA'S BY-LAWS. THE ASPCA'S "MEMBERS" CONSIST OF ONE OR MORE MEMBERSHIP CATEGORIES (E.G., CHAMPIONS, BENEFACTORS, SPONSORS, ASSOCIATES, FRIENDS, JUNIORS, ETC.) AS MAY BE ESTABLISHED FROM TIME TO TIME BY THE BOARD OF DIRECTORS. WITH THE EXCEPTION OF THOSE MEMBERS WHO ARE ALSO GOVERNING MEMBERS, NO "MEMBER" HAS THE RIGHT TO VOTE ON THE ELECTION OF DIRECTORS. ANY CONTRIBUTOR OVER AGE 18 WHO MAKES A DONATION OF \$25 OR MORE TO THE ASPCA IS DEEMED A "MEMBER".

FORM 990, PART VI, LINE 11B

THE FORM 990 WAS PREPARED BY A NATIONALLY-REOWNED ACCOUNTING FIRM IN CONJUNCTION WITH THE ORGANIZATION'S FINANCIAL DEPARTMENT. THE DRAFT OF THE FORM 990 IS REVIEWED BY SENIOR MANAGEMENT, AS WELL AS LEGAL COUNSEL, AND A COPY IS PROVIDED TO THE FULL BOARD OF DIRECTORS PRIOR TO ITS FILING WITH THE INTERNAL REVENUE SERVICE.

FORM 990, PART VI, LINE 12C

ALL DIRECTORS, OFFICERS AND KEY EMPLOYEES COMPLETE A WRITTEN CONFLICT OF INTEREST QUESTIONNAIRE AND DECLARATION ANNUALLY THAT IS REVIEWED BY THE CORPORATE COUNSEL AND, WHERE NECESSARY, THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS. ANY POTENTIAL CONFLICTS ARE ADDED TO RECORDS MAINTAINED BY

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ASPCA'S LEGAL DEPARTMENT.

FORM 990, PART VI, LINE 15

THE EXECUTIVE COMMITTEE OF THE ASPCA BOARD IS THE COMPENSATION-SETTING BODY THAT REVIEWS AND APPROVES THE COMPENSATION OF CERTAIN SENIOR MEMBERS OF THE ASPCA STAFF. THE PRESIDENT/CEO MAKES RECOMMENDATIONS TO THE COMMITTEE REGARDING THE TOTAL COMPENSATION OF THE STAFF LISTED BELOW (WITH THE EXCEPTION OF HIS/HER OWN COMPENSATION). THE COMMITTEE REVIEWS AND APPROVES, ON AN ANNUAL BASIS, THE COMPENSATION OF THE FOLLOWING STAFF MEMBERS: PRESIDENT/CEO; CHIEF FINANCIAL OFFICER; AND CURRENT KEY EMPLOYEES (EARNING OVER \$150,000 AND HAVING SIGNIFICANT ORGANIZATIONAL RESPONSIBILITIES). A STAFF COMMITTEE, CONSISTING OF THE VP OF HUMAN RESOURCES, CHIEF FINANCIAL OFFICER, AND MANAGER OF COMPENSATION AND BENEFITS, OBTAINS APPROPRIATE COMPARABILITY DATA FOR THE POSITIONS UNDER REVIEW AND PROVIDES SUCH DATA TO THE EXECUTIVE COMMITTEE OF THE BOARD. SUCH COMPARABILITY DATA IS BASED ON INDUSTRY SURVEYS, DOCUMENTED COMPENSATION OF PERSONS HOLDING SIMILAR POSITIONS IN SIMILAR ORGANIZATIONS, AND/OR OUTSIDE COMPENSATION STUDIES BY INDEPENDENT EXPERTS. THE COMMITTEE REVIEWS THE COMPARABILITY DATA, DELIBERATES, AND VOTES ON WHETHER TO APPROVE THE COMPENSATION. THE PERSON WHOSE COMPENSATION IS UNDER REVIEW DOES NOT PARTICIPATE IN THE DELIBERATIONS, EXCEPT THAT SUCH PERSON MAY ANSWER QUESTIONS THAT WILL HELP THE COMMITTEE IN ITS DELIBERATIONS. THE COMMITTEE DOCUMENTS THE BASIS FOR ITS DETERMINATION CONCURRENTLY WITH THE APPROVAL OF THE COMPENSATION INCLUDING: 1. THE TERMS OF THE APPROVED COMPENSATION AND THE DATE APPROVED; 2. THE NAMES OF MEMBERS OF THE COMMITTEE WHO WERE PRESENT

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DURING DISCUSSION OF THE COMPENSATION AND THOSE WHO VOTED ON IT; 3. THE COMPARABILITY DATA THAT WAS RELIED UPON BY THE COMMITTEE AND HOW SUCH DATA WAS OBTAINED; AND 4. ANY ACTIONS TAKEN BY A MEMBER OF THE COMMITTEE HAVING A CONFLICT OF INTEREST. THE COMMITTEE MUST THEN APPROVE THE DOCUMENTATION WITHIN A REASONABLE PERIOD OF TIME AFTER ITS PREPARATION.

FORM 990, PART VI, LINE 19

AUDITED FINANCIAL STATEMENTS, CERTIFICATE OF INCORPORATION AND BY-LAWS ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST AND THROUGH CHARITABLE REGISTRATION REQUIREMENTS IN OVER 40 STATES. THE ASPCA MAKES ITS FORM 990 AVAILABLE TO THE PUBLIC BY RETAINING A COPY AT ITS PLACE OF BUSINESS AND PLACING A COPY ON ITS OWN WEBSITE. THE FORM 990 IS LIKEWISE PUBLISHED ON THE INTERNET AT WWW.GUIDESTAR.ORG.

FORM 990, PART XI, LINE 5

OTHER CHANGES IN NET ASSETS

UNREALIZED LOSS ON INVESTMENTS	(4,640,562)
PENSION RELATED CHARGES OTHER THAN PERIODIC PENSION COST	(2,492,054)
UNREALIZED LOSS ON BENEFICIAL INTEREST IN PERPETUAL TRUST	(720,820)

	(7,853,436)

SCHEDULE G, PART II

THE ASPCA REPORTS ALL EXPENDITURES RELATED TO ITS SPECIAL EVENT'S FUNCTIONS AS "OTHER DIRECT EXPENSES" ON SCHEDULE G, PART II, LINE 9. ALL COSTS OF RUNNING THESE SPECIAL EVENTS ARE USUALLY INVOICED AS ONE FEE BY

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THE VENDOR, SO THAT THE RENTAL, FOOD AND OTHER COSTS ARE INEXTRICABLY BUNDLED AND FURTHER CATEGORIZATION ON SCHEDULE G, PART II, IS IMPOSSIBLE.

SCHEDULE I, PART IV - SUPPLEMENTAL INFORMATION

ASPCA GRANTS PROVIDE SUPPORT TO A VARIETY OF U.S.-BASED NON-PROFIT ANIMAL WELFARE ORGANIZATIONS THROUGH CASH AWARDS, SPONSORSHIPS, EXECUTIVE AND TECHNICAL ASSISTANCE AND TRAINING. THE ASPCA DOES NOT ACCEPT UNSOLICITED GRANT PROPOSALS BY MAIL, ELECTRONICALLY, OR IN ANY FORMAT OTHER THAN BY SUBMITTING A LETTER OF INQUIRY THROUGH ITS WEBSITE.

THE ASPCA CAREFULLY CONSIDERS A NUMBER OF FACTORS IN ITS GRANT REVIEW PROCESS. AMONG THOSE FACTORS IS AN ORGANIZATION'S ABILITY TO DEMONSTRATE ITS STABILITY AND PROFESSIONALISM. ORGANIZATIONS THAT CAN DEMONSTRATE THE FOLLOWING QUALIFICATIONS IN THEIR APPLICATION ARE IN THE BEST POSITION TO RECEIVE FUNDING FROM THE ASPCA IN A TIMELY MANNER:

- ACCESS TO OTHER SOURCES OF FUNDING
- ACTIVE FUNDRAISING EFFORTS
- COLLABORATION WITH OTHER ANIMAL WELFARE ORGANIZATIONS
- UP-TO-DATE AND ACCURATE WEBSITE.

THE ASPCA'S FUNDING PRIORITIES INCLUDE GRANTS FOR THE FOLLOWING PURPOSES:

- ANTI-CRUELTY EFFORTS
- EMERGENCY AND DISASTER RESPONSE AND PREPAREDNESS

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- EQUINE PROJECTS
- SHELTER AND SPAY/NEUTER PROGRAMS
- RESEARCH

GENERAL FUNDING RESTRICTIONS:

- ORGANIZATIONS WHOSE MISSION IS UNRELATED TO ANIMAL WELFARE
- MULTI-YEAR GRANTS IN EXCESS OF THREE (3) YEARS
- INDIVIDUALS, PRIVATE FOUNDATIONS, ENDOWMENTS, CHURCHES OR RELIGIOUS PROGRAMS, FRATERNAL, SOCIAL OR LABOR ORGANIZATIONS
- GRANTS TO GROUPS WITH UNUSUALLY HIGH FUNDRAISING OR ADMINISTRATIVE EXPENSES
- POLITICAL PARTIES, CANDIDATES, OR LOBBYING ACTIVITIES
- TRAVEL FUNDS FOR TOURS, EXHIBITIONS OR TRIPS BY INDIVIDUALS OR SPECIAL INTEREST GROUPS
- ORGANIZATIONS THAT DISCRIMINATE BASED ON RACE, COLOR, RELIGION, SEXUAL ORIENTATION, NATIONAL ORIGIN, OR ANY OTHER AREAS COVERED BY ANY APPLICABLE FEDERAL, STATE, OR LOCAL LAWS
- ORGANIZATIONS BASED OUTSIDE THE UNITED STATES EXCEPT IN EXTRAORDINARY CIRCUMSTANCES
- INDIVIDUAL ANIMALS
- START-UP ORGANIZATIONS

THE ASPCA CONDUCTS REGULAR REVIEWS OF ITS APPLICANTS' NON-PROFIT STATUS.

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GRANTEES ARE EXPECTED TO REPORT BACK TO THE ASPCA WITH RESPECT TO THE USE
OF THE GRANT FUNDS FOR THE PURPOSES REQUESTED.

ATTACHMENT 1FORM 990, PART VI, LINE 17 - STATES

AL, AK, AZ, AR, CA, CO, CT, DE,
DC, FL, GA, HI, ID, IL, IN, KS, KY, LA, ME, MD, MA, MI,
MN, MS, MO, MT, NE, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA,
RI, SC, SD, TN, UT, VT, VA, WA, WV, WI, WY

ATTACHMENT 2990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
EAGLE-COM 641 LEXINGTON AVENUE 15TH FLOOR NEW YORK, NY 10022	MEDIA SERVICES	13,489,827.
TRUE NORTH INC 630 THIRD AVENUE. 12TH FLR NEW YORK, NY 10017	MEDIA SERVICES	6,786,825.
SMS DIRECT 8461 VIRGINIA MEADOWS DRIVE MANASSASS, VA 20109	DIRECT MARKETING	3,175,339.
PATTON KIEHL 17026 BULL CHURCH ROAD WOODFORD, VA 22580	DIRECT MARKETING	2,651,644.
THE CALMARK GROUP 4 INTERPLEX DRIVE TREVOSE, PA 19053	MAILSHOP SERVICES	2,464,024.
TOTAL COMPENSATION		<u>28,567,659.</u>