

**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

**2007**

Department of the Treasury  
Internal Revenue Service

*Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.*

**For calendar year 2007, or tax year beginning , 2007, and ending ,**

**G** Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	LogistiCare Foundation, Inc. 12000 Biscayne Blvd #405 North Miami, FL 33181-2725	<b>A</b> Employer identification number 57-1206005
		<b>B</b> Telephone number (see the instructions) (770) 907-7596

**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
▶ \$

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

<b>Part I</b>	<b>Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)	<b>(a)</b> Revenue and expenses per books	<b>(b)</b> Net investment income	<b>(c)</b> Adjusted net income	<b>(d)</b> Disbursements for charitable purposes (cash basis only)
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<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc., received (att sch).				
	<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is <b>not</b> req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments.	8,994.	8,994.	8,994.	
	<b>4</b> Dividends and interest from securities.				
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10.				
	<b>b</b> Gross sales price for all assets on line 6a.				
	<b>7</b> Capital gain net income (from Part IV, line 2).				
	<b>8</b> Net short-term capital gain.				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances.				
<b>b</b> Less: Cost of goods sold.					
<b>c</b> Gross profit/(loss) (att sch).					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11.	8,994.	8,994.	8,994.		
<b>ADMINISTRATIVE AND OPERATING EXPENSES</b>	<b>13</b> Compensation of officers, directors, trustees, etc.	0.			
	<b>14</b> Other employee salaries and wages.				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule).				
	<b>b</b> Accounting fees (attach sch).				
	<b>c</b> Other prof fees (attach sch) . . . See . St. 1	22,500.			
	<b>17</b> Interest.				
	<b>18</b> Taxes (attach schedule) . . . See . Stmt. 2	326.			
	<b>19</b> Depreciation (attach sch) and depletion.				
	<b>20</b> Occupancy.				
	<b>21</b> Travel, conferences, and meetings . . .	2,427.			
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . . See Statement 3	943.			
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . .	26,196.			
	<b>25</b> Contributions, gifts, grants paid Part XV.	238,304.			238,304.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	264,500.	0.	0.	238,304.	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements.</b>	-255,506.				
<b>b Net investment income</b> (if negative, enter -0-)		8,994.			
<b>c Adjusted net income</b> (if negative, enter -0-)			8,994.		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing .....			
	2 Savings and temporary cash investments .....	255,506.		
	3 Accounts receivable .....			
	Less: allowance for doubtful accounts .....			
	4 Pledges receivable .....			
	Less: allowance for doubtful accounts .....			
	5 Grants receivable .....			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) .....			
	7 Other notes and loans receivable (attach sch) ..			
	Less: allowance for doubtful accounts .....			
	8 Inventories for sale or use .....			
	9 Prepaid expenses and deferred charges .....			
	10a Investments — U.S. and state government obligations (attach schedule) .....			
	b Investments — corporate stock (attach schedule) .....			
	c Investments — corporate bonds (attach schedule) .....			
	11 Investments — land, buildings, and equipment: basis .....			
Less: accumulated depreciation (attach schedule) .....				
12 Investments — mortgage loans .....				
13 Investments — other (attach schedule) .....				
14 Land, buildings, and equipment: basis .....				
Less: accumulated depreciation (attach schedule) .....				
15 Other assets (describe .....				
16 <b>Total assets</b> (to be completed by all filers — see instructions. Also, see page 1, item l) .....	255,506.	0.	0.	
LIABILITIES	17 Accounts payable and accrued expenses .....			
	18 Grants payable .....			
	19 Deferred revenue .....			
	20 Loans from officers, directors, trustees, & other disqualified persons .....			
	21 Mortgages and other notes payable (attach schedule) .....			
	22 Other liabilities (describe .....			
	23 <b>Total liabilities</b> (add lines 17 through 22) .....	0.	0.	
NET ASSETS OR FUND BALANCES	<b>Foundations that follow SFAS 117, check here .....</b> <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted .....			
	25 Temporarily restricted .....			
	26 Permanently restricted .....			
	<b>Foundations that do not follow SFAS 117, check here ..</b> <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds .....	255,506.		
28 Paid-in or capital surplus, or land, building, and equipment fund .....				
29 Retained earnings, accumulated income, endowment, or other funds .....				
30 <b>Total net assets or fund balances</b> (see the instructions) .....	255,506.	0.		
31 <b>Total liabilities and net assets/fund balances</b> (see the instructions) .....	255,506.	0.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) .....	1	255,506.
2 Enter amount from Part I, line 27a .....	2	-255,506.
3 Other increases not included in line 2 (itemize) .....	3	
4 Add lines 1, 2, and 3 .....	4	0.
5 Decreases not included in line 2 (itemize) .....	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 .....	6	0.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). <span style="float: right;">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8. <span style="float: right;">]</span>	3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

N/A

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2006			
2005			
2004			
2003			
2002			

2 Total of line 1, column (d).	2	
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5.	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4.	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948— see the instructions)**

<b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here. <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary— see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b.	<b>1</b>	180.
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).	<b>2</b>	0.
<b>3</b> Add lines 1 and 2.	<b>3</b>	180.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).	<b>4</b>	0.
<b>5 Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-.	<b>5</b>	180.
<b>6 Credits/Payments:</b>		
<b>a</b> 2007 estimated tax pmts and 2006 overpayment credited to 2007	<b>6a</b>	
<b>b</b> Exempt foreign organizations — tax withheld at source.	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868).	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld.	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d.	<b>7</b>	0.
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	
<b>9 Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> .	<b>9</b>	180.
<b>10 Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> .	<b>10</b>	
<b>11</b> Enter the amount of line 10 to be: <b>Credited to 2008 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
<i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. . . . ▶ \$ <u>0.</u> <b>(2)</b> On foundation managers. . . . ▶ \$ <u>0.</u>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. . . . ▶ \$ <u>0.</u>		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		X
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see the instructions) . . . . ▶ <u>N/A</u>		
<b>b</b> If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation . . . .</i>	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV.</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

**Part VII-A Statements Regarding Activities Continued**

<b>11 a</b> At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule. (see instructions).....	<b>11 a</b>		X
<b>b</b> If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a? .....	<b>11 b</b>	N/A	
<b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract? .....	<b>12</b>		X
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	<b>13</b>	X	
Website address..... ▶ <u>www.logisticare.com/foundation</u>			
<b>14</b> The books are in care of ▶ <u>Joseph P. Handy</u> Telephone no. ▶ <u>(305) 895-9939</u> Located at ▶ <u>12000 Biscayne Blvd # 405 North Miami FL</u> ZIP + 4 ▶ <u>33181-3322</u>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> – Check here..... N/A... ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year..... ▶ <b>15</b> N/A			

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

**File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.**

		Yes	No
<b>1 a</b> During the year did the foundation (either directly or indirectly):			
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(2)</b> Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(5)</b> Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.).....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?.....		N/A	
Organizations relying on a current notice regarding disaster assistance check here .....	▶ <input type="checkbox"/>		
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?.....			X
<b>2</b> Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
<b>a</b> At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007?.....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__ .			
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer 'No' and attach statement – see the instructions.) .....		N/A	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ▶ 20__ , 20__ , 20__ , 20__ .			
<b>3 a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If 'Yes,' did it have excess business holdings in 2007 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969; <b>(2)</b> the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.</i> ) .....		N/A	
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.....			X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?.....			X

BAA

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

If you answered 'Yes' to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Doug Towne 1800 Phoenix Blvd. #120 College Park, GA 30349	President 0	0.	0.	0.
Anne H. Shermeyen 1800 Phoenix Blvd. #120 College Park, GA 30349	Director 0	0.	0.	0.
M. Chinta Gaston 1800 Phoenix Blvd. #120 College Park, GA 30349	Secretary 0	0.	0.	0.
Joseph P. Handy 1800 Phoenix Blvd. #120 College Park, GA 30349	Treasurer 0	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1- see instructions). If 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 and deferred compensation	(e) Expense account, other allowances
None				

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services— (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Chanda M. Domansky 303 Chanda Cove McDonough, GA 30235	Program Director	22,500.
-----		
-----		
-----		
-----		

**Total** number of others receiving over \$50,000 for professional services ..... ▶ 0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A -----	
2 -----	
3 -----	
4 -----	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A -----	
2 -----	
All other program-related investments. See instructions. 3 -----	

**Total.** Add lines 1 through 3. .... ▶ 0.

BAA

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities .....	<b>1 a</b>	
<b>b</b> Average of monthly cash balances .....	<b>1 b</b>	
<b>c</b> Fair market value of all other assets (see instructions) .....	<b>1 c</b>	
<b>d Total</b> (add lines 1a, b, and c) .....	<b>1 d</b>	0.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	<b>1 e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets .....	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d .....	<b>3</b>	
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) .....	<b>4</b>	
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	<b>5</b>	0.
<b>6 Minimum investment return.</b> Enter 5% of line 5 .....	<b>6</b>	0.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b> Minimum investment return from Part X, line 6 .....	<b>1</b>	
<b>2a</b> Tax on investment income for 2007 from Part VI, line 5 .....	<b>2 a</b>	180.
<b>b</b> Income tax for 2007. (This does not include the tax from Part VI.) .....	<b>2 b</b>	
<b>c</b> Add lines 2a and 2b .....	<b>2 c</b>	180.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1 .....	<b>3</b>	-180.
<b>4</b> Recoveries of amounts treated as qualifying distributions .....	<b>4</b>	
<b>5</b> Add lines 3 and 4 .....	<b>5</b>	-180.
<b>6</b> Deduction from distributable amount (see instructions) .....	<b>6</b>	
<b>7 Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	<b>7</b>	0.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc – total from Part I, column (d), line 26 .....	<b>1 a</b>	238,304.
<b>b</b> Program-related investments – total from Part IX-B .....	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required) .....	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule) .....	<b>3 b</b>	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 .....	<b>4</b>	238,304.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) .....	<b>5</b>	
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	<b>6</b>	238,304.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7.....				0.
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only.....			0.	
b Total for prior years: 20 ____, 20 ____, 20 ____		0.		
3 Excess distributions carryover, if any, to 2007:				
a From 2002.....				
b From 2003.....				
c From 2004.....				
d From 2005.....		189,075.		
e From 2006.....		167,975.		
f Total of lines 3a through e.....	357,050.			
4 Qualifying distributions for 2007 from Part XII, line 4: ▶ \$ 238,304.				
a Applied to 2006, but not more than line 2a....			0.	
b Applied to undistributed income of prior years (Election required – see instructions).....		0.		
c Treated as distributions out of corpus (Election required – see instructions).....	0.			
d Applied to 2007 distributable amount.....				0.
e Remaining amount distributed out of corpus...	238,304.			
5 Excess distributions carryover applied to 2007..... (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.....	595,354.			
b Prior years' undistributed income. Subtract line 4b from line 2b.....		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.....		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.....		0.		
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount – see instructions.....			0.	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008.....				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).....	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see instructions)...	0.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a.....	595,354.			
10 Analysis of line 9:				
a Excess from 2003.....				
b Excess from 2004.....				
c Excess from 2005.....		189,075.		
d Excess from 2006.....		167,975.		
e Excess from 2007.....		238,304.		

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling. ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> 'Assets' alternative test – enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> 'Support' alternative test – enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

None

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**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

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**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number of the person to whom applications should be addressed:

See Statement 4

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**b** The form in which applications should be submitted and information and materials they should include:

See Statement for Line 2a

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**c** Any submission deadlines:

See Statement for Line 2a

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**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

See Statement for Line 2a

**Part XV Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Statement 5				
<b>Total</b> ..... ▶ <b>3a</b>				238,304.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				



**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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

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

- (1) Cash
- (2) Other assets

**b** Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

**c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
<b>1 a (1)</b>		X
<b>1 a (2)</b>		X
<b>1 b (1)</b>		X
<b>1 b (2)</b>		X
<b>1 b (3)</b>		X
<b>1 b (4)</b>		X
<b>1 b (5)</b>		X
<b>1 b (6)</b>		X
<b>1 c</b>		X

**d** If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  Yes  No

**b** If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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 taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

<b>SIGN HERE</b>	_____ Signature of officer or trustee		_____ Date	_____ <b>Treasurer</b> Title	
	<b>Paid Preparer's Use Only</b>	Preparer's signature _____ <b>Non-Paid Preparer</b>	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See <b>Signature</b> in the instrs) _____
Firm's name (or yours if self-employed), address, and ZIP code _____ _____ _____		EIN _____	Phone no. _____		

LogistiCare Foundation, Inc.

57-1206005

**Statement 1**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Program director fees.....	\$ 22,500.			
Total	<u>\$ 22,500.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Corporation License fee.....	\$ 61.			
Excise tax on investment income...	265.			
Total	<u>\$ 326.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Office supplies.....	\$ 217.			
Other Expenses.....	599.			
Postage and Delivery.....	127.			
Total	<u>\$ 943.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 4**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program:

Name:

Care Of:

Street Address:

City, State, Zip Code:

Telephone:

Form and Content:

Submission Deadlines:

Restrictions on Awards: The Foundation ceased operating on December 31, 2007 and will be making additional grants.

LogistiCare Foundation, Inc.

57-1206005

**Statement 5**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Bridgehaven, Inc. 950 South First Street Louisville, KY 40203		Public	Teaching the MR to use public transportation	\$ 5,000.
Toledo-Lucas Country CareNet 3231 Central Park West Dr.#200 Toledo, OH 43617		Public	Transportation of last resort for people that don't qualify for other programs	7,500.
Living Independence For Everyo 17 Travis Street Savannah, GA 31406		Public	Disability programs	11,500.
Bain, Inc. P.O. Box 1674 Bainbridge, GA 39819		Public	Disability programs	2,500.
Paraquad 311 N. Lind Bergh Blvd. St. Louis, MO 63141		Public	Disability development programs	10,000.
Transitional Living of N. Cen. 222 SW 36th Terrace Gainsville, FL 32607		Public	Disability programs	10,000.
Good Samaritan Project 3030 Walnut Street Kansas City, MO 64108		Public	Transportation program - last resort transportation for persons that live with HIV/AIDS	5,000.
Sunshine Physically Handicap. P.O. Box 61412 Vancouver, WA 98666		Public	Transport children physically or mentally challenged to summer camp	1,000.
Adoptive and Foster Parent Association PO Box 2490 Jonesboro, GA 30237		Public	Transportation funding.	1,000.
St Mary's Health Wagon, Inc 119 Number 10 Street Clinchco, VA 24226		Public	Transportation expenses for mobile clinic.	40,000.

LogistiCare Foundation, Inc.

57-1206005

**Statement 5 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
The Swedish Medical Center 501 E. Hampton Avenue Englewood, CO 80110		Public	Giving back grant	\$ 400.
Volunteer Transportation Cente 227 Sherman Street Watertown, NY 13601		Public	Volunteer driver program.	10,000.
Castle Rock Senior Center, Inc 2323 North Woodlands Boulevard Castle Rock, CO 80104		Public	Social/community service activities for seniors	7,500.
Madison Cnty Office for Aging 138 Dominick Bruno Blvd Canastota, NY 13032		Public	Independent living for seniors.	5,000.
Elderhelp of San Diego 4069 30th Street San Diego, CA 92104		Public	Volunteer driver program.	10,000.
Lake Ridge Elementary School 7900 Lake Ridge Circle Riverdale, GA 30296		Public	Giving back grant	200.
Ability Resources, Inc. 823 South Detroit, Suite 110 Tulsa, OK 74120		Public	Disability programs.	3,250.
Big Brothers Big Sisters of Greater Miam 701 SW 27th Avenue Suite 800 Miami, FL 33135		Public	Provide transportation assistance to children with special needs that participate in programs.	10,000.
Coastal Bend Center for Independent Livi 1537 7th Street Corpus Christi, TX 78404		Public	Specialized transportation programs for seniors.	5,000.
Junction Center for Independent Living 247 W. Morgan Ave. Pennington Gap, VA 24277		Public	Funding specialized transportation for independent living programs	5,000.

LogistiCare Foundation, Inc.

57-1206005

**Statement 5 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
New River Valley Senior Services 141 East Main Street Pulaski, VA 24301		Public	Transportation programs for seniors	\$ 5,000.
Boulder County RSVP Board, Inc. 951 Arapaho Ave. Apt. #10 Boulder, CO 80302		Public	Specialized transportation programs.	5,000.
Special Transit 4880 Pearl Street Boulder, CO 80301		Public	Specialized transportation programs.	5,000.
St. Mary's Hospital For Children 29-01 216 Street Bayside, NY 11366		Public	Specialized transportation programs.	5,000.
Disabled Resource Services 424 Pine #101 Fort Collins, CO 80524		Public	Specialized transportation programs for the disabled	10,000.
Mount Pleasant Baptist Church 3110 Greenwood Avenue Colonial Heights, VA 23834		Public	Funding transportation for the elderly.	400.
N.O.F.A.S. 900 17th Street NW, Suite 910 Washington, DC 20006		Public	Funding specialized transportation programs.	10,000.
Wise County Remote Area Medical project 900 17th Street NW # 910 Clinchco, VA 24226		Public	Grant of technology equipment to facilitate processing of medical patients	25,704.
Wise County RAM 119 Number 10 Street Clinchco, VA 24226		Public	Provide medical transportation services to the needy to attend free medical health fair.	19,000.

LogistiCare Foundation, Inc.

57-1206005

Statement 5 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Disability Relations Fund 12552 Belcher Road South Largo, FL 33773		Public	Funding individuals transportation needs for the disability community.	\$ 3,350.
			Total	<u>\$ 238,304.</u>