

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047

2006

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2006 calendar year, or tax year beginning JUL 1, 2006 **and ending** JUN 30, 2007

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization DAVE THOMAS FOUNDATION FOR ADOPTION		D Employer identification number 31-1356151
		Number and street (or P.O. box if mail is not delivered to street address) 4150 TULLER ROAD, SUITE 204		E Telephone number (614) 764-8454
		City or town, state or country, and ZIP + 4 DUBLIN, OH 43017		F Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations.

H(a) Is this a group return for affiliates? Yes No

H(b) If "Yes," enter number of affiliates: N/A

H(c) Are all affiliates included? (If "No," attach a list.) N/A Yes No

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

G Website: DAVETHOMASFOUNDATIONFORADOPTION.ORG

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

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

I Group Exemption Number N/A

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12: 16,018,982.

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

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

Revenue	1	Contributions, gifts, grants, and similar amounts received:			
	a	Contributions to donor advised funds	1a		
	b	Direct public support (not included on line 1a)	1b	815,099.	
	c	Indirect public support (not included on line 1a)	1c		
	d	Government contributions (grants) (not included on line 1a)	1d		
	e	Total (add lines 1a through 1d) (cash \$ 815,099. noncash \$)	1e		815,099.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		
	3	Membership dues and assessments	3		
	4	Interest on savings and temporary cash investments	4		91,649.
	5	Dividends and interest from securities	5		300,367.
	6a	Gross rents	6a		
	b	Less: rental expenses	6b		
c	Net rental income or (loss). Subtract line 6b from line 6a	6c			
7	Other investment income (describe)	7			
8a	Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
		6,495,053.	8a		
		6,152,268.	8b		
		342,785.	8c		
d	Net gain or (loss). Combine line 8c, columns (A) and (B) STMT 2	8d		342,785.	
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
a	Gross revenue (not including \$ 207,691. of contributions reported on line 1b)	9a	8,316,814.		
b	Less: direct expenses other than fundraising expenses	9b	617,041.		
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c	SEE STATEMENT 3	7,699,773.	
10a	Gross sales of inventory, less returns and allowances	10a			
		b	Less: cost of goods sold	10b	
		c	Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c	
11	Other revenue (from Part VII, line 103)	11			
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12		9,249,673.	
Expenses	13	Program services (from line 44, column (B))	13		9,523,693.
	14	Management and general (from line 44, column (C))	14		405,742.
	15	Fundraising (from line 44, column (D))	15		533,141.
	16	Payments to affiliates (attach schedule)	16		
	17	Total expenses. Add lines 16 and 44, column (A)	17		10,462,576.
Net Assets	18	Excess or (deficit) for the year. Subtract line 17 from line 12	18		<1,212,903.>
	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		9,051,909.
	20	Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 4	20		451,873.
	21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21		8,290,879.

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule) (cash \$ 0 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b Other grants and allocations (attach schedule) (cash \$ 7,085,230 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>	7,085,230.	7,085,230.		
23 Specific assistance to individuals (attach schedule)				
24 Benefits paid to or for members (attach schedule)				
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A	141,718.	55,052.	54,779.	31,887.
25b Compensation of former officers, directors, key employees, etc. listed in Part V-B	0.	0.	0.	0.
25c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
26 Salaries and wages of employees not included on lines 25a, b, and c	659,605.	447,561.	136,700.	75,344.
27 Pension plan contributions not included on lines 25a, b, and c	15,868.	10,277.	3,323.	2,268.
28 Employee benefits not included on lines 25a-27	116,243.	91,370.	15,225.	9,648.
29 Payroll taxes	60,958.	36,649.	16,876.	7,433.
30 Professional fundraising fees	32,500.			32,500.
31 Accounting fees	22,784.	1,087.	21,697.	
32 Legal fees	5,321.	595.	2,201.	2,525.
33 Supplies	30,225.	13,637.	9,235.	7,353.
34 Telephone	5,964.	4,358.	1,061.	545.
35 Postage and shipping	104,730.	85,536.	11,698.	7,496.
36 Occupancy				
37 Equipment rental and maintenance				
38 Printing and publications	12,641.	8,837.	1,174.	2,630.
39 Travel	63,428.	54,696.	4,467.	4,265.
40 Conferences, conventions, and meetings	12,152.	9,597.	1,615.	940.
41 Interest				
42 Depreciation, depletion, etc. (attach schedule)	335,090.	5,697.	28,745.	300,648.
43 Other expenses not covered above (itemize):				
a				
b				
c				
d				
e				
f				
g SEE STATEMENT 5	1,758,119.	1,613,514.	96,946.	47,659.
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	10,462,576.	9,523,693.	405,742.	533,141.

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

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

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

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

What is the organization's primary exempt purpose? SEE ATTACHED - STATEMENT 15	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
a SEE ATTACHED - STATEMENT 15	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	1,605,643.
b SEE ATTACHED - STATEMENT 15	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	7,428,340.
c SEE ATTACHED - STATEMENT 15	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	207,771.
d SEE ATTACHED - STATEMENT 15	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	281,939.
e Other program services (attach schedule)	
(Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	9,523,693.

Form 990 (2006)

Part IV Balance Sheets (See the instructions.)

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

		(A) Beginning of year		(B) End of year		
Assets	45	Cash - non-interest-bearing	4,317,245.	45	2,929,309.	
	46	Savings and temporary cash investments		46		
	47 a	Accounts receivable	47a			
	b	Less: allowance for doubtful accounts	47b		47c	
	48 a	Pledges receivable	48a	875,286.		
	b	Less: allowance for doubtful accounts	48b		48c	
	49	Grants receivable		52,391.	49	875,286.
	50 a	Receivables from current and former officers, directors, trustees, and key employees			50a	
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)			50b	
	51 a	Other notes and loans receivable	51a			
	b	Less: allowance for doubtful accounts	51b		51c	
	52	Inventories for sale or use		12,350.	52	119,955.
	53	Prepaid expenses and deferred charges		2,100.	53	8,770.
	54 a	Investments - publicly-traded securities STMT 8 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		5,768,954.	54a	6,608,671.
	b	Investments - other securities			54b	
55 a	Investments - land, buildings, and equipment: basis STMT 7			55a		
b	Less: accumulated depreciation			55b	55c	
56	Investments - other SEE STATEMENT 9		901,374.	56	2,427,606.	
57 a	Land, buildings, and equipment: basis	57a	762,988.			
b	Less: accumulated depreciation STMT 10	57b	639,509.	57c	123,479.	
58	Other assets, including program-related investments (describe ▶ DEPOSITS)		77.	58	77.	
59	Total assets (must equal line 74). Add lines 45 through 58		11,470,603.	59	13,093,153.	
Liabilities	60	Accounts payable and accrued expenses		60	67,210.	230,396.
	61	Grants payable		61	2,218,000.	4,408,200.
	62	Deferred revenue			62	
	63	Loans from officers, directors, trustees, and key employees			63	
	64 a	Tax-exempt bond liabilities			64a	
	b	Mortgages and other notes payable			64b	
	65	Other liabilities (describe ▶ ACCRUED LIABILITIES)		133,484.	65	163,678.
66	Total liabilities. Add lines 60 through 65		2,418,694.	66	4,802,274.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.					
	67	Unrestricted		67	8,730,341.	7,980,879.
	68	Temporarily restricted		68	321,568.	310,000.
	69	Permanently restricted			69	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.					
	70	Capital stock, trust principal, or current funds			70	
	71	Paid-in or capital surplus, or land, building, and equipment fund			71	
	72	Retained earnings, endowment, accumulated income, or other funds			72	
	73	Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)		9,051,909.	73	8,290,879.
	74	Total liabilities and net assets/fund balances. Add lines 66 and 73		11,470,603.	74	13,093,153.

Part VI Other Information (continued) Yes No

82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X	
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	2,942,389.	
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A	
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a	N/A	
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85b	N/A	
If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.				
c	Dues, assessments, and similar amounts from members	85c	N/A	
d	Section 162(e) lobbying and political expenditures	85d	N/A	
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A	
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A	
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A	
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a	N/A	
b	Gross receipts, included on line 12, for public use of club facilities	86b	N/A	
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a	N/A	
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	N/A	
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88a		X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.			
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.	
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.	
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e		X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f		X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g		X
90 a	List the states with which a copy of this return is filed ▶ OH			
b	Number of employees employed in the pay period that includes March 12, 2006	90b		10
91 a	The books are in care of ▶ STEVEN MEIER, FINANCE DIRECTOR Telephone no. ▶ 614-764-8441 Located at ▶ 4150 TULLER ROAD, SUITE 204, DUBLIN, OH ZIP + 4 ▶ 43017			
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	91b		X
	If "Yes," enter the name of the foreign country ▶ N/A			
See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c Yes No
 If "Yes," enter the name of the foreign country N/A

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here
 and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	91,649.	
96 Dividends and interest from securities			14	300,367.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	342,785.	
101 Net income or (loss) from special events			02	7,699,773.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		8,434,574.	0.
105 Total (add line 104, columns (B), (D), and (E))					8,434,574.

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

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

Line No. Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).

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

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

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

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

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

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

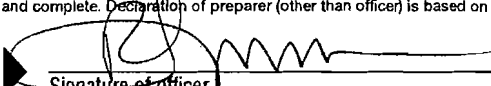
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	Yes	No
a	----- -----					
b	----- -----					
c	----- -----					
Totals						


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

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	Yes	No
a	----- -----					
b	----- -----					
c	----- -----					
Totals						

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

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

Please Sign Here:  11.7.07
 Signature of officer Date
 Rita L. Soronen Executive Director
 Type or print name and title

Paid Preparer's Use Only: Preparer's signature  Date 11-6-07 Check if self-employed Preparer's SSN or PTIN (See Gen. Inst. X)
 Firm's name (or yours if self-employed), address, and ZIP + 4: SCHNEIDER DOWNS & CO., INC.
 41 S. HIGH ST., STE. 2100
 COLUMBUS, OH 43215
 EIN: Phone no. (614) 621-4060

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

OMB No. 1545-0047

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

2006

Department of the Treasury
Internal Revenue Service

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

Name of the organization

DAVE THOMAS FOUNDATION FOR ADOPTION

Employer identification number

31 1356151

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
CONSTANCE ACKERT 4150 TULLER ROAD, SUITE 204, DUBLIN,	A.			
STEVEN MEIER 4150 TULLER ROAD, SUITE 204, DUBLIN,	A.			
ROBIN CAMPBELL 4150 TULLER ROAD, SUITE 204, DUBLIN,	M			
JENNIFER CONNERY 4150 TULLER ROAD, SUITE 204, DUBLIN,	I			
REBECCA LUSK 4150 TULLER ROAD, SUITE 204, DUBLIN,	I			
Total number of other employees paid over \$50,000 ▶				

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

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
MORGAN STANLEY 41 SOUTH HIGH STREET, SUITE 2700, COLUMBUS, OH 43	INVESTMENT MANAGEMENT FEES	60,451.
Total number of others receiving over \$50,000 for professional services ▶ 0		

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

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
GMMB, INC P.O. BOX 7777, PHILADELPHIA, PA 19175-0061	PUBLIC RELATIONS AND PROJECT MGT	514,333.
THE URBAN INSTITUTE P.O. BOX 7273, DEPT A-1, WASHINGTON, DC 20044	RESEARCH EVALUATION OF WWK	200,000.
CHILD TRENDS, INC. 4301 CONNECTICUT AVENUE, N.W., SUITE 350, WASHING	RESEARCH EVALUATION OF WWK	162,750.
TRIAGE ENTERTAINMENT, INC. 6701 CENTER DRIVE WEST, SUITE 1111, LOS ANGELES,	HOME FOR THE HOLIDAYS PRODUCTI	155,287.
HARRIS INTERACTIVE DEPT. 70, P.O. BOX 8000, BUFFALO, NY 14267	RESEARCH FOR ADOPTIONS ATTITUD	90,402.
Total number of other contractors receiving over \$50,000 for other services ▶ 2		

Part III Statements About Activities (See page 2 of the instructions.)		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		X
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property?		X
b	Lending of money or other extension of credit?		X
c	Furnishing of goods, services, or facilities?		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? SEE PART V-A, FORM 990	X	
e	Transfer of any part of its income or assets?		X
3	a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)		
	SEE STATEMENT 14	X	
b	Did the organization have a section 403(b) annuity plan for its employees?	X	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement		X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?		X
4	a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g		X
b	Did the organization make any taxable distributions under section 4966?		X
c	Did the organization make a distribution to a donor, donor advisor, or related person?		X
d	Enter the total number of donor advised funds owned at the end of the tax year		0
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year		0.
f	Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts		0.
g	Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year		0.

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)

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

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

Provide the following information about the supported organizations. (See page 7 of the instructions.)

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

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 7 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) **Use cash method of accounting.**
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	2,064,415.	531,242.	1,315,701.	318,604.	4,229,962.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	366,457.	754,600.	3,469,769.	3,189,023.	7,779,849.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	274,212.	99,373.	144,992.	46,898.	565,475.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	2,705,084.	1,385,215.	4,930,462.	3,554,525.	12,575,286.
24 Line 23 minus line 17	2,338,627.	630,615.	1,460,693.	365,502.	4,795,437.
25 Enter 1% of line 23	27,051.	13,852.	49,305.	35,545.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a N/A
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b N/A
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					26d N/A
e Public support (line 26c minus line 26d total)					26e N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f N/A %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: (2005) 714,295. (2004) 0. (2003) 0. (2002) 23,478.					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2005) 1,214,968. (2004) 133,615. (2003) 806,583. (2002) 259,168.					
c Add: Amounts from column (e) for lines: 15 4,229,962. 16 _____ 17 7,779,849. 20 _____ 21 _____					27c 12,009,811.
d Add: Line 27a total 737,773. and line 27b total 2,414,334.					27d 3,152,107.
e Public support (line 27c total minus line 27d total)					27e 8,857,704.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f 12,575,286.
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 70.4374%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h 4.4967%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Part V Private School Questionnaire (See page 9 of the instructions.)

N/A

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

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)			
.....			
.....			
.....			
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions?		
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)			
.....			
.....			
33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities?		
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)			
.....			
.....			
34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended?		
If you answered "Yes" to either 34a or b, please explain using an attached statement.			
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 10 of the instructions.)

N/A

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for all electing organizations
		N/A	
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	
41	Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is - The lobbying nontaxable amount is - Net over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 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	41	
42	Grassroots nontaxable amount (enter 25% of line 41)	42	
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

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

4-Year Averaging Period Under Section 501(h)

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

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45	Lobbying nontaxable amount				0.
46	Lobbying ceiling amount (150% of line 45(e))				0.
47	Total lobbying expenditures				0.
48	Grassroots nontaxable amount				0.
49	Grassroots ceiling amount (150% of line 48(e))				0.
50	Grassroots lobbying expenditures				0.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers		X	
b Paid staff or management (Include compensation in expenses reported on lines c through h.)		X	
c Media advertisements		X	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements		X	
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
i Total lobbying expenditures (Add lines c through h.)			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

FOOTNOTES

STATEMENT 1

EXPLANATION OF RELATIONSHIP
PART V-A, LINE 75B

TWELVE OF THE FOURTEEN TRUSTEES ARE AFFILIATED TO WENDY'S
INTERNATIONAL AS CURRENT EMPLOYEES, FORMER EMPLOYEES,
SUPPLIERS, THOMAS FAMILY MEMBERS, OR FRANCHISEES.

FORM 990	GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES	STATEMENT	2
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DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
SALE OF SECURITIES	6,495,053.	6,152,268.	0.	342,785.
TO FORM 990, PART I, LINE 8	6,495,053.	6,152,268.	0.	342,785.

FORM 990	SPECIAL EVENTS AND ACTIVITIES	STATEMENT	3
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DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
CANISTER PROGRAM	2887096.		2887096.	153369.	2733727.
HALLOWEEN COUPON BOOKS	1595152.		1595152.	52,215.	1542937.
DAVE THOMAS MEMORIAL CLASSIC (MINNEAPOLIS, MN)	622,400.		622,400.	750.	621,650.
PIN-UP FUNDRAISING EVENTS	120,840.		120,840.		120,840.
WENDY'S THREE TOUR CHALLENGE	1224283.		1224283.	119976.	1104307.
BRIAD GOLF TOURNAMENT	233,792.		233,792.		233,792.
DAVE THOMAS MEMORIAL CLASSIC (FT. WAYNE, IN)	40,886.		40,886.		40,886.
MASTERCARD INTERNATIONAL WENDY'S PROMOTION	108,981.	108,981.			0.
WENDY'S CHARITY GOLF CLASSIC	103,000.		103,000.	241.	102,759.
HATS OFF TO DAVE PGA TOUR, INC. - CHAMPIONS TOUR SKINS TOURNAMENT	110,926.		110,926.		110,926.
OTHER GOLF EVENTS	88,500.	88,500.			0.
WENDY'S INTERNATIONAL HQ FUNDRAISERS	3,904.		3,904.		3,904.
DAVE THOMAS CELEBRITY COOK-OFFS	9,954.		9,954.		9,954.
BUSCH ENTERTAINMENT PROMOTIONS	13,108.		13,108.		13,108.
FATHER'S DAY FROSTY WEEKEND	68,259.		68,259.	35,000.	33,259.
A WAITING CHILD GOLF CLASSIC	844,525.		844,525.	251662.	592,863.
OTHER WENDY'S SYSTEM EVENTS	40,000.		40,000.		40,000.
SIX FLAG PROMOTIONS	69,460.		69,460.		69,460.
SALE OF WENDY'S ORANGE COUNTY CHOPPER	16,813.		16,813.		16,813.
RHODE ISLAND WENDY'S CO-OP LOCAL PROMOTION	47,000.		47,000.		47,000.
	51,100.		51,100.		51,100.

DAVE THOMAS FOUNDATION FOR ADOPTION

31-1356151

MIDDLE TENNESSEE GOLF FAIR	45,000.		45,000.		45,000.
VALENTINE'S DAY PROMOTIONS	34,767.		34,767.		34,767.
WENDY'S INTERNATIONAL ONLINE FRANCHISEE AUCTION COLUMBUS, GA CHARITY GOLF TOURNAMENT	31,500.		31,500.	3,828.	27,672.
ATLANTA WENDY'S CO-OP GOLF TOURNAMENT	22,508.		22,508.		22,508.
KINGS ISLAND CUP PROGRAM	16,140.		16,140.		16,140.
WENDY'S CHILI OPEN	12,500.		12,500.		12,500.
ALABAMA CHARITY GOLF CLASSIC	12,157.		12,157.		12,157.
ITALIAN GATHERING CAR SHOW	12,000.		12,000.		12,000.
LEGOLAND HOLIDAY TREE LIGHTING CEREMONY	10,210.	10,210.			0.
RICH PAIS IRONMAN CHARITY CHALLENGE	4,342.		4,342.		4,342.
TO FM 990, PART I, LINE 9	8524505.	207,691.	8316814.	617041.	7699773.

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

DESCRIPTION	AMOUNT
UNREALIZED GAIN/LOSS ON INVESTMENT	451,873.
TOTAL TO FORM 990, PART I, LINE 20	451,873.

FORM 990 OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
PUBLIC RELATIONS / ADVERTISING	608,000.	605,730.	2,270.	
RESEARCH AND PROGRAM EVALUATION	511,678.	511,678.		
PROGRAM MATERIALS	392,183.	392,183.		
PROGRAM TRAINING	70,513.	70,513.		
INVESTMENT MANAGER FEES	60,451.		60,451.	
FUNDRAISING MATERIALS	18,744.			18,744.

DAVE THOMAS FOUNDATION FOR ADOPTION

31-1356151

MEMBERSHIP DUES	13,700.	9,580.	2,875.	1,245.
COPIER CHARGES	12,504.	9,366.	1,889.	1,249.
PROMOTIONAL MERCHANDISE	10,622.	8,325.	1,895.	402.
BAD DEBTS	10,000.			10,000.
CONSULTING EXPENSES	8,422.	2,000.	6,422.	
FUNDRAISING SOFTWARE SOFTWARE	5,902.		5,782.	5,902.
OFFICE FURNITURE AND EQUIPMENT	4,323.	2,001.	2,055.	267.
BUSINESS INSURANCE COLLECTIBLE	4,112.		4,112.	
ORNAMENTS	4,082.			4,082.
FILING FEES	3,525.		3,525.	
FUNDRAISING EXPENSES	3,429.			3,429.
BANK FEES	2,706.		2,706.	
CREDIT CARD FEES	2,192.			2,192.
RETIREMENT PLAN ADMINISTRATOR	2,040.		2,040.	
SYSTEM AWARENESS PROGRAMS	1,409.	1,409.		
MISCELLANEOUS	421.		294.	127.
PHOTOGRAPHY	399.	399.		
VOLUNTEER RECOGNITION	350.	330.		20.
DONOR RECOGNITION	322.		322.	
WIRE TRANSFER FEES	308.		308.	
TOTAL TO FM 990, LN 43	1,758,119.	1,613,514.	96,946.	47,659.

FORM 990 CASH GRANTS AND ALLOCATIONS STATEMENT 6
 APPROVED BUT NOT PAID BY FILING DEADLINE

CLASS OF ACTIVITY/DONEE'S NAME AND ADDRESS	DONEE'S RELATIONSHIP	AMOUNT
SEE ATTACHED - STATEMENT 16	NONE	7085230.

TOTAL INCLUDED ON FORM 990, PART II, LINE 22B 7085230.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 7

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
CORPORATE STOCKS	FMV	4,957,880.			4,957,880.
CORPORATE BONDS	FMV		172,393.		172,393.
TO FORM 990, LINE 54A, COL B		<u>4,957,880.</u>	<u>172,393.</u>		<u>5,130,273.</u>

FORM 990 GOVERNMENT SECURITIES STATEMENT 8

DESCRIPTION	COST/FMV	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
GOVERNMENT SECURITIES	FMV	1,478,398.		1,478,398.
TOTAL TO FORM 990, LINE 54A, COL B		<u>1,478,398.</u>		<u>1,478,398.</u>

FORM 990 OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	AMOUNT
MONEY MARKET	MARKET VALUE	2,309,772.
OTHER INVESTMENTS	MARKET VALUE	117,834.
TOTAL TO FORM 990, PART IV, LINE 56, COLUMN B		2,427,606.

FORM 990 DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	6,230.	3,325.	2,905.
COMPUTER SOFTWARE	131,531.	95,744.	35,787.
FURNITURE AND FIXTURES	23,931.	14,306.	9,625.
DTFA CANISTERS	601,296.	526,134.	75,162.
TOTAL TO FORM 990, PART IV, LN 57		639,509.	123,479.

FORM 990 OTHER REVENUE NOT INCLUDED ON FORM 990 STATEMENT 11

DESCRIPTION	AMOUNT
SPECIAL EVENTS AND ACTIVITIES DIRECT EXPENSES - DEDUCTED AGAINST INCOME	617,041.
TOTAL TO FORM 990, PART IV-A	617,041.

FORM 990 OTHER EXPENSES NOT INCLUDED ON FORM 990 STATEMENT 12

DESCRIPTION	AMOUNT
SPECIAL EVENTS AND ACTIVITIES DIRECT EXPENSES - DEDUCTED AGAINST INCOME	617,041.
TOTAL TO FORM 990, PART IV-B	617,041.

Statement 15

990 Part III -- Statement of Program Service Accomplishments

The Dave Thomas Foundation for Adoption (the Foundation) is a non-profit 501(c)3 public charity dedicated to dramatically increasing the adoptions of the more than 140,000 children in North America's foster care systems waiting to be adopted. Created in 1992 by Wendy's founder Dave Thomas, who was adopted as a child, the Foundation spearheads programs such as Wendy's Wonderful Kids, which puts adoption recruiters in all 50 states and Canada to find permanent, loving families for children in the foster care system, and Adoption-Friendly Workplace, which encourages employers to offer adoption benefits to their employees. The Foundation also works with adoption advocates and officials to streamline the adoption process and make adoption more affordable for families. As the only foundation dedicated exclusively to foster care adoption, we are driven by Dave's simple value: Do what's best for the child.

Foundation activities and programs focus on:

- Heightening the awareness of all foster care children waiting to be adopted.
- Financially supporting model service and awareness programs that directly facilitate permanency through adoption.
- Impacting public attitudes and child welfare practice making foster care adoption easier and more affordable.
- Developing partnerships at the local and national levels to support foster care adoption efforts.

a. Program Grants and Awareness Programs, \$1,605,643:

Program Grants

In 2007, the Dave Thomas Foundation for Adoption distributed critical funds to qualified national organizations aggressively working to move children from foster care into safe, nurturing and permanent adoptive homes. The amount of Program Grants during 2007 was \$460,000.

Grantees included: Adopt America Network (Toledo, OH), Congressional Coalition on Adoption Institute (McClean, VA), National Center for Adoption Law & Policy (Columbus, OH), North American Council on Adoptable Children (St. Paul, MN), and National Center of State Courts (Arlington, VA).

Awareness Programs

A Home for the Holidays

Since its premier in 1999, *A Home for the Holidays* has been a successful collaboration between the Dave Thomas Foundation for Adoption, Children's Action Network, CBS Television, Triage Productions and Wendy's International. This one hour prime time special features top talent and successful foster care adoption stories, while giving the viewing audience a call to action through the Foundation's 800# phone line and follow-up resources. Millions of viewers tuned in to the 2006 show, which featured Cedric the Entertainer, Miley Cyrus ("Hanna Montana"), Five for Fighting, Angie Harmon, Melina Kanakaredes, John Legend, Mary Mary, Katharine McPhee, René Russo, Jeri Ryan and Rod Stewart. In addition, several extraordinary families once again shared the joys they found through foster care adoption.

Statement 15

Since 1999, *A Home for the Holidays* has generated tens of thousands of calls from viewers moved to action. *A Home for the Holidays* shares, through the eyes of a child, the joy of having a family - not just for the holidays, but forever.

A Child is Waiting: A Beginners Guide to Adoption

Since 2001, the Dave Thomas Foundation for Adoption has distributed, free of charge, hundreds of thousands of copies, including over 110,000 during 2007, of *A Child is Waiting: A Beginners Guide to Adoption*. The *Guide* educates the public on the steps to investigating and participating in the process of adoption. The *Guide* is available in English and Spanish versions as well as in a Canadian version.

Foster Care Adoption Videos and Public Service Announcements

The Foundation creates and distributes thousands of free videos and public service announcements each year seeking to inform and educate professionals, parents and the public on foster care adoption. Videos currently being distributed include *A Place to Call Home – Stories of Foster Care Adoption* hosted by Henry Winkler; *Finding Forever Families*; *Through the Eyes of a Child*; *Pathway to Permanence*; *Adoption Birthday* PSA (television and radio); *Rosa Rodriguez* PSA (television); *JohnnyWatkins* PSA (television); *Dave Thomas in Pictures* PSA (television); and *Every Child Needs Love* PSA (television) .

b. Wendy's Wonderful Kids Program, \$7,428,340

Wendy's Wonderful Kids, the direct-service signature program of the Dave Thomas Foundation for Adoption, is funding adoption agencies to hire recruiters across the nation whose work focuses exclusively on finding permanent adoptive homes for the 114,000 children waiting in the United States' foster care system. This innovative program currently funds 102 adoption recruiters in 50 states and the District of Columbia. The amount of Wendy's Wonderful Kids Grants during 2006 was \$6,447,175.

c. Adoption Friendly Workplace, \$207,771

The Adoption-Friendly Workplace is a signature program of the Dave Thomas Foundation for Adoption that works to increase the number of employers offering adoption benefits. The Dave Thomas Foundation for Adoption provides free resources and technical assistance to organizations establishing adoption benefits for employees, and for adoptive parents proposing benefits to their employer. During 2007, the Dave Thomas Foundation for Adoption sent out approximately 3,200 Adoption-Friendly Toolkits and resource guides.

Also during 2007, the Dave Thomas Foundation for Adoption honored America's Best Adoption-Friendly Workplaces with special recognition for the top 100, the best small, medium and large employers and industry leaders. Rankings were based on employer-provided adoption benefits, such as the amount of financial assistance and paid leave for employees who adopt.

Statement 15

d. National Adoption Day/Awareness Month Activities, \$281,939

November was designated National Adoption Awareness Month by Congress in 1990 to raise awareness about the need for adoption in the United States.

National Adoption Day

The Dave Thomas Foundation for Adoption is a leader of National Adoption Day, a collaborative national effort to raise awareness about the 114,000 children in foster care waiting to find permanent, loving families and to celebrate all families who adopt. Now in its seventh year, National Adoption Day makes the dreams of thousands of children come true by working with courts, judges, attorneys, and advocates to finalize their adoptions into permanent families and to celebrate adoption.

National Adoption Month

Each year the Dave Thomas Foundation for Adoption leads a national grassroots effort to raise awareness about foster care adoption by providing tools, ideas and expertise to individuals and organizations that can help spread the word in their local communities. In 2006, more than 11,000 National Adoption Awareness Toolkits were distributed across the nation. Toolkits included *A Child is Waiting: A Beginner's Guide to Adoption*; media templates; a CD with sample public service announcements; a new adoption poster and tips on engaging the community and the press in National Adoption Awareness Month activities.

In addition, the Foundation works with Wendy's at a national level to raise awareness in more than 6,000 restaurants nationwide, where trayliners and posters carry the important message about foster care adoption.

National Adoption Poster Campaign

During 2007, more than 25,000 posters were distributed, free of charge, across the nation spreading a positive image and message about foster care adoption.

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**Dave Thomas Foundation for Adoption
990 Part II, line 22 b**

Name and Address	Type of Contribution	Direct Public Support
A Home for the Holidays (Various)	A Home for the Holidays	176,602
Adopt America Network (Toledo, OH)	Program Grant	130,000
Adopt America Network (Toledo, OH)	Wendy's Wonderful Kids Grant	53,000
Adoption Center of the Delaware Valley (Philadelphia, PA) - 2 grants	Wendy's Wonderful Kids Grant	130,000
Adoption Links Worldwide (Omaha, NE)	Wendy's Wonderful Kids Grant	52,000
Adoption Resources of Wisconsin (Milwaukee, WI)	Wendy's Wonderful Kids Grant	65,000
Adoption Rhode Island (Pawtucket, RI)	Wendy's Wonderful Kids Grant	64,000
Aid to Adoption of Special Kids (AASK) (Phoenix, AZ)	Wendy's Wonderful Kids Grant	60,000
American Legislative Exchange Council (Washington, DC)	Discretionary Grant	15,000
Arkansas Department of Health and Human Services (Little Rock, AR)	Wendy's Wonderful Kids Grant	48,750
Bethany Christian Services (Candia, NH)	Wendy's Wonderful Kids Grant	63,000
Bethany Christian Services (Columbus, GA)	Wendy's Wonderful Kids Grant	32,000
Casa Central (Chicago, IL)	Wendy's Wonderful Kids Grant	63,000
Catholic Charities Hawaii (Honolulu, HI)	Wendy's Wonderful Kids Grant	40,000
Catholic Charities North Dakota (Fargo, ND)	Wendy's Wonderful Kids Grant	33,000
Catholic Community Services of Southern Arizona, Inc. (Tucson, AZ)	Wendy's Wonderful Kids Grant	65,000
Catholic Social Services of Montana, Inc. (Helena, MT)	Wendy's Wonderful Kids Grant	33,000
Center for Child & Family Advocacy (Columbus, OH)	Discretionary Grant	422
CHARLEE of Dade County, Inc. (Miami, FL) - 2 grants	Wendy's Wonderful Kids Grant	137,000
Child Serv, Inc. (Chicago, IL) - 2 grants	Wendy's Wonderful Kids Grant	132,400
Children Awaiting Parents, Inc (Rochester, NY)	Wendy's Wonderful Kids Grant	59,400
Children's Aid and Family Services (Paramus, NJ)	Wendy's Wonderful Kids Grant	70,000
Children's Bureau, Inc. (Indianapolis, IN)	Matching Funds Grant	10,000
Children's Bureau, Inc. (Indianapolis, IN)	Wendy's Wonderful Kids Grant	65,000
Children's Home of the Wyoming Conference (Binghamton, NY)	Wendy's Wonderful Kids Grant	64,000
Children's Home Society of South Dakota (Sioux Falls, SD)	Wendy's Wonderful Kids Grant	23,250
Children's Home Society of FL (North Central Division) (Tallahassee, FL)	Wendy's Wonderful Kids Grant	47,625
Children's Home Society of North Carolina (Greensboro, NC) - 3 grants	Wendy's Wonderful Kids Grant	195,000
Children's Home Society of Virginia (Richmond, VA)	Matching Funds Grant	4,500
Children's Home Society of Virginia (Richmond, VA)	Wendy's Wonderful Kids Grant	33,000
Children's Home Society of Washington (Seattle, WA) - 2 grants	Wendy's Wonderful Kids Grant	113,750
Children's Service Center of Wyoming Valley, Inc. (Wilkes-Barre, PA)	Wendy's Wonderful Kids Grant	55,000
Clark County Department of Family Services (Las Vegas, NV) - 3 grants	Wendy's Wonderful Kids Grant	168,500
Congressional Coalition on Adoption Institute (McClean, VA)	Program Grant	75,000
Congressional Coalition on Adoption Institute (McClean, VA)	Discretionary Grant	25,000
Congressional Coalition on Adoption Institute (McClean, VA)	National Adoption Day Collaborative	15,000
Copiah County Family and Children's Services (Hazelhurst, MS)	Discretionary Grant	3,000
Cornerstones of Care (Kansas City, MO)	Wendy's Wonderful Kids Grant	63,000
D.C. Child and Family Services Agency (Washington, DC)	Wendy's Wonderful Kids Grant	80,000
Department for Community-Based Services (Frankfort, KY)	Wendy's Wonderful Kids Grant	48,250
Diakon Lutheran Social Ministries (Allentown, PA)	Wendy's Wonderful Kids Grant	65,000
Diakon Lutheran Social Ministries (Baltimore, MD)	Wendy's Wonderful Kids Grant	65,000
Family and Children's Service (Nashville, TN) - 2 grants	Wendy's Wonderful Kids Grant	130,000
Family Builders by Adoption (San Francisco, CA)	Wendy's Wonderful Kids Grant	98,000
Family Service & Children's Aid (Jackson, MI)	Wendy's Wonderful Kids Grant	58,000
Family Service Center (Columbia, SC) - 2 grants	Wendy's Wonderful Kids Grant	123,000
Family Services of Metro Orlando (Orlando, FL) - 2 grants	Wendy's Wonderful Kids Grant	130,000
Foster Care Coalition of Greater St. Louis, Inc. (St. Louis, MO) - 2 grants	Wendy's Wonderful Kids Grant	123,900
Four Oaks Family and Children's Services (Cedar Rapids, IA) - 2 grants	Wendy's Wonderful Kids Grant	122,000
Franklin County Children Services (Columbus, OH) - 2 grants	Wendy's Wonderful Kids Grant	124,000
Hamilton County Department of Job and Family Services (Cincinnati, OH)	Wendy's Wonderful Kids Grant	48,750
Hennepin County Human Services and Public Health Department (Minnetonka, MN) - 4 grants	Wendy's Wonderful Kids Grant	309,000
Hillsborough Kids, Inc.(Tampa, FL) - 2 grants	Wendy's Wonderful Kids Grant	112,400
Hope Adoption & Family Services International, Inc. (Oak Park Heights, MN)	Wendy's Wonderful Kids Grant	65,000
International Adoption Services DBA A Family for ME (Gardiner, ME)	Wendy's Wonderful Kids Grant	33,000
Kansas Children's Service League (Wichita, KS)	Wendy's Wonderful Kids Grant	41,400
Kinship Center (Salinas, CA) - 2 grants	Wendy's Wonderful Kids Grant	160,000
Klingberg Family Centers (New Britain, CT)	Wendy's Wonderful Kids Grant	65,000
Lund Family Center, Inc. (Burlington, VT)	Wendy's Wonderful Kids Grant	33,000
Lutheran Social Services of Montana (Billings, MT)	Wendy's Wonderful Kids Grant	29,000
Lutheran Social Services of the South (Austin, TX)	Wendy's Wonderful Kids Grant	64,000
Massachusetts Adoption Research Exchange, Inc. (Boston, MA) - 3 grants	Wendy's Wonderful Kids Grant	176,550
Mission West Virginia, Inc. (St. Albans, WV) - 2 grants	Wendy's Wonderful Kids Grant	95,000
Mississippi Families for Kids (Jackson, MS)	Wendy's Wonderful Kids Grant	45,000
Montgomery County Department of Job and Family Services (Dayton, OH)	Wendy's Wonderful Kids Grant	65,000
National Adoption Day Collaborative (Various)	National Adoption Day Activities	173,398
National CASA Association (Seattle, WA)	Discretionary Grant	10,000
National Center for Adoption Law & Policy (Columbus, OH)	Program Grant	150,000
National Center of State Courts (Arlington, VA)	Program Grant	15,000

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**Dave Thomas Foundation for Adoption
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Name and Address	Type of Contribution	Direct Public Support
New Yorkers for Children (New York, NY)	Wendy's Wonderful Kids Grant	54,000
North American Council on Adoptable Children (St. Paul, MN)	Program Grant	90,000
Northeast Ohio Adoption Services (Warren, OH)	Wendy's Wonderful Kids Grant	64,000
Ohio CASA/GAL Association (Columbus, OH)	Discretionary Grant	7,500
One Church One Child, Inc. (Oklahoma City, OK)	Wendy's Wonderful Kids Grant	61,000
Orleans Parish Juvenile Court (New Orleans, LA)	Discretionary Grant	2,000
ROOTS, Inc. (Atlanta, GA) - 3 grants	Wendy's Wonderful Kids Grant	165,500
Scholarship Recipient	Capital One Scholarship Grant	10,000
Sierra Adoption Services (Sacramento, CA)	Wendy's Wonderful Kids Grant	65,000
Southern Christian Services for Children and Youth (Jackson, MS)	Wendy's Wonderful Kids Grant	45,000
Spaulding for Children (Detroit, MI) - 2 grants	Wendy's Wonderful Kids Grant	130,000
Spaulding for Children (Houston, TX) - 2 grants	Wendy's Wonderful Kids Grant	130,000
Special Needs Adoptive Parent Services (Boise, ID)	Wendy's Wonderful Kids Grant	65,000
St. Vincent Catholic Charities (Lansing, MI) - 2 grants	Wendy's Wonderful Kids Grant	92,000
State of Alabama Department of Human Resources (Montgomery, AL)	Wendy's Wonderful Kids Grant	65,000
State of Alaska Department of Health & Social Services (Juneau, AK)	Wendy's Wonderful Kids Grant	36,000
Tabor Children's Services, Inc. (Doylestown, PA)	Wendy's Wonderful Kids Grant	65,000
The Adoption Exchange/Colorado (Aurora, CO) - 2 grants	Wendy's Wonderful Kids Grant	130,000
The Adoption Exchange/New Mexico (Albuquerque, NM)	Wendy's Wonderful Kids Grant	56,750
The Adoption Exchange/UTAH (Aurora, CO)	Wendy's Wonderful Kids Grant	65,000
The Boys & Girls Aid Society of Oregon (Portland, OR)	Wendy's Wonderful Kids Grant	65,000
The Villages of Indiana (Fort Wayne, IN)	Wendy's Wonderful Kids Grant	54,000
Three Rivers Adoption Council (Pittsburgh, PA)	Wendy's Wonderful Kids Grant	60,000
United Methodist Family Services of Virginia (Virginia Beach, VA) - 2 grants	Wendy's Wonderful Kids Grant	125,000
Volunteers of America of Greater New Orleans, Inc. (Metairie, LA)	Wendy's Wonderful Kids Grant	60,000
Volunteers of America-North Louisiana (Shreveport, LA)	Wendy's Wonderful Kids Grant	60,000
Wyoming Children's Society (Cheyenne, WY)	Wendy's Wonderful Kids Grant	66,000
You Gotta Believe! (Brooklyn, NY) - 2 grants	Wendy's Wonderful Kids Grant	130,000
Return of Unspent Funds from Grants	Program Grants	(22,513)
Return of Unspent Funds from Grants	Wendy's Wonderful Kids Grants	(251,856)
		<u><u>7,085,230</u></u>

Statement 17

**Dave Thomas Foundation for Adoption
990 Part IV - List of Officers, Directors and Trustees**

Name and address of officers, directors, trustees and key employees	Title and average hours per week devoted to position	Compensation	Contribution to benefit plans & deferred compensation	Expense account and other allowances
Denny Lynch Senior Vice President, Wendy's International 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	President and Trustee Part-time	-	-	-
Joyce Eufemi 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Vice President and Trustee Part-time	-	-	-
Mary Schell Vice President, Wendy's International 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Secretary and Trustee Part-time	-	-	-
Ed Austin Senior Vice President, Wendy's International 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Treasurer and Trustee Part-time	-	-	-
Kerri B. Anderson President and CEO, Wendy's International 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Donald F. Calhoon 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-

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Jeffrey J. Coghlan President, Wendcentral Corp. 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Mike Givens President, Four Crown, Inc. 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Thomas Ludwick Vice-President, Coca-Cola Company 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Honorable Evelyn Stratton Supreme Court of Ohio 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
I. Lorraine Thomas 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Molly Thomas 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-

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Joe Turner President, First Sun Management Corp. 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Debra S. Waller Chairman and CEO, Jockey International, Inc. 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Trustee Part-time	-	-	-
Rita Soronen Dave Thomas Foundation for Adoption 4150 Tuller Road, Suite 204 Dublin, OH 43017 (614) 764-8454	Executive Director 40+ Hours/Week			-