

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)

Department of the Treasury
Internal Revenue Service

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

A For the 2004 calendar year, or tax year beginning **OCT 1, 2004** and ending **SEP 30, 2005**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization AMERICAN FARMLAND TRUST	D Employer identification number 52-1190211
	Please use IRS label or print or type. See Specific Instructions. Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1200 18TH STREET, NW #800	E Telephone number 202-331-7300
	City or town, state or country, and ZIP + 4 WASHINGTON, DC 20036	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).

Hand 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

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

G Website: **WWW.FARMLAND.ORG**

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

K Check here if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization received a Form 990 Package in the mail, it should file a return without financial data. **Some states require a complete return.**

I Group Exemption Number

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 **15,203,909.**

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

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

Revenue	1 Contributions, gifts, grants, and similar amounts received:				
	a Direct public support	1a	8,568,925.		
	b Indirect public support	1b	64,644.		
	c Government contributions (grants)	1c	3,328,727.		
	d Total (add lines 1a through 1c) (cash \$ 11,962,296. noncash \$)	1d			11,962,296.
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2			811,848.
	3 Membership dues and assessments	3			
	4 Interest on savings and temporary cash investments	4			34,312.
	5 Dividends and interest from securities	5			326,846.
	6 a Gross rents SEE STATEMENT 1	6a	59,286.		
	b Less: rental expenses SEE STATEMENT 2	6b	59,286.		
	c Net rental income or (loss) (subtract line 6b from line 6a)	6c			0.
7 Other investment income (describe)	7				
8 a Gross amount from sales of assets other than inventory	(A) Securities		(B) Other		
	1,152,149.	8a	818,700.		
	671,689.	8b	781,212.		
	480,460.	8c	37,488.		
d Net gain or (loss) (combine line 8c, columns (A) and (B)) STMT 3 STMT 4	8d			517,948.	
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 1a)	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			38,472.	
12 Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12			13,691,722.	
Expenses	13 Program services (from line 44, column (B))	13		8,739,038.	
	14 Management and general (from line 44, column (C))	14		291,121.	
	15 Fundraising (from line 44, column (D))	15		1,687,917.	
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses (add lines 16 and 44, column (A))	17			10,718,076.
Net Assets	18 Excess or (deficit) for the year (subtract line 17 from line 12)	18		2,973,646.	
	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19		18,422,332.	
	20 Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 5	20		1,278,303.	
	21 Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21			22,674,281.

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. Page 2

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
22 Grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____)	22			
23 Specific assistance to individuals (attach schedule)	23			
24 Benefits paid to or for members (attach schedule)	24			
25 Compensation of officers, directors, etc.	25 944,183.	717,107.	30,592.	196,484.
26 Other salaries and wages	26 2,146,100.	1,630,102.	69,475.	446,523.
27 Pension plan contributions	27 125,777.	95,533.	4,073.	26,171.
28 Other employee benefits	28 755,289.	573,676.	24,457.	157,156.
29 Payroll taxes	29 276,240.	209,817.	8,945.	57,478.
30 Professional fundraising fees	30			
31 Accounting fees	31 59,459.	43,207.	8,338.	7,914.
32 Legal fees	32 182,279.	132,458.	25,560.	24,261.
33 Supplies	33 51,232.	42,132.	3,426.	5,674.
34 Telephone	34 135,388.	111,339.	9,056.	14,993.
35 Postage and shipping	35 268,863.	137,233.	813.	130,817.
36 Occupancy	36 509,871.	403,786.	55,304.	50,781.
37 Equipment rental and maintenance	37 85,612.	70,405.	5,726.	9,481.
38 Printing and publications	38 367,529.	187,594.	1,112.	178,823.
39 Travel	39 444,644.	397,709.	5,602.	41,333.
40 Conferences, conventions, and meetings	40 231,298.	206,883.	2,913.	21,502.
41 Interest	41 26,947.	22,161.	1,802.	2,984.
42 Depreciation, depletion, etc. (attach schedule)	42 162,132.	133,337.	10,847.	17,948.
43 Other expenses not covered above (itemize):				
a _____	43a			
b _____	43b			
c _____	43c			
d _____	43d			
e SEE STATEMENT 6	43e 3,945,233.	3,624,559.	23,080.	297,594.
44 Total functional expenses (add lines 22 through 43). Organizations completing columns (B)-(D), carry these totals to lines 13-15.	44 10,718,076.	8,739,038.	291,121.	1,687,917.

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 \$ 864,602. ; (ii) the amount allocated to Program services \$ 222,828. ;
 (iii) the amount allocated to Management and general \$ _____ ; and (iv) the amount allocated to Fundraising \$ 641,774.

Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose? **SEE STATEMENT 7**

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.)

Program Service Expenses
 (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)

a FEDERAL AND PUBLIC POLICY, STATE AND LOCAL PROGRAMS--AFT ADVOCACY AND FORMULATION OF POLICY AND PROGRAM REFORMS AND ASSISTANCE TO PUBLIC AGENCIES IN DEVELOPMENT AND IMPLEMENTATION OF FARMLAND PRESERVATION PLANS. (Grants and allocations \$ _____)	3,071,243.
b COMMUNICATIONS AND MEDIA OUTREACH, RESEARCH AND TECHNICAL EDUCATION--INCLUDES MEDIA CONTACT, AN INFORMATION RESEARCH CENTER AND DATA BASE, AND DISTRIBUTION AND PUBLICATION OF MAGAZINES & INFORMATIVE MATERIALS. (Grants and allocations \$ _____)	2,813,131.
c LAND PROTECTION PROGRAMS--ENABLES AFT TO PROTECT AND CONSERVE THREATENED FARMLAND. (Grants and allocations \$ _____)	2,502,061.
d PUBLIC EDUCATION PROVIDES SERVICES AND INFORMATION ON FARMLAND ISSUES TO AFT MEMBERS. (Grants and allocations \$ _____)	352,603.
e Other program services (attach schedule) (Grants and allocations \$ _____)	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	8,739,038.

Part IV Balance Sheets

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	482,273.	1,439,801.
	46 Savings and temporary cash investments	432,566.	142,272.
	47 a Accounts receivable	100,666.	
	b Less: allowance for doubtful accounts		
	48 a Pledges receivable	2,557,207.	
	b Less: allowance for doubtful accounts		
	49 Grants receivable	344,460.	220,693.
	50 Receivables from officers, directors, trustees, and key employees		
	51 a Other notes and loans receivable STMT 8	66,000.	
	b Less: allowance for doubtful accounts		
	52 Inventories for sale or use		
	53 Prepaid expenses and deferred charges	187,633.	148,251.
	54 Investments - securities STMT 9 STMT 10 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	14,913,826.	16,409,062.
	55 a Investments - land, buildings, and equipment: basis		
	b Less: accumulated depreciation		
56 Investments - other			
57 a Land, buildings, and equipment: basis	4,429,130.		
b Less: accumulated depreciation STMT 11	1,402,054.		
58 Other assets (describe ▶ DEPOSITS)	37,283.	36,229.	
59 Total assets (add lines 45 through 58) (must equal line 74)	20,548,614.	24,147,257.	
Liabilities	60 Accounts payable and accrued expenses	675,356.	737,062.
	61 Grants payable		
	62 Deferred revenue		
	63 Loans from officers, directors, trustees, and key employees		
	64 a Tax-exempt bond liabilities		
	b Mortgages and other notes payable STMT 12	1,005,912.	300,000.
	65 Other liabilities (describe ▶ ANNUITY PAYABLE)	445,014.	435,914.
66 Total liabilities (add lines 60 through 65)	2,126,282.	1,472,976.	
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	13,888,122.	16,130,674.
	68 Temporarily restricted	3,310,606.	5,320,003.
	69 Permanently restricted	1,223,604.	1,223,604.
	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		
	71 Paid-in or capital surplus, or land, building, and equipment fund		
	72 Retained earnings, endowment, accumulated income, or other funds		
	73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	18,422,332.	22,674,281.
	74 Total liabilities and net assets / fund balances (add lines 66 and 73)	20,548,614.	24,147,257.

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.

Part VI Other Information		Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		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.		X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
b	If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement		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?		X
b	If "Yes," enter the name of the organization and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.		
81 a	Enter direct or indirect political expenditures. See line 81 instructions 81a 0.		
b	Did the organization file Form 1120-POL for this year?		X
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?	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 5,500.		
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions? N/A		
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? N/A		
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? N/A		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? N/A		
	If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c	Dues, assessments, and similar amounts from members 85c N/A		
d	Section 162(e) lobbying and political expenditures 85d N/A		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e N/A		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f N/A		
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? 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? 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	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		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 0.; section 4912 0.; section 4955 0.		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
90 a	List the states with which a copy of this return is filed ALL REQUIRED STATES		
b	Number of employees employed in the pay period that includes March 12, 2004 90b 63		
91	The books are in care of AMERICAN FARMLAND TRUST Telephone no. 202-331-7300		
	Located at 1200 18TH STREET, N.W. SUITE 800, WASH D.C. ZIP + 4 20036		
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 page 33 of the instructions.)

Table with 5 columns: (A) Business code, (B) Amount, (C) Exclusion code, (D) Amount, (E) Related or exempt function income. Rows include 93 Program service revenue, 94 Membership dues, 95 Interest on savings, 96 Dividends, 97 Net rental income, 98 Net rental income from personal property, 99 Other investment income, 100 Gain or loss from sales of assets, 101 Net income from special events, 102 Gross profit from sales of inventory, 103 Other revenue, 104 Subtotal, 105 Total.

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

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 34 of the instructions.)

Table with 2 columns: 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.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of the instructions.)

Table with 5 columns: (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.

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See page 34 of the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

Signature and Preparer's information section including fields for Signature of officer, Date, Type or print name and title, Preparer's signature, Date, Check if self-employed, Preparer's SSN or PTIN, Firm's name, address, and ZIP, and Phone no.

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

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

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

OMB No. 1545-0047

2004

Name of the organization AMERICAN FARMLAND TRUST	Employer identification number 52 1190211
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Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
JACQUELINE GOSBY ----- C/O AFT, AT ADDRESS ON PAGE 1	DIR, FINANCE 40	85,058.	12,281.	
BRYAN PETRUCCI ----- C/O AFT, AT ADDRESS ON PAGE 1	DIR, FARMS DIV 40	114,867.	11,824.	
RUTH SWANSON ----- C/O AFT, AT ADDRESS ON PAGE 1	DIR. IND. GIV. 40	94,719.	12,799.	
EDWARD THOMPSON ----- C/O AFT, AT ADDRESS ON PAGE 1	DIR, CA 40	100,675.	16,754.	
JULIA FREEDGOOD ----- C/O AFT, AT ADDRESS ON PAGE 1	DIR. TECH SVCS 40	88,887.	12,473.	
Total number of other employees paid over \$50,000	▶ 20			

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

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
PRODUCTION SOLUTIONS ----- 1953 GALLOWS ROAD, STE 600, VIENNA, VA 22182	MEMBERSHIP APPEALS	314,171.
CHECKOWAY CONSULTING & CREATIVE ----- 226 FULLER STREET, WEST NEWTON, MA 02465	MEMBERSHIP MAINTENANCE	125,940.
GENERAL SYSTEMS CORPORATION ----- 8306 D OLD COURTHOUSE RD, VIENNA, VA 22182	MEMBERSHIP SERVICES	106,269.
LIGHTHOUSE ENERGY GROUP, LLC ----- 1150 CONNECTICUT AVENUE, NW, STE 717, WASHINGTON,	POLITICAL STRATEGY	162,400.
CALIFORNIA SUSTAINABLE WINEGROWERS ALLIANCE ----- 425 MARKET STREET STE 1000, SAN FRANCISCO, CA 941	RESEARCH SUBCONTRACTOR	93,891.
Total number of others receiving over \$50,000 for professional services	▶ 0	

Part III Statements About Activities (See page 2 of the instructions.)

		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ \$ <u>51,457.</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.	X	
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property?		X
b	Lending of money or other extension of credit?		X
c	Furnishing of goods, services, or facilities?		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? <u>SEE PART V, FORM 990</u>	X	
e	Transfer of any part of its income or assets?		X
3 a	Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.)		X
b	Do you have a section 403(b) annuity plan for your employees?	X	
4 a	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?		X
b	Do you provide credit counseling, debt management, credit repair, or debt negotiation services?		X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)

The organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ▶ _____
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See page 5 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above

14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 5 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) **Use cash method of accounting.**

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) ▶	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	6,599,086.	8,971,844.	10,078,710.	9,062,039.	34,711,679.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	281,490.	725,900.	492,999.	344,516.	1,844,905.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	332,621.	378,038.	467,386.	662,860.	1,840,905.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	48,132.	72,091.	SEE STATEMENT 16 70,895.		191,118.
23 Total of lines 15 through 22	7,261,329.	10,147,873.	11,109,990.	10,069,415.	38,588,607.
24 Line 23 minus line 17	6,979,839.	9,421,973.	10,616,991.	9,724,899.	36,743,702.
25 Enter 1% of line 23	72,613.	101,479.	111,100.	100,694.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 734,874.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 1,330,252.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 36,743,702.
d Add: Amounts from column (e) for lines: 18 1,840,905. 19 22 191,118. 26b 1,330,252.					26d 3,362,275.
e Public support (line 26c minus line 26d total)					26e 33,381,427.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 90.8494%
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: N/A					
(2003) (2002) (2001) (2000)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: N/A					
(2003) (2002) (2001) (2000)					
c Add: Amounts from column (e) for lines: 15 16 17 20 21					27c N/A
d Add: Line 27a total and line 27b total					27d N/A
e Public support (line 27c total minus line 27d total)					27e N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h N/A %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2000 through 2003, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

Part V

Private School Questionnaire (See page 7 of the instructions.)

N/A

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

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)			

32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)			

33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?	33a	
b	Admissions policies?	33b	
c	Employment of faculty or administrative staff?	33c	
d	Scholarships or other financial assistance?	33d	
e	Educational policies?	33e	
f	Use of facilities?	33f	
g	Athletic programs?	33g	
h	Other extracurricular activities?	33h	
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)			

34 a	Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b	Has the organization's right to such aid ever been revoked or suspended?	34b	
If you answered "Yes" to either 34a or b, please explain using an attached statement.			
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
		N/A	
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		9,288.
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		42,169.
38 Total lobbying expenditures (add lines 36 and 37)	38		51,457.
39 Other exempt purpose expenditures	39		8,978,702.
40 Total exempt purpose expenditures (add lines 38 and 39)	40		9,030,159.
41 Lobbying nontaxable amount. Enter the amount from the following table -			
If the amount on line 40 is -	The lobbying nontaxable amount is -		
Not over \$500,000	20% of the amount on line 40		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	41	601,508.
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000	\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	42		150,377.
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43		0.
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44		0.

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

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 11 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
45 Lobbying nontaxable amount	601,508.	497,793.	698,348.	736,003.	2,533,652.
46 Lobbying ceiling amount (150% of line 45(e))					3,800,478.
47 Total lobbying expenditures	51,457.	60,188.	90,072.	219,110.	420,827.
48 Grassroots nontaxable amount	150,377.	124,448.	174,587.	184,001.	633,413.
49 Grassroots ceiling amount (150% of line 48(e))					950,120.
50 Grassroots lobbying expenditures	9,288.	23,757.	467.	96,667.	130,179.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.)

N/A

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

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

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	OFFICE FURNITURE AND EQUIPMENT	VARI	ESSL	7.00	16	1141006.			1141006.	864,919.		106,204.
2	LEASEHOLD IMPROVEMENTS	VARI	ESSL	39.00	16	291,938.			291,938.	231,292.		34,815.
3	FARM EQUIPMENT	VARI	ESSL	39.00	16	114,134.			114,134.	48,605.		3,894.
4	FARM PROPERTY HELD FOR CONSERVATION	VARI	ESL			2385432.			2385432.			0.
5	CONSERVATION INTEREST HELD IN FARM PROPERTY	VARI	ESL			106.			106.			0.
6	FARM STRUCTURES	VARI	ESSL	39.00	16	496,514.			496,514.	95,106.		17,219.
	* TOTAL 990 PAGE 2 DEPR					4429130.		0.	4429130.	1239922.	0.	162,132.

FORM 990 RENTAL INCOME STATEMENT 1

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
OFFICE SPACE, VARIOUS LOCATIONS	1	59,286.
TOTAL TO FORM 990, PART I, LINE 6A		59,286.

FORM 990 RENTAL EXPENSES STATEMENT 2

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENT EXPENSE		59,286.	
- SUBTOTAL -	1		59,286.
TOTAL TO FORM 990, PART I, LINE 6B			59,286.

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 3

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
SALE OF INVESTMENTS	1,152,149.	671,689.	0.	480,460.
TO FORM 990, PART I, LINE 8	1,152,149.	671,689.	0.	480,460.

FORM 990 GAIN (LOSS) FROM SALE OF OTHER ASSETS STATEMENT 4

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED
SALE OF CONSERVATION PROPERTY	VARIOUS	10/29/04	PURCHASED

NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	DEPREC	NET GAIN OR (LOSS)
	747,471.	708,431.	0.	0.	39,040.

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED
SALE OF PROPERTY & EQUIPMENT	VARIOUS	VARIOUS	PURCHASED

NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	DEPREC	NET GAIN OR (LOSS)
	71,229.	72,781.	0.	0.	<1,552.>

TO FM 990, PART I, LN 8	818,700.	781,212.	0.	0.	37,488.
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FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
NET UNREALIZED GAINS	1,278,303.
TOTAL TO FORM 990, PART I, LINE 20	1,278,303.

FORM 990 OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
LAND TRUST DONATIONS	1,688,158.	1,688,158.		
CONSULTANT FEES & EXPENSES	1,867,763.	1,610,407.	6,222.	251,134.
INT/INV MGT EXP	7,500.	6,168.	502.	830.
INSURANCE	48,587.	39,956.	3,250.	5,381.
BAD DEBT EXPENSE	2,847.	2,342.	190.	315.

PROPERTY TAXES & OTHER TAXES	33,764.	27,767.	2,258.	3,739.
LICENSES AND FEES	14,487.	11,914.	969.	1,604.
SMALL EQUIPMENT/SOFTWARE & STORAGE	23,429.	19,267.	1,568.	2,594.
UTILITIES	14,893.	12,248.	996.	1,649.
ADVERTISING	4,086.	3,360.	273.	453.
LOCKBOX SERVICES	17,541.	15,124.	58.	2,359.
DUES AND MEMBERSHIPS	9,482.	7,798.	634.	1,050.
BOOKS & MATERIALS	32,693.	26,887.	2,186.	3,620.
AWARDS AND DONATIONS	10,726.	8,821.	717.	1,188.
TEMP HELP	4,796.	3,944.	321.	531.
APPRAISAL, CLOSING COST, SURVEYS & TEST FULFILLMENT	16,177.	13,721.	416.	2,040.
TELEMARKETING	5,577.	4,586.	373.	618.
PUBLIC RELATIONS	10,366.	8,937.	35.	1,394.
DATA PROCESSING/IT CONSULTING	2,073.	1,854.	26.	193.
BANK FEES & FINANCE CHARGE	104,292.	89,922.	347.	14,023.
	25,996.	21,378.	1,739.	2,879.
TOTAL TO FM 990, LN 43	3,945,233.	3,624,559.	23,080.	297,594.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 7
PART III

EXPLANATION

TO STOP THE LOSS OF PRODUCTIVE FARMLAND AND TO PROMOTE FARMING PRACTICES THAT LEAD TO A HEALTHY ENVIRONMENT.

FORM 990 OTHER NOTES AND LOANS REPORTED SEPARATELY STATEMENT 8

BORROWER'S NAME		TERMS OF REPAYMENT		
AGFLEX, INC.		IN FULL UPON MATURITY.		
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	FMV OF CONSIDERATION
11/09/01	11/09/06	50,000.	8.00%	0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
NONE	TO SUPPORT DEVELOPMENT OF INTEGRATED PEST MANAGEMENT PRACTICES

RELATIONSHIP OF BORROWER	DESCRIPTION OF CONSIDERATION	DOUBTFUL ACCT ALLOWANCE	BALANCE DUE
NONE		0.	66,000.
TOTALS INCLUDED ON FORM 990, PART IV, LINE 51		0.	66,000.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 9

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
STOCKS HELD WITH INVESTMT MGMT FIRM	FMV	15,611,902.			15,611,902.
CORPORATE BONDS	FMV		74,533.		74,533.
TO FORM 990, LINE 54, COL B		15,611,902.	74,533.		15,686,435.

FORM 990

OTHER NOTES AND LOANS PAYABLE

STATEMENT 12

LENDER'S NAME TERMS OF REPAYMENT

HOWARD HEINZ ENDOWMENT IN FULL

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
08/15/98	08/15/08	300,000.	2.50%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
NONE	COVE MOUNTAIN FARM

RELATIONSHIP OF LENDER

NONE

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
	0.	0.

LENDER'S NAME TERMS OF REPAYMENT

WACHOVIA BANK, N.A. IN FULL ON MATURITY DATE

<u>DATE OF NOTE</u>	<u>MATURITY DATE</u>	<u>ORIGINAL LOAN AMOUNT</u>	<u>INTEREST RATE</u>
10/01/03	09/30/05	0.	3.32%

<u>SECURITY PROVIDED BY BORROWER</u>	<u>PURPOSE OF LOAN</u>
INVESTMENT FUNDS	GENERAL EXEMPT PURPOSES

RELATIONSHIP OF LENDER

NONE

<u>DESCRIPTION OF CONSIDERATION</u>	<u>FMV OF CONSIDERATION</u>	<u>BALANCE DUE</u>
	0.	0.

TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B

FORM 990 OTHER REVENUE NOT INCLUDED ON FORM 990 STATEMENT 13

DESCRIPTION	AMOUNT
RENTAL EXPENSES FROM SUBLEASE	59,286.
TOTAL TO FORM 990, PART IV-A	59,286.

FORM 990 OTHER EXPENSES NOT INCLUDED ON FORM 990 STATEMENT 14

DESCRIPTION	AMOUNT
RENTAL EXPENSE RELATED TO SUBLEASES	59,286.
TOTAL TO FORM 990, PART IV-B	59,286.

FORM 990 PART V - LIST OF OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RALPH GROSSI C/O AFT, AT ADDRESS ON PAGE 1	PRESIDENT 40	202,500.	22,128.	0.
VICTORIA EDWARDS C/O AFT, AT ADDRESS ON PAGE 1	VP FINANCE & ADMIN. 40	130,946.	14,729.	0.
JAMES DAUKAS C/O AFT, AT ADDRESS ON PAGE 1	DIR./FARM POLICY CAMPAIGN 40	94,362.	12,858.	0.
KUCKKUCK WILLIAM C/O AFT, AT ADDRESS ON PAGE 1	EXECUTIVE VP 40	110,604.	11,553.	0.
ANN SORENSEN C/O AFT, AT ADDRESS ON PAGE 1	MANAG. DIRECTOR RESEARCH 40	105,014.	13,350.	0.

ROBERT WAGNER C/O AFT, AT ADDRESS ON PAGE 1	MANAG. DIR-FIELD PROGRAMS 40	92,163.	12,659.	0.
SIMON SIDAMON-ERISTOFF C/O AFT, AT ADDRESS ON PAGE 1	GENERAL COUNSEL/ASST SEC 40	72,132.	11,729.	0.
AMELIA MONTJOY C/O AFT, AT ADDRESS ON PAGE 1	VICE PRESIDENT DEVELOPMENT 40	136,462.	8,899.	0.
DOUGLAS WHEELER C/O AFT, AT ADDRESS ON PAGE 1	CHAIRMAN 2	0.	0.	0.
DANIEL ARAM SHAW C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
AMY LONGSWORTH C/O AFT, AT ADDRESS ON PAGE 1	VICE CHAIRMAN 2	0.	0.	0.
CARLA SKODINSKI C/O AFT, AT ADDRESS ON PAGE 1	TREASURER 2	0.	0.	0.
EDWARD HARTE C/O AFT, AT ADDRESS ON PAGE 1	LIFE DIRECTOR 2	0.	0.	0.
PHILIP DENORMANDIE C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
DANIEL ESTY C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
IRIS FREEMAN C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
ROBERT GALLO C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
MIRANDA DUNCAN C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.

ELIZABETH MITCHELL-FINK C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
JULIA HARTE WIDDOWSON C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
JOHN WINTHROP, JR. C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
STEPHEN STRANAHAN C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
RICHARD WALDEN C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
RICHARD ROMINGER C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 2	0.	0.	0.
GUS SCHUMACHER, JR. C/O AFT, AT ADDRESS ON PAGE 1	SECRETARY 2	0.	0.	0.
BARTON H. THOMPSON C/O AFT, AT ADDRESS ON PAGE 1	DIRECTOR 40	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V		<u>944,183.</u>	<u>107,905.</u>	<u>0.</u>

SCHEDULE A	OTHER INCOME			STATEMENT 16
DESCRIPTION	2003 AMOUNT	2002 AMOUNT	2001 AMOUNT	2000 AMOUNT
MISCELLANEOUS INCOME	48,132.	72,091.	70,895.	0.
TOTAL TO SCHEDULE A, LINE 22	<u>48,132.</u>	<u>72,091.</u>	<u>70,895.</u>	<u>0.</u>