

Return of Organization Exempt From Income Tax

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

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

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type See Specific Instructions	C Name of organization <u>NUMBERSUSA ACTION, INC.</u>		D Employer identification number <u>47-0865418</u>	
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite <u>1601 N. KENT STREET</u> <u>1100</u>		E Telephone number <u>703-816-8820</u>	
		City or town, state or country, and ZIP + 4 <u>ARLINGTON, VA 22209</u>		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? N/A Yes No (If "No," attach a list.)

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

I Group Exemption Number N/A

G Website: WWW.NUMBERSUSA.COM

J Organization type (check only one) 501(c) (4) (insert no) 4947(a)(1) or 527

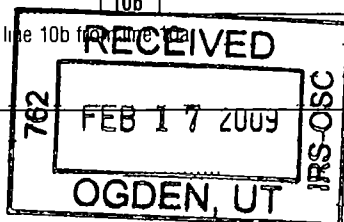
K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 1,540,805.

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		Expenses		Net Assets	
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	<u>1,517,703.</u>				
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 \$ <u>1,517,703.</u> noncash \$ _____)	1e	<u>1,517,703.</u>				
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	<u>23,102.</u>				
5	Dividends and interest from securities	5					
6 a	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					
8 a	Gross amount from sales of assets other than inventory	(A) Securities		(B) Other			
b	Less: cost or other basis and sales expenses	8a		8b			
c	Gain or (loss) (attach schedule)	8c					
d	Net gain or (loss). Combine line 8c, columns (A) and (B)	8d					
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>						
a	Gross revenue (not including \$ _____ of contributions reported on line 1b)	9a					
b	Less: direct expenses other than fundraising expenses	9b					
c	Net income or (loss) from special events. Subtract line 9b from line 9a	9c					
10 a	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	<u>1,540,805.</u>				
13	Program services (from line 44, column (B))	13	<u>885,391.</u>				
14	Management and general (from line 44, column (C))	14	<u>45,652.</u>				
15	Fundraising (from line 44, column (D))	15	<u>34,398.</u>				
16	Payments to affiliates (attach schedule)	16					
17	Total expenses. Add lines 16 and 44, column (A)	17	<u>965,441.</u>				
18	Excess or (deficit) for the year. Subtract line 17 from line 12	18	<u>575,364.</u>				
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	<u>767,629.</u>				
20	Other changes in net assets or fund balances (attach explanation)	20	<u>0.</u>				
21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	<u>1,342,993.</u>				



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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 \$ <u>0</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b Other grants and allocations (attach schedule) (cash \$ <u>0</u> noncash \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>				
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	15,900.	8,189.	5,629.	2,082.
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	222,803.	205,952.	11,273.	5,578.
27 Pension plan contributions not included on lines 25a, b, and c	4,273.	3,428.	461.	384.
28 Employee benefits not included on lines 25a - 27	8,388.	7,500.	552.	336.
29 Payroll taxes	12,866.	11,650.	845.	371.
30 Professional fundraising fees				
31 Accounting fees	1,232.		1,232.	
32 Legal fees				
33 Supplies	215.	215.		
34 Telephone	95,803.	95,803.		
35 Postage and shipping	18.	18.		
36 Occupancy	10,790.	3,597.	3,597.	3,596.
37 Equipment rental and maintenance				
38 Printing and publications	856.	856.		
39 Travel	6,568.	6,568.		
40 Conferences, conventions, and meetings				
41 Interest				
42 Depreciation, depletion, etc (attach schedule)	13,089.	6,735.	4,635.	1,719.
43 Other expenses not covered above (itemize)				
a MISCELLANEOUS	545.		545.	
b INTERNET	66,875.	66,875.		
c CONSULTING	399,355.	399,355.		
d BANK FEES	37,215.		16,883.	20,332.
e MEMBERSHIP				
f DEVELOPMENT/MEDIA	68,650.	68,650.		
g				
44 Total functional expenses Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	965,441.	885,391.	45,652.	34,398.

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? ► <u>SEE STATEMENT 1</u>	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 <u>RESEARCH, EDUCATION AND ADVOCACY ON LEGISLATION AND IMPLEMENTATION CONCERNING IMMIGRATION, OVERPOPULATION, URBAN SPRAWL AND HOW THEY IMPACT ECONOMIC STABILITY, THE ENVIRONMENT, PUBLIC INFRASTRUCTURE AND THE DELIVERY OF PUBLIC SERVICES.</u>	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	885,391.
b	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
c	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
d	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
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) ►	885,391.

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	768,971.	45	170,000.
	46	Savings and temporary cash investments		46	1,183,126.
	47 a	Accounts receivable			
		b Less allowance for doubtful accounts	25,000.	47c	
	48 a	Pledges receivable			
		b Less allowance for doubtful accounts		48c	
	49	Grants receivable		49	
	50 a	Receivables from current and former officers, directors, trustees, and key employees		50a	
		b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)		50b	
	51 a	Other notes and loans receivable			
		b Less: allowance for doubtful accounts		51c	
	52	Inventories for sale or use		52	
	53	Prepaid expenses and deferred charges		53	
	54 a	Investments - publicly-traded securities		54a	
		b Investments - other securities		54b	
55 a	Investments - land, buildings, and equipment basis				
	b Less accumulated depreciation		55c		
56	Investments - other		56		
57 a	Land, buildings, and equipment basis	54,875.			
	b Less accumulated depreciation	26,913.	57c	27,962.	
58	Other assets, including program-related investments (describe _____)		58	0.	
59	Total assets (must equal line 74) Add lines 45 through 58	835,022.	59	1,381,088.	
Liabilities	60	Accounts payable and accrued expenses	23,655.	60	1,150.
	61	Grants payable		61	
	62	Deferred revenue		62	
	63	Loans from officers, directors, trustees, and key employees		63	
	64 a	Tax-exempt bond liabilities		64a	
		b Mortgages and other notes payable		64b	
	65	Other liabilities (describe _____ SEE STATEMENT 2)	43,738.	65	36,945.
66	Total liabilities. Add lines 60 through 65	67,393.	66	38,095.	
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	767,629.	67	1,342,993.
	68	Temporarily restricted		68	
	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)	767,629.	73	1,342,993.	
74	Total liabilities and net assets/fund balances. Add lines 66 and 73	835,022.	74	1,381,088.	

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions)

a	Total revenue, gains, and other support per audited financial statements		a	N/A
b	Amounts included on line a but not on Part I, line 12			
1	Net unrealized gains on investments	b1		
2	Donated services and use of facilities	b2		
3	Recoveries of prior year grants	b3		
4	Other (specify) _____	b4		
	Add lines b1 through b4		b	
c	Subtract line b from line a		c	
d	Amounts included on Part I, line 12, but not on line a:			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify) _____	d2		
	Add lines d1 and d2		d	
e	Total revenue (Part I, line 12) Add lines c and d		e	

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

a	Total expenses and losses per audited financial statements		a	N/A
b	Amounts included on line a but not on Part I, line 17			
1	Donated services and use of facilities	b1		
2	Prior year adjustments reported on Part I, line 20	b2		
3	Losses reported on Part I, line 20	b3		
4	Other (specify) _____	b4		
	Add lines b1 through b4		b	
c	Subtract line b from line a		c	
d	Amounts included on Part I, line 17, but not on line a:			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify) _____	d2		
	Add lines d1 and d2		d	
e	Total expenses (Part I, line 17) Add lines c and d		e	

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated) (See the 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 & deferred compensation plans	(E) Expense account and other allowances
ROY BECK 1601 N. KENT STREET, SUITE 1100 ARLINGTON, VA 22209	EXECUTIVE DIRECTOR/CHAIR 6.00	15,900.	0.	0.
TODD BALDWIN 1601 N. KENT STREET, SUITE 1100 ARLINGTON, VA 22209	DIRECTOR 0.50	0.	0.	0.

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)		Yes	No
75 a	Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings ▶ <u>2</u>		
b	Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b	X
c	Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization" SEE STATEMENT 4	75c	X
d	Does the organization have a written conflict of interest policy?	75d	X

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)				
(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
NONE				

Part VI Other Information (See the instructions)		Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76	X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	77	X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year? N/A	78b	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
b	If "Yes," enter the name of the organization SEE STATEMENT 3		
81 a	Enter direct and indirect political expenditures (See line 81 instructions) and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt	81a	0.
b	Did the organization file Form 1120-POL for this year?	81b	X

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	N/A
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 <i>quid pro quo</i> contributions?	83b	N/A
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	X
85 a.	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	85a	X
b.	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year	85b	X
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 <u>N/A</u> , section 4912 <u>N/A</u> ; section 4955 <u>N/A</u>		
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 <u>0.</u>		
d.	Enter Amount of tax on line 89c, above, reimbursed by the organization <u>0.</u>		
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? <u>N/A</u>	89g	
90 a.	List the states with which a copy of this return is filed <u>NONE</u>		
b.	Number of employees employed in the pay period that includes March 12, 2007	90b	0
91 a.	The books are in care of <u>THE ORGANIZATION</u> Telephone no. <u>703-816-8820</u> Located at <u>1601 N. KENT STREET, SUITE 1100, ARLINGTON, VA</u> ZIP + 4 <u>22209</u>		
b.	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country <u>N/A</u> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts	91b	X

Part VI Other Information (continued) Yes No

c. At any time during the calendar year, did the organization maintain an office outside of the United States? 91c 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	23,102.	
96 Dividends and interest from securities					
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					
101 Net income or (loss) from special events					
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.		23,102.	0.
105 Total (add line 104, columns (B), (D), and (E))					23,102.

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: *Roy H. Beck* Signature of officer, Date: **9 FEB 09**

Type or print name and title: **Roy H. Beck President**

Paid Preparer's Use Only: Preparer's signature: *S. Matthews*, Date: **2/6/09**, 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: **DROLET & ASSOCIATES, P.L.L.C
1901 L STREET, NW #250
WASHINGTON, DC 20036**, EIN: _____, Phone no.: **202-822-0717**

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 1
PART III

EXPLANATION

NUMBERSUSA ACTION, INC. WAS CREATED TO SERVE AS A NON-PARTISAN ORGANIZATION SEEKING TO EDUCATE AND ADVOCATE FOR THE REDUCTION OF LEGAL AND ILLEGAL IMMIGRATION TO MORE TRADITIONAL LEVELS. THE ORGANIZATION WILL SEEK TO ACCOMPLISH THESE GOALS THROUGH EDUCATION, RESEARCH, ADVOCACY AND INCREASING PUBLIC AWARENESS OF THESE ISSUES.

FORM 990 OTHER LIABILITIES STATEMENT 2

DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
DUE TO NUMBERSUSA EDUCATION & RESEARCH FOUNDATION	43,738.	36,945.
TOTAL TO FORM 990, PART IV, LINE 65	43,738.	36,945.

FORM 990 IDENTIFICATION OF RELATED ORGANIZATIONS STATEMENT 3
PART VI, LINE 80B

NAME OF ORGANIZATION	EXEMPT	NONEXEMPT
NUMBERSUSA EDUCATION & RESEARCH FOUNDATION	X	
AMERICANS FOR BETTER IMMIGRATION, INC.	X	

FORM 990

PART V-A OFFICER COMPENSATION FROM RELATED ORGANIZATIONS

STATEMENT 4

OFFICER'S NAME	COMPENSATION	EMPLOYEE BENEFIT PLAN CONTRIBUTION	EXPENSE ACCOUNT
ROY BECK	249,088.	67,303.	

NAME OF RELATED ORGANIZATION	EMPLOYER ID NUMBER
NUMBERSUSA EDUCATION & RESEARCH FOUNDATION	47-0865426

RELATIONSHIP BETWEEN ORGANIZATIONS

RENTAL OF OFFICE SPACE & SHARE PERSONNEL

OFFICER'S NAME	COMPENSATION	EMPLOYEE BENEFIT PLAN CONTRIBUTION	EXPENSE ACCOUNT
ROY BECK	9,600.		

NAME OF RELATED ORGANIZATION	EMPLOYER ID NUMBER
AMERICANS FOR BETTER IMMIGRATION, INC.	31-1578663

RELATIONSHIP BETWEEN ORGANIZATIONS

RENTAL OF OFFICE SPACE & SHARE PERSONNEL

Tax Group Summary 10/01/07 - 9/30/08

FYE: 9/30/2008

<u>Group</u>	<u>Cost Beginning</u>	<u>Cost Acquisitions</u>	<u>Cost Disposals</u>	<u>Cost Ending</u>	<u>Depreciation Prior</u>	<u>Depreciation Additions</u>	<u>Depreciation Reductions</u>	<u>Depreciation Ending</u>
Equipment	54,875	0	0	54,875	13,824	13,089	0	26,913
Grand Total	<u>54,875</u>	<u>0</u>	<u>0</u>	<u>54,875</u>	<u>13,824</u>	<u>13,089</u>	<u>0</u>	<u>26,913</u>