

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)

2008

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

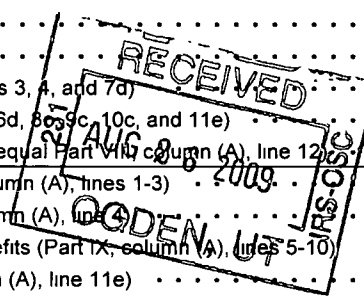
Header section A-M containing organization name (BLUEGRASS TOMORROW INC), EIN (61-1160137), principal officer (ROBERT F RUMPKE), and tax-exempt status (501(c)(3)).

Part I Summary table with columns for Prior Year and Current Year. Rows include mission statement, governance (3 members, 19 independent), revenue (226,601), expenses (233,171), and net assets (128,868).

Part II Signature Block containing signature of Robert F Rumpke, Executive Director, dated 8-15-09, and preparer information for Foster Financial Solutions.

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No (checked) For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

SCANNED SEP 21 2009



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Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission

TO UNITE THE EFFORTS OF INTERESTED PRIVATE AND PUBLIC CITIZENS OF A SEVEN COUNTY BLUEGRASS REGION TO ACHIEVE SOLUTIONS TO PROBLEMS RELATED TO LAND, TRANSPORTATION, AND ECONOMIC DEVELOPMENT.

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

If "Yes," describe these new services on Schedule O

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

If "Yes," describe these changes on Schedule O

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

4a (Code) (Expenses \$ 191,000 including grants of \$) (Revenue \$)

TO UNITE THE EFFORTS OF INTERESTED PRIVATE AND PUBLIC CITIZENS OF A SEVEN COUNTY BLUEGRASS REGION TO ACHIEVE SOLUTIONS TO PROBLEMS RELATED TO LAND, TRANSPORTATION, AND ECONOMIC DEVELOPMENT.

4b (Code) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ \$ 191,000 (Must equal Part IX, Line 25, column (B))

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		X
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III		
6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		
10 Did the organization hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V		
11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	X	
12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? If "Yes," complete Schedule D, Parts XI, XII, and XIII		
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the U S ?		
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U S ? If "Yes," complete Schedule F, Part I		
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Part II		
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Part III		
17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? If "Yes," complete Schedule G, Part I		X
18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H		
21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II		X
22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III		X
23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? If "Yes," complete Schedule J	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25		
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		X
b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? If "Yes," complete Schedule L, Part I		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? If "Yes," complete Schedule L, Part III		X

Part IV Checklist of Required Schedules (continued)

		Yes	No
28	During the tax year, did any person who is a current or former officer, director, trustee, or key employee		
a	Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? If "Yes," complete Schedule L, Part IV		X
b	Have a family member who had a direct or indirect business relationship with the organization? If "Yes," complete Schedule L, Part IV		X
c	Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? If "Yes," complete Schedule L, Part IV		X
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		X
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1		X
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		X
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X

Part V Statements Regarding Other IRS Filings and Tax Compliance

Table with columns for question number, question text, sub-column for numerical answers, and Yes/No columns. Rows include questions 1a through 12a regarding IRS filings and tax compliance.

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code)

Section A. Governing Body and Management

		Yes	No
For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O See instructions			
1a	Enter the number of voting members of the governing body	20	
b	Enter the number of voting members that are independent	19	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a material diversion of the organization's assets?		X
6	Does the organization have members or stockholders?		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9a	Does the organization have local chapters, branches, or affiliates?		X
b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
10	Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	X	
11	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies

		Yes	No
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13		X
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done		
13	Does the organization have a written whistleblower policy?		X
14	Does the organization have a written document retention and destruction policy?		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision		
a	The organization's CEO, Executive Director, or top management official?	X	
b	Other officers or key employees of the organization? Describe the process in Schedule O (see instructions)	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **► KY**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 Own website Another's website Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **► BLUEGRASS TOMORROW INC (859) 977-3793**
PO BOX 34185 LEXINGTON, KY 40588

Part VIII		Statement of Revenue		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, and other amounts similar to contributions, and other amounts	1a	Federated campaigns	1a					
	b	Membership dues	1b	167,160				
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f					
	g	Noncash contributions included in lines 1a-1f \$						
	h	Total. Add lines 1a-1f			167,160			
Program Service Revenue	2a	PUBLICATIONS	Business Code	5	5			
	b							
	c							
	d							
	e							
	f	All other program service revenue						
	g	Total. Add lines 2a-2f			5			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		2,891	2,891			
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6a	Gross Rents	(i) Real	(ii) Personal				
			Less rental expenses					
			Rental income or (loss)					
			d Net rental income or (loss)					
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
			Less cost or other basis and sales expenses					
			Gain or (loss)					
			d Net gain or (loss)					
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a					
			b Less direct expenses	b				
			c Net income or (loss) from fundraising events					
	9a	Gross income from gaming activities See Part IV, line 19	a					
			b Less direct expenses	b				
			c Net income or (loss) from gaming activities					
10a	Gross sales of inventory, less returns and allowances	a						
		b Less cost of goods sold	b					
		c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code						
11a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d							
12	Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e			170,056	2,896	0	0	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21				
2	Grants and other assistance to individuals in the U S See Part IV, line 22				
3	Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	60,240	30,120	30,120	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages	58,215	58,215		
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	4,738	3,080	1,658	
9	Other employee benefits	1,559	1,013	546	
10	Payroll taxes	8,898	5,784	3,114	
11	Fees for services (non-employees)				
a	Management				
b	Legal				
c	Accounting	1,163	582	581	
d	Lobbying				
e	Professional fundraising services See Part IV, line 17				
f	Investment management fees				
g	Other	9,475	9,475		
12	Advertising and promotion				
13	Office expenses	4,779	4,779		
14	Information technology				
15	Royalties				
16	Occupancy	747		747	
17	Travel	3,741	3,741		
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	21,438	21,438		
20	Interest	226		226	
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	1,277		1,277	
23	Insurance	1,434		1,434	
24	Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a	REGIONAL INNOVATION STUDY	50,761	50,761		
b	EMPLOYEE SEARCH EXPENSES	1,012		1,012	
c	MERCHANT FEES AND TAXES	710	706	4	
d	TELEPHONE	1,306	1,306		
e	DUES AND SUBSCRIPTIONS	797		797	
f	All other expenses	655		655	
25	Total functional expenses. Add lines 1 through 24f	233,171	191,000	42,171	0
26	Joint Costs. Check here <input type="checkbox"/> if following \ SOP 98-2 Complete this line only if the organization organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A)		(B)		
		Beginning of year		End of year		
A s s e t s	1	Cash - non-interest-bearing	44,201	1	17,745	
	2	Savings and temporary cash investments	94,395	2	53,674	
	3	Pledges and grants receivable, net		3		
	4	Accounts receivable, net	3,250	4	5,400	
	5	Receivables from current and former officers, directors, trustees, key employees, or other related parties Complete Part II of Schedule L		5		
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6		
	7	Notes and loans receivable, net		7		
	8	Inventories for sale or use		8		
	9	Prepaid expenses and deferred charges		9	1,654	
	10a	Land, buildings, and equipment cost basis	10a	28,834		
	b	Less accumulated depreciation Complete Part VI of Schedule D	10b	21,054	10c	7,780
	11	Investments - publicly traded securities		11		
	12	Investments - other securities See Part IV, line 11		12		
	13	Investments - program-related See Part IV, line 11		13		
	14	Intangible assets		14		
	15	Other assets See Part IV, line 11		15		
16	Total assets. Add lines 1 through 15 (must equal line 34)	141,846	16	86,253		
L i a b i l i t i e s	17	Accounts payable and accrued expenses	4,478	17	8,101	
	18	Grants payable		18		
	19	Deferred revenue	8,500	19	2,050	
	20	Tax-exempt bond liabilities		20		
	21	Escrow account liability Complete Part IV of Schedule D		21		
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22		
	23	Secured mortgages and notes payable to unrelated third parties		23		
	24	Unsecured notes and loans payable		24		
	25	Other liabilities Complete Part X of Schedule D		25		
	26	Total liabilities. Add lines 17 through 25	12,978	26	10,151	
N e t A s s e t s o f F u n d B a l a n c e s	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.					
	27	Unrestricted net assets		27		
	28	Temporarily restricted net assets		28		
	29	Permanently restricted net assets		29		
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds	136,715	30	76,102	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31		
	32	Retained earnings, endowment, accumulated income, or other funds		32		
33	Total net assets or fund balances	136,715	33	76,102		
34	Total liabilities and net assets/fund balances	149,693	34	86,253		

Part XI Financial Statements and Reporting

1	Accounting method used to prepare the Form 990	<input type="checkbox"/> Cash	<input checked="" type="checkbox"/> Accrual	<input type="checkbox"/> Other		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X			
b	Were the organization's financial statements audited by an independent accountant?	2b		X		
c	If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a			X	
b	If "Yes," did the organization undergo the required audit or audits?	3b				

Depreciation and Amortization (Including Information on Listed Property)

Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

2008
Attachment
Sequence No **67**

Name(s) shown on return

Business or activity to which this form relates

Identifying number

BLUEGRASS TOMORROW INC

FORM 990 - 1

61-1160137

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

	(a) Description of property	(b) Cost (business use only)	(c) Elected cost	
6				
7	Listed property Enter the amount from line 29	7		
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7		8	
9	Tentative deduction Enter the smaller of line 5 or line 8		9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562		10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)		11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11		12	
13	Carryover of disallowed deduction to 2009 Add lines 9 and 10, less line 12	▶ 13		

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	1,156

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	▶ <input type="checkbox"/>	

Section B - Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only-see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		1,210	5	HY	S/L	121
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs		S/L	
c	40-year		40 yrs	MM	S/L	

Part IV Summary (see instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	1,277
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Bluegrass Tomorrow

2008 BOARD OF DIRECTORS

OFFICERS

Nelson Maynard <i>Chairman</i>	Dir of Electric Reliability	Kentucky Utilities/LG & E	Madison
Gary Ermers <i>Vice Chairman</i>	CFO	CHI Kentucky	Jessamine
Joe Graviss <i>Secretary</i>	Owner/Operator	Graviss McDonald's Restaurants	Woodford
Louis Prichard <i>Treasurer</i>	President/COO	Kentucky Bank	Bourbon
Robert M. Hewett <i>Past Chairman</i>	Retired		Fayette

Rob Rumpke

President/CEO

Bluegrass Tomorrow, Inc

EXECUTIVE COMMITTEE AT-LARGE

Stephen D. Austin	Director	The Legacy Center	Fayette
John Carr	Vice President	Wilbur Smith Associates	Fayette
W. Blaine Early III	Attorney at Law	Stites & Harbison, PLLC	Fayette
Crissy Fiscus	CPA	Dean, Dorton & Ford, PSC	Fayette
Ben Fister	Vice President	GRW Engineers, Inc	Fayette
Molly Foree Davis	President	Third Rock Consultants	Anderson
William L. Hamilton	Deputy Director	Kentucky League of Cities	Scott
Donald C. Hellmann	Vice President	JPMorgan Chase	Fayette
Cheryl Jones	Gen Manager of Assembly	Toyota Motor Manufacturing, KY	Scott
Bernie Polzin	President/CEO	CMWA	Bourbon
Don M. Robinson	Owner	Winter Quarter Farm	Fayette
Lisa F. Smith	Communications Manager	Columbia Gas of Kentucky	Fayette
Raymond Smith	VP, Retail Banking	Community Trust Bank	Fayette
Job D. Turner, III	Attorney at Law	Greenebaum, Doll & McDonald PLLC	Fayette

DIRECTORS

John W. Backer, II	Financial Officer	Pin Oak Stud	Woodford
David Bengé	CEO, Madison County	Cumberland Valley National Bank	Madison
Tom Brannock	Vice President	Hinkle Contracting Corp	Bourbon
Daniel W. Brewer	President/CEO	Blue Grass Energy	Jessamine
Patrick Brewer	Director, Govt Affairs	Lexmark International, Inc	Fayette
Greg W. Caudill	President/CEO	Farmers National Bank	Boyle
Robert N. Clay	Owner	Three Chimneys Farm	Woodford
Luther Deaton, Jr.	President	Central Bank	Fayette
Terry L. DeLuca		United Way	Fayette
Lois Ann Disponett	Broker	Lois Ann Disponett Real Estate	Anderson
William B. Drake	President	Midway College	Woodford
Brady Dunnigan	Attorney at Law	Dinsmore & Shohl, LLP	Fayette
Harry Enoch	Retired		Clark
Crissy Fiscus	CPA	Dean, Dorton & Ford, PSC	Fayette
Stan Galbraith	Retired	Fifth Third Bank	Bourbon
Mike Gobb	Executive Director	Blue Grass Airport	Fayette
Mendi Goble	Executive Director	Richmond Chamber of Commerce	Madison
Dillard Griffin	Operations Superintendent	Kentucky American Water	Jessamine
Frank Hamilton, Jr.	Chief Executive Officer	Nally & Gibson	Scott
Susan Harkins	Owner	Duntreath Farm	Bourbon
Robert C. Hazelrigg	Manager, External Affairs	Delta Natural Gas	Clark
James T. Hodge	Partner	Wyatt, Tarrant & Combs, LLP	Fayette
Bill Justice	Principal Broker & Owner	Justice Real Estate	Fayette
Timothy M. Kelly	President & Publisher	Lexington Herald-Leader	Fayette
Dale Kihlman	General Manager	Trim Masters, Inc	Mercer
Bart Lewis	Program Manager, Int Sales	Hitachi Automotive Products USA	Mercer
Kathy Love	CEO	Bluegrass Community Hospital	Woodford
James A. Moak, Jr.	VP-CFO & Treasurer	Georgetown College	Scott
Roy M. Palk	President	New Horizons Consulting	Fayette

2008 BOARD OF DIRECTORS continued

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Clarence R. Wyatt	Chief Planning Officer	Centre College	Boyle

Application for Extension of Time to File an Exempt Organization Return

Department of the Treasury Internal Revenue Service

File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T

Table with 3 columns: Type or print, Name of Exempt Organization, Employer identification number. Includes address: BLUEGRASS TOMORROW INC, PO BOX 34185, LEXINGTON, KY 40588

Check type of return to be filed (file a separate application for each return)

- Form 990 (checked), Form 990-T (corporation), Form 990-T (sec 401(a) or 408(a) trust), Form 990-T (trust other than above), Form 1041-A, Form 4720, Form 5227, Form 6069, Form 8870

The books are in the care of BLUEGRASS TOMORROW INC PO BOX 34185, KY 40588

Telephone No 859-977-3793 FAX No

- If the organization does not have an office or place of business in the United States, check this box
If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)
If this is for the whole group, check this box
If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08-17, 20 09, to file the exempt organization return for the organization named above The extension is for the organization's return for
calendar year 20 08 or
tax year beginning, 20, and ending, 20

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

Table with 3 columns: Description, 3a, 3b, 3c. Rows include: less any nonrefundable credits, refundable credits and estimated tax payments made, Balance Due.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.