

PUBLIC DISCLOSURE  
AMENDED RETURN

OMB No. 1545-0047

Form **990**

**Return of Organization Exempt From Income Tax**

**2008**

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

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 2008 calendar year, or tax year beginning** 07/01, 2008, **and ending** 06/30, 2009

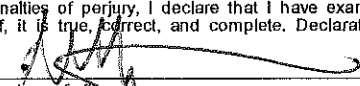
<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C Name of organization</b> RAINFOREST ALLIANCE, INC.	<b>D Employer identification number</b>
		Doing Business As	13-3377893
		Number and street (or P.O. box if mail is not delivered to street address)	<b>E Telephone number</b>
		665 BROADWAY	(212) 677-1900
		City or town, state or country, and ZIP + 4	
		NEW YORK, NY 10012-2420	
		<b>F Name and address of principal officer:</b> RICHARD RYAN	<b>G Gross receipts \$</b> 33,069,337.
			<b>H(a) Is this a group return for affiliates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
			<b>H(b) Are all affiliates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No
			If "No," attach a list. (see instructions)
<b>I Tax-exempt status:</b>	<input checked="" type="checkbox"/> 501(c) (3 ) ◀ (insert no.)	<input type="checkbox"/> 4947(a)(1) or	<input type="checkbox"/> 527
<b>J Website:</b>	WWW.RAINFOREST-ALLIANCE.ORG		
<b>K Type of organization:</b>	<input checked="" type="checkbox"/> Corporation	<input type="checkbox"/> Trust	<input type="checkbox"/> Association <input type="checkbox"/> Other ▶
	<b>L Year of formation:</b> 1986	<b>M State of legal domicile:</b> NY	

**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: <u>THE MISSION OF THE RAINFOREST ALLIANCE IS TO PROTECT ECOSYSTEMS AND THE PEOPLE AND WILDLIFE THAT DEPEND ON THEM BY TRANSFORMING LAND-USE PRACTICES, BUSINESS PRACTICES AND CONSUMER BEHAVIOR.</u>		
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets.		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	21
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	20
	<b>5</b> Total number of employees (Part V, line 2a)	<b>5</b>	155
	<b>6</b> Total number of volunteers (estimate if necessary)	<b>6</b>	21
	<b>7a</b> Total gross unrelated business revenue from Part VIII, line 12, column (C)	<b>7a</b>	
<b>b</b> Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b>		
<b>Revenue</b>	<b>8</b> Contribution and grants (Part VIII, line 1h)	Prior Year	Current Year
	<b>9</b> Program service revenue (Part VIII, line 2g)	17,540,504.	19,229,638.
	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	9,660,702.	13,142,097.
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	55,664.	71,907.
	<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	8,764.	367,339.
	<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	27,265,634.	32,810,981.
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2,370,928.	1,761,627.
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)		NONE
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	11,120,431.	12,730,315.
	<b>b</b> Total fundraising expenses, Part IX, column (D), line 25) ▶ 1,486,544.		95,000.
	<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	12,445,314.	15,400,306.
<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	25,936,673.	29,987,248.	
<b>19</b> Revenue less expenses. Subtract line 18 from line 12	1,328,961.	2,823,733.	
<b>Net Assets or Fund Balances</b>	<b>20</b> Total assets (Part X, line 16)	Beginning of Year	End of Year
	<b>21</b> Total liabilities (Part X, line 26)	7,822,618.	11,027,052.
	<b>22</b> Net assets or fund balances. Subtract line 21 from line 20.	4,737,827.	6,516,635.
		3,084,791.	4,510,417.

**Part II Signature Block**

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.

**Sign Here** ▶  Date July 6, 2010

Signature of officer

▶ Richard Ryan, CEO

Type or print name and title

<b>Paid Preparer's Use Only</b>	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (see instructions)
	<u>James Mahoy</u>	6/30/10		P00076779
	Firm's name (or yours if self-employed), address, and ZIP + 4	EIN	Phone no.	
	WITHUMSMITH+BROWN, P. C. ONE SPRING STREET NEW BRUNSWICK, NJ 08901	22-2027092	732-828-1614	

May the IRS discuss this return with the preparer shown above? (See instructions)  Yes  No

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2008)

JSA  
8E1010 2.000

PUBLIC DISCLOSURE

Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission:

THE MISSION OF THE RAINFOREST ALLIANCE IS TO PROTECT ECOSYSTEMS AND THE PEOPLE AND WILDLIFE THAT DEPEND ON THEM BY TRANSFORMING LAND-USE PRACTICES, BUSINESS PRACTICES AND CONSUMER BEHAVIOR.

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 [X] 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 [X] 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 \$ 10,647,866. including grants of \$ 299. ) (Revenue \$ 11,166,450. ) SEE STATEMENT 1

4b (Code: ) (Expenses \$ 7,091,969. including grants of \$ 894,095. ) (Revenue \$ 1,642,600. ) SEE STATEMENT 2

4c (Code: ) (Expenses \$ 3,705,119. including grants of \$ 350. ) (Revenue \$ 131,865. ) SEE STATEMENT 4

4d Other program services. (Describe in Schedule O.) SEE STATEMENT 6 (Expenses \$ 6,787,660. including grants of \$ 866,883. ) (Revenue \$ 629,577. )

4e Total program service expenses ► \$ 28,232,614. (Must equal Part IX, Line 25, column (B).)

PUBLIC DISCLOSURE

**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		
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 Sections 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	X	
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		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
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		X
10 Did the organization hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V	X	
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	X	
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.?	X	
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	X	
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	X	
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	X	
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		X
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?		X
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

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**Part IV Checklist of Required Schedules (continued)**

	Yes	No
<b>28</b> During the tax year, did any person who is a current or former officer, director, trustee, or key employee:		
<b>a</b> 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)? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .		X
<b>b</b> Have a family member who had a direct or indirect business relationship with the organization? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	X	
<b>c</b> 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? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .		X
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . . . .	X	
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> . . . . .		X
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> . . . . .		X
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> . . . . .		X
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations section 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> . . . . .		X
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i> . . . . .	X	
<b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .	X	
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .		X
<b>37</b> 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? <i>If "Yes," complete Schedule R, Part VI</i> . . . . .		X

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**Part V** Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No		
<b>1a</b>	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable . . . . .	<b>1a</b>	80		
<b>b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable . . . . .	<b>1b</b>	NONE		
<b>c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? . . . . .	<b>1c</b>		X	
<b>2a</b>	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return . . . . .	<b>2a</b>	155		
<b>b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? . . . . . <b>Note:</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions)	<b>2b</b>		X	
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? . . . . .	<b>3a</b>			X
<b>b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O . . . . .	<b>3b</b>			
<b>4a</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)? . . . . .	<b>4a</b>		X	
<b>b</b>	If "Yes," enter the name of the foreign country: <b>SEE STATEMENT 7</b> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . . . .	<b>5a</b>			X
<b>b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? . . . . .	<b>5b</b>			X
<b>c</b>	If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction? . . . . .	<b>5c</b>			
<b>6a</b>	Did the organization solicit any contributions that were not tax deductible? . . . . .	<b>6a</b>			X
<b>b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . . . .	<b>6b</b>			
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>				
<b>a</b>	Did the organization provide goods or services in exchange for any quid pro quo contribution of more than \$75? . . . . .	<b>7a</b>			X
<b>b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided? . . . . .	<b>7b</b>			
<b>c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . . . .	<b>7c</b>			X
<b>d</b>	If "Yes," indicate the number of Forms 8282 filed during the year . . . . .	<b>7d</b>			
<b>e</b>	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<b>7e</b>			X
<b>f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<b>7f</b>			X
<b>g</b>	For all contributions of qualified intellectual property, did the organization file Form 8899 as required? . . . . .	<b>7g</b>			
<b>h</b>	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required? . . . . .	<b>7h</b>			
<b>8</b>	<b>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? . . . . .	<b>8</b>			
<b>9</b>	<b>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.</b>				
<b>a</b>	Did the organization make any taxable distributions under section 4966? . . . . .	<b>9a</b>			
<b>b</b>	Did the organization make a distribution to a donor, donor advisor, or related person? . . . . .	<b>9b</b>			
<b>10</b>	<b>Section 501(c)(7) organizations. Enter:</b>				
<b>a</b>	Initiation fees and capital contributions included on Part VIII, line 12 . . . . .	<b>10a</b>			
<b>b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities . . . . .	<b>10b</b>			
<b>11</b>	<b>Section 501(c)(12) organizations. Enter:</b>				
<b>a</b>	Gross income from members or shareholders . . . . .	<b>11a</b>			
<b>b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) . . . . .	<b>11b</b>			
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041? . . . . .	<b>12a</b>			
<b>b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year . . . . .	<b>12b</b>			

PUBLIC DISCLOSURE

**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, process, or changes in Schedule O. See instructions.			
1a	Enter the number of voting members of the governing body		
		1a	21
b	Enter the number of voting members that are independent		
		1b	20
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 organizations 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?	X	
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?	X	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	X	
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	SEE STATEMENT 8	
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. <input checked="" type="checkbox"/> Own website <input checked="" type="checkbox"/> Another's website <input checked="" type="checkbox"/> 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:	RICHARD RYAN, 665 BROADWAY, SUITE 500 NEW YORK, NY 10012-2420 212-677-1900	







**Part VIII Statement of Revenue**

13-3377893

			(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, gifts, grants and other similar amounts	1a	Federated campaigns . . . . .	1a				
	b	Membership dues . . . . .	1b	626,338.			
	c	Fundraising events . . . . .	1c	1,315,823.			
	d	Related organizations . . . . .	1d				
	e	Government grants (contributions) . . . . .	1e	7,539,848.			
	f	All other contributions, gifts, grants, and similar amounts not included above . . . . .	1f	9,747,629.			
	g	Noncash contributions included in lines 1a-1f: \$ . . . . .					
	h	<b>Total.</b> Add lines 1a-1f . . . . .		19,229,638.			
Program Service Revenue	2a	CERTIFICATION FEES	Business Code	12,023,803.	12,023,803.		
	b	CONTRACT INCOME		1,118,294.	1,118,294.		
	c						
	d						
	e						
	f	All other program service revenue . . . . .					
	g	<b>Total.</b> Add lines 2a-2f . . . . .		13,142,097.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) . . . . .	STMT. 9 . . . ▶	71,907.		71,907.	
	4	Income from investment of tax-exempt bond proceeds . . . . .		NONE			
	5	Royalties . . . . .		NONE			
	6a	Gross Rents . . . . .	(i) Real				
			(ii) Personal				
	b	Less: rental expenses . . . . .					
	c	Rental income or (loss) . . . . .					
	d	Net rental income or (loss) . . . . .		NONE			
	7a	Gross amount from sales of assets other than inventory	(i) Securities				
			(ii) Other				
	b	Less: cost or other basis and sales expenses . . . . .					
	c	Gain or (loss) . . . . .					
	d	Net gain or (loss) . . . . .		NONE			
	8a	Gross income from fundraising events (not including \$ 1,315,823. of contributions reported on line 1c). See Part IV, line 18. . . . .	a	STMT 10 197,300.			
	b	Less: direct expenses . . . . .	b	258,356.			
c	Net income or (loss) from fundraising events . . . . .	STMT. 11 . ▶	-61,056.				
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 . . . . .			NONE			
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 . . . . .			NONE			
Miscellaneous Revenue		Business Code					
11a	OTHER INCOME		428,395.	428,395.			
b							
c							
d	All other revenue . . . . .						
e	<b>Total.</b> Add lines 11a-11d . . . . .		428,395.				
12	<b>Total Revenue.</b> Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e . . . . .		32,810,981.	13,570,492.		71,907.	

PUBLIC DISCLOSURE

**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).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>		(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 . . .	371,029.	371,029.		
2	Grants and other assistance to individuals in the U.S. See Part IV, line 22 . . . . .	NONE			
3	Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16 . . . . .	1,390,598.	1,390,598.		
4	Benefits paid to or for members . . . . .	NONE			
5	Compensation of current officers, directors, trustees, and key employees . . . . .	624,033.	248,846.	197,170.	178,017.
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . .	NONE			
7	Other salaries and wages . . . . .	9,143,710.	8,545,873.	6,642.	591,195.
8	Pension plan contributions (include section 401 (k) and section 403(b) employer contributions) . .	175,084.	166,856.		8,228.
9	Other employee benefits . . . . .	1,852,955.	1,761,454.		91,501.
10	Payroll taxes . . . . .	934,533.	888,205.		46,328.
11	Fees for services (non-employees):				
a	Management . . . . .	NONE			
b	Legal . . . . .	54,771.	54,771.		
c	Accounting . . . . .	112,378.	112,378.		
d	Lobbying . . . . .	NONE			
e	Professional fundraising services. See Part IV, line 17	95,000.			95,000.
f	Investment management fees . . . . .	NONE			
g	Other . . . . .	NONE			
12	Advertising and promotion . . . . .	NONE			
13	Office expenses . . . . .	1,248,583.	1,056,522.	8,536.	183,525.
14	Information technology . . . . .	NONE			
15	Royalties . . . . .	NONE			
16	Occupancy . . . . .	1,475,097.	1,420,782.	8,194.	46,121.
17	Travel . . . . .	2,068,298.	2,014,098.	11,227.	42,973.
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	NONE			
19	Conferences, conventions, and meetings . . . .	NONE			
20	Interest . . . . .	NONE			
21	Payments to affiliates . . . . .	NONE			
22	Depreciation, depletion, and amortization . . .	50,886.	38,861.	368.	11,657.
23	Insurance . . . . .	NONE			
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	CONSULTANTS -----	4,958,343.	4,930,069.	10,128.	18,146.
b	CERTIFICATION -----	3,483,064.	3,483,048.	-2.	18.
c	WORKSHOPS -----	467,785.	465,495.	295.	1,995.
d	OTHER OFFICE EXPENSES -----	1,442,298.	1,244,979.	25,524.	171,795.
e	FOREIGN INCOME TAX -----	38,803.	38,750.	8.	45.
f	All other expenses -----				
25	<b>Total functional expenses.</b> Add lines 1 through 24f	29,987,248.	28,232,614.	268,090.	1,486,544.
26	<b>Joint Costs.</b> Check here <input type="checkbox"/> If following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation . . . . .				

PUBLIC DISCLOSURE

**Part X Balance Sheet**

		(A)		(B)	
		Beginning of year		End of year	
Assets	1	Cash - non-interest-bearing . . . . .	1,861,565.	1	3,244,303.
	2	Savings and temporary cash investments . . . . .	1,057,437.	2	1,255,489.
	3	Pledges and grants receivable, net . . . . .	2,073,217.	3	2,191,823.
	4	Accounts receivable, net . . . . .	2,184,842.	4	2,636,737.
	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 sales or use . . . . .		8	
	9	Prepaid expenses and deferred charges . . . . . STMT. 12 . . . . .	358,113.	9	305,749.
	10a	Land, buildings, and equipment: cost basis . . . . . 10a	723,625.		
	b	Less: accumulated depreciation. Complete Part VI of Schedule D. . . . . 10b	581,689.	10c	141,936.
	11	Investments - publicly traded securities. . . . . STMT. 13 . . . . .	33,746.	11	25,446.
	12	Investments - other securities. See Part IV, line 11. . . . .		12	1,039,231.
	13	Investments - program-related. See Part IV, line 11 . . . . .		13	
	14	Intangible assets . . . . .		14	
	15	Other assets. See Part IV, line 11 . . . . .	118,366.	15	186,338.
16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	7,822,618.	16	11,027,052.	
Liabilities	17	Accounts payable and accrued expenses . . . . .	2,103,980.	17	3,988,204.
	18	Grants payable . . . . .		18	
	19	Deferred revenue . . . . . STMT. 14 . . . . .	216,000.	19	NONE
	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 STMT. 15 . . . . .	2,391,750.	23	2,391,750.
	24	Unsecured notes and loans payable. . . . .		24	
	25	Other liabilities. Complete Part X of Schedule D . . . . .	26,097.	25	136,681.
	26	<b>Total liabilities.</b> Add lines 17 through 25. . . . .	4,737,827.	26	6,516,635.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets . . . . .	-275,183.	27	-1,265,304.
	28	Temporarily restricted net assets . . . . .	3,359,974.	28	4,775,721.
	29	Permanently restricted net assets . . . . .	NONE	29	1,000,000.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds . . . . .		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund . . . . .		31	
	32	Retained earnings, endowment, accumulated income, or other funds . . . . .		32	
	33	<b>Total net assets or fund balances</b> . . . . .	3,084,791.	33	4,510,417.
	34	<b>Total liabilities and net assets/fund balances.</b> . . . . .	7,822,618.	34	11,027,052.

**Part XI Financial Statements and Reporting**

		Yes	No
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? . . . . .		X
b	Were the organization's financial statements audited by an independent accountant? . . . . .	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? . . . . .	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? . . . . .	X	
b	If "Yes," did the organization undergo the required audit or audits? . . . . .	X	



PUBLIC DISCLOSURE

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	5,058,842.	5,151,139.	7,654,259.	18,221,104.	19,032,109.	55,117,453.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
4 <b>Total.</b> Add lines 1-3 . . . . .	5,058,842.	5,151,139.	7,654,259.	18,221,104.	19,032,109.	55,117,453.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . .						
6 <b>Public support.</b> Subtract line 5 from line 4.						55,117,453.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4. . . . .	5,058,842.	5,151,139.	7,654,259.	18,221,104.	19,032,109.	55,117,453.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	1,042.	6,302.	32,124.	55,664.	71,907.	167,039.
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .	46,809.	121,066.	139,763.	103,950.	428,395.	839,983.
11 <b>Total support.</b> Add lines 7 through 10 . . . . .						56,124,475.
12 Gross receipts from related activities, etc. (See instructions.) . . . . .					12	52,030,327.
13 <b>First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here . . . . . ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f)) . . . . .	14	98.21 %
15 Public support percentage from 2007 Schedule A, Part IV-A, line 26f . . . . .	15	94.73 %
16a <b>33 1/3% support test - 2008.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . . ▶ <input checked="" type="checkbox"/>		
b <b>33 1/3% support test - 2007.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . . ▶ <input type="checkbox"/>		
17a <b>10%-facts-and-circumstances test - 2008.</b> If the organization did not check a box on line 13, 16a or 16b, and line 14 is 10% or more, and if the organization meets the "fact-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization . . . . . ▶ <input type="checkbox"/>		
b <b>10%-facts-and-circumstances test - 2007.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . ▶ <input type="checkbox"/>		
18 <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . . ▶ <input type="checkbox"/>		

PUBLIC DISCLOSURE

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**  
(Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . .						
3 Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
5 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
6 Total. Add lines 1-5 . . . . .						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000 . . . . .						
c Add lines 7a and 7b. . . . .						
8 Public support (Subtract line 7c from line 6.) . . . . .						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6. . . . .						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .						
c Add lines 10a and 10b . . . . .						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						
13 Total support. (Add lines 9, 10c, 11, and 12.) . . . . .						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . .

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f)) . . . . .	15	%
16 Public support percentage from 2007 Schedule A, Part IV-A, line 27g . . . . .	16	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f)) . . . . .	17	%
18 Investment income percentage from 2007 Schedule A, Part IV-A, line 27h . . . . .	18	%

19a **33 1/3% support tests - 2008.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .

b **33 1/3% support tests - 2007.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions . . . . .

PUBLIC DISCLOSURE

**Part IV** **Supplemental Information.** Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. (see instructions)

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2004	2005	2006	2007	2008	TOTAL
OTHER INCOME	46,809.	121,066.	139,763.	103,950.	428,395.	839,983.
TOTALS	46,809.	121,066.	139,763.	103,950.	428,395.	839,983.

PUBLIC DISCLOSURE

**SCHEDULE C**  
(Form 990 or 990-EZ)

**Political Campaign and Lobbying Activities**

OMB No. 1545-0047

For Organizations Exempt From Income Tax Under section 501(c) and section 527

**2008**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

- ▶ To be completed by organizations described below.
- ▶ Attach to Form 990 or Form 990-EZ.

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(cy)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization <b>RAINFOREST ALLIANCE, INC.</b>	Employer identification number <b>13-3377893</b>
----------------------------------------------------------	-----------------------------------------------------

**Part I-A To be completed by all organizations exempt under section 501(c) and section 527 organizations.**  
See the instructions for Schedule C for details.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures . . . . . ▶ \$ \_\_\_\_\_

3 Volunteer hours . . . . . \_\_\_\_\_

**Part I-B To be completed by all organizations exempt under section 501(c)(3).**  
See the instructions for Schedule C for details.

1 Enter the amount of any excise tax incurred by the organization under section 4955 . . . . . ▶ \$ \_\_\_\_\_

2 Enter the amount of any excise tax incurred by organization managers under section 4955 . . . . . ▶ \$ \_\_\_\_\_

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? . . . . .  Yes  No

4a Was a correction made? . . . . .  Yes  No

b If "Yes," describe in Part IV.

**Part I-C To be completed by all organizations exempt under section 501(c), except section 501(c)(3).**  
See the instructions for Schedule C for details.

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities . . . . . ▶ \$ \_\_\_\_\_

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities . . . . . ▶ \$ \_\_\_\_\_

3 Total of direct and indirect exempt function expenditures. Add lines 1 and 2 and enter here and on Form 1120-POL, line 17b . . . . . ▶ \$ \_\_\_\_\_

4 Did the filing organization file Form 1120-POL for this year? . . . . .  Yes  No

5 State the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made. Enter the amount paid and indicate if the amount was paid from the filing organization's funds or were political contributions received and promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.



PUBLIC DISCLOSURE

**Part II-A** To be completed by organizations exempt under section 501(c)(3) that filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

- A Check  if the filing organization belongs to an affiliated group.  
 B Check  if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1 a	Total lobbying expenditures to influence public opinion (grass roots lobbying) . . . . .														
b	Total lobbying expenditures to influence a legislative body (direct lobbying) . . . . .	4,341.													
c	Total lobbying expenditures (add lines 1a and 1b) . . . . .	4,341.													
d	Other exempt purpose expenditures . . . . .	29,982,907.													
e	Total exempt purpose expenditures (add lines 1c and 1d) . . . . .	29,987,248.													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1"> <tr> <td>If the amount on line 1e, column (a) or (b) is:</td> <td>The lobbying nontaxable amount is:</td> </tr> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f) . . . . .	250,000.													
h	Subtract line 1g from line 1a. Enter -0- if line g is more than line a . . . . .														
i	Subtract line 1f from line 1c. Enter -0- if line f is more than line c . . . . .														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? . . . . .		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No												

**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 2a through 2f of the instructions.)

Lobbying Expenditures During 4-Year Averaging Period						
Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) Total	
2 a	Lobbying non-taxable amount	NONE	NONE	NONE	4,341.	4,341.
b	Lobbying ceiling amount (150% line 2a, column(e))					6,512.
c	Total lobbying expenditures				4,341.	4,341.
d	Grassroots non-taxable amount				250,000.	250,000.
e	Grassroots ceiling amount (150% of line 2d, column (e))					375,000.
f	Grassroots lobbying expenditures					

PUBLIC DISCLOSURE

**Part II-B** To be completed by organizations exempt under section 501(c)(3) that have NOT filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
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 Other activities? If "Yes," describe in Part IV			
j Total lines 1c through 1i			
2 a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

**Part III-A** To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6). See the instructions for Schedule C for details.

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carryover lobbying and political expenditures from the prior year?	3	

**Part III-B** To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, questions 1 and 2 are answered "No" OR if Part III-A, question 3 is answered "Yes." See Schedule C instructions for details.

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (line 2c total minus 3 and 4)	5	

**Part IV** Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5 and Part II-B, line 1i. Also, complete this part for any additional information.

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PUBLIC DISCLOSURE

**Part IV** Supplemental Information (continued)

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PUBLIC DISCLOSURE

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2008

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate contributions to (during year), 3 Aggregate grants from (during year), 4 Aggregate value at end of year, 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?, 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

Table with 2 columns: Held at the End of the Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply), 2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year, 2a Total number of conservation easements, 2b Total acreage restricted by conservation easements, 2c Number of conservation easements on a certified historic structure included in (a), 2d Number of conservation easements included in (c) acquired after 8/17/06, 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year, 4 Number of states where property subject to conservation easement is located, 5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds?, 6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year, 7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year, 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?, 9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

Table with 2 columns: \$, \$, \$, \$. Rows include: 1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items, b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items: (i) Revenues included in Form 990, Part VIII, line 1, (ii) Assets included in Form 990, Part X, 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items: a Revenues included in Form 990, Part VIII, line 1, b Assets included in Form 990, Part X

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2008

PUBLIC DISCLOSURE

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)**

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a  Public exhibition
- b  Scholarly research
- c  Preservation for future generations
- d  Loan or exchange programs
- e  Other \_\_\_\_\_

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? . . . . .  Yes  No

**Part IV Trust, Escrow and Custodial Arrangements.** Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? . . . . .  Yes  No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

	Amount
c Beginning balance . . . . .	1c
d Additions during the year . . . . .	1d
e Distributions during the year . . . . .	1e
f Ending balance . . . . .	1f

2a Did the organization include an amount on Form 990, Part X, line 21? . . . . .  Yes  No

b If "Yes," explain the arrangement in Part XIV.

**Part V Endowment Funds.** Complete if organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance . . . . .					
b Contributions . . . . .	1,000,000.				
c Investment earnings or losses . . . . .	39,231.				
d Grants or scholarships . . . . .					
e Other expenditures for facilities and programs . . . . .					
f Administrative expenses . . . . .					
g End of year balance . . . . .	1,039,231.				

2 Provide the estimated percentage of the year end balance held as:

- a Board designated or quasi-endowment ▶ \_\_\_\_\_ %
- b Permanent endowment ▶ 100.0000 %
- c Term endowment ▶ \_\_\_\_\_ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations . . . . .
- (ii) related organizations . . . . .

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? . . . . .

4 Describe in Part XIV the intended uses of the organization's endowment funds.

**Part VI Investments - Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land . . . . .				
b Buildings . . . . .				
c Leasehold improvements . . . . .		60,275.	17,897.	42,378.
d Equipment . . . . .		132,506.	125,304.	7,202.
e Other . . . . .		530,844.	438,488.	92,356.
<b>Total.</b> Add lines 1a-1e. (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . .				141,936.



PUBLIC DISCLOSURE

**Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements**

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	32,810,981.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	29,987,248.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	2,823,733.
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	-1,398,118.
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net). Add lines 4-8	9	-1,398,118.
10	Excess or (deficit) for the year per financial statements. Combine lines 3 and 9.	10	1,425,615.

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	33,604,391.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	793,410.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	793,410.
3	Subtract line 2e from line 1	3	32,810,981.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This should equal Form 990, Part I, line 12.)	5	32,810,981.

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements	1	30,780,657.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	793,409.
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	793,409.
3	Subtract line 2e from line 1	3	29,987,248.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This should equal Form 990, Part I, line 18.)	5	29,987,248.

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b.

ORGANIZATION'S LIABILITY FOR UNCERTAIN TAX POSITIONS UNDER FIN 48

SCHEDULE D, PAGE 3, PART X

RA HAS DEFERRED THE APPLICATION OF THE ACCOUNTING PRONOUNCEMENT ON

ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES UNTIL ITS FIRST FISCAL YEAR

BEGINNING AFTER DECEMBER 15, 2008. RA'S ACCOUNTING POLICY IS TO EVALUATE

UNCERTAIN TAX POSITIONS IN ACCORDANCE WITH FASB NO. 5 "ACCOUNTING FOR

CONTINGENCIES".







PUBLIC DISCLOSURE

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000 . . . . .  Use Schedule F-1 (Form 990) if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
			CENT. AMERICA/CARIBBEAN	ADOPT A RAIN	39,532.	EFT			
			SUB-SAHARAN AFRICA	PROMOTE SUST	36,436.	EFT			
			SOUTH AMERICA	AMAZON BASIN	154,821.	EFT			
			CENT. AMERICA/CARIBBEAN	EVALUATION &	32,000.	EFT			
			CENT. AMERICA/CARIBBEAN	BIODIVERSITY	48,116.	EFT			
			CENT. AMERICA/CARIBBEAN	SUSTAINABLE	9,000.	EFT			
			SUB-SAHARAN AFRICA	SUSTAINABLE	94,745.	EFT			
			CENT. AMERICA/CARIBBEAN	BIODIVERSITY	134,985.	EFT			
			SOUTH AMERICA	AMAZON BAS	77,609.	EFT			
			CENT. AMERICA/CARIBBEAN	BIODIVERSITY	88,992.	EFT			
			SUB-SAHARAN AFRICA	SUSTAINABLE	278,799.	EFT			
			CENT. AMERICA/CARIBBEAN	BIODIVERSITY	205,216.	EFT			
			SOUTH AMERICA	SUSTAINABLE	8,067.	EFT			
			SOUTH AMERICA	BIODIVERSITY	161,094.	EFT			

2 Enter total number of organizations that are recognized as charities by the foreign country or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . . .

NONE

1 2



PUBLIC DISCLOSURE

**Part IV** Supplemental Information

Complete this part to provide the information required in Part I, line 2, and any other additional information.

PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS OUTSIDE THE U.S.  
SCHEDULE F, PAGE 1, PART I, ITEM 2  
RAINFOREST ALLIANCE MONITORS FUNDS THROUGH IT'S LOCAL OFFICE'S REGULAR  
INTERACTION WITH THE RECIPIENT AND REGULAR REPORTING REQUIREMENTS THAT  
ARE DETERMINED FOR EACH PARTY.



PUBLIC DISCLOSURE

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events (Add col. (a) through col. (c))
		GALA (event type)	(event type)	NONE (total number)	
Revenue	1	Gross receipts	1,513,123.		1,513,123.
	2	Less: Charitable contributions	1,315,823.		1,315,823.
	3	Gross revenue (line 1 minus line 2)	197,300.		197,300.
Direct Expenses	4	Cash prizes			
	5	Non-cash prizes			
	6	Rent/facility costs			
	7	Other direct expenses	258,356.		258,356.
	8	Direct expense summary. Add lines 4 through 7 in column (d)			( 258,356. )
	9	Net income summary. Combine lines 3 and 8 in column (d)			-61,056.

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
		Yes _____ % No	Yes _____ % No	Yes _____ % No	
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Non-cash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor			
	7	Direct expense summary. Add lines 2 through 5 in column (d)			( )
	8	Net gaming income summary. Combine lines 1 and 7 in column (d)			

	Yes	No
9 Enter the state(s) in which the organization operates gaming activities: _____		
a Is the organization licensed to operate gaming activities in each of these states? _____	9a	
b If "No," Explain: _____		
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a	
b If "Yes," Explain: _____		
11 Does the organization operate gaming activities with nonmembers? _____	11	
12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? _____	12	

PUBLIC DISCLOSURE

		Yes	No
<b>13</b>	Indicate the percentage of gaming activity operated in:		
<b>a</b>	The organization's facility . . . . . <b>13a</b> %		
<b>b</b>	An outside facility . . . . . <b>13b</b> %		
<b>14</b>	Provide the name and address of the person who prepares the organization's gaming/special event books and records:		
	Name ▶ _____		
	Address ▶ _____		
<b>15a</b>	Does the organization have a contract with a third party from whom the organization receives gaming revenue? . . . . . <b>15a</b>		
<b>b</b>	If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.		
<b>c</b>	If "Yes," enter name and address:		
	Name ▶ _____		
	Address ▶ _____		
<b>16</b>	Gaming manager information:		
	Name ▶ _____		
	Gaming manager compensation ▶ \$ _____		
	Description of services provided ▶ _____		
	<input type="checkbox"/> Director/officer <input type="checkbox"/> Employee <input type="checkbox"/> Independent contractor		
<b>17</b>	Mandatory distributions:		
<b>a</b>	Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? . . . . . <b>17a</b>		
<b>b</b>	Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____		







PUBLIC DISCLOSURE

**SCHEDULE J  
(Form 990)**

**Compensation Information**

OMB No. 1545-0047

**2008**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest  
Compensated Employees

▶ Attach to Form 990. To be completed by organizations  
that answered "Yes" to Form 990, Part IV, line 23.

Name of the organization

RAINFOREST ALLIANCE, INC.

Employer identification number

13-3377893

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- |                                                                    |                                                                          |
|--------------------------------------------------------------------|--------------------------------------------------------------------------|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees   |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

**b** If line 1a is checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain . . . . .

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a? . . . . .

**3** Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- |                                                              |                                                                                     |
|--------------------------------------------------------------|-------------------------------------------------------------------------------------|
| <input type="checkbox"/> Compensation committee              | <input type="checkbox"/> Written employment contract                                |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study                    |
| <input type="checkbox"/> Form 990 of other organizations     | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a:

**a** Receive a severance payment or change of control payment? . . . . .

**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan? . . . . .

**c** Participate in, or receive payment from, an equity-based compensation arrangement? . . . . .

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

**Only 501(c)(3) and 501(c)(4) organizations must complete lines 5-8.**

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

**a** The organization? . . . . .

**b** Any related organization? . . . . .

If "Yes" to line 5a or 5b, describe in Part III.

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

**a** The organization? . . . . .

**b** Any related organization? . . . . .

If "Yes" to line 6a or 6b, describe in Part III.

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III . . . . .

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III . . . . .

	Yes	No
<b>1a</b>		
<b>1b</b>		
<b>2</b>		
<b>3</b>		
<b>4a</b>	X	
<b>4b</b>		X
<b>4c</b>		X
<b>5a</b>		X
<b>5b</b>		X
<b>6a</b>		X
<b>6b</b>		X
<b>7</b>		X
<b>8</b>		X

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2008

PUBLIC DISCLOSURE

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use Schedule J-1 if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
ANA PAULA TAVARES	(i) 136,745.	NONE	NONE	NONE	18,164.	154,909.	NONE
	(ii) NONE	NONE	NONE	NONE	NONE	NONE	NONE
TENSIE WHELAN	(i) 191,203.	NONE	NONE	NONE	19,649.	210,852.	NONE
	(ii) NONE	NONE	NONE	NONE	NONE	NONE	NONE
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----
	(i) -----	-----	-----	-----	-----	-----	-----
	(ii) -----	-----	-----	-----	-----	-----	-----

PUBLIC DISCLOSURE

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Area with horizontal dashed lines for supplemental information.

PUBLIC DISCLOSURE

**SCHEDULE J-2  
(Form 990)**

**Continuation Sheet for Form 990**

OMB No. 1545-0047

**2008**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.

Name of the Organization

Employer Identification number

RAINFOREST ALLIANCE, INC.

13-3377893

**Part I Continuation of Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
DANIEL R. KATZ CHAIR	1.	X						NONE	NONE	NONE
LABEEB ABOUD DIRECTOR	1.	X						NONE	NONE	NONE
BERT AERTS DIRECTOR	1.	X						NONE	NONE	NONE
ADAM ALBRIGHT DIRECTOR	1.	X						NONE	NONE	NONE
DR. NOEL BROWN DIRECTOR	1.	X						NONE	NONE	NONE
DANIEL COHEN DIRECTOR	1.	X						NONE	NONE	NONE
ROGER DEROMEDI DIRECTOR	1.	X						NONE	NONE	NONE
DR. FRANK J. DOTTORI DIRECTOR	1.	X						NONE	NONE	NONE
DR. KARL FOSSUM DIRECTOR	1.	X						NONE	NONE	NONE
WENDY GORDON VICE CHAIR	1.	X						NONE	NONE	NONE
HENRY JUSZKIEWICZ DIRECTOR	1.	X						NONE	NONE	NONE
SUDHAKAR KESAVAN DIRECTOR	1.	X						NONE	NONE	NONE
MARY STUART MASTERSON DIRECTOR	1.	X						NONE	NONE	NONE
BRENDAN MAY DIRECTOR	1.	X						NONE	NONE	NONE
ERIC ROTHENBERG DIRECTOR	1.	X						NONE	NONE	NONE
PETER M. SCHULTE DIRECTOR	1.	X			X			NONE	NONE	NONE
KERRI A. SMITH DIRECTOR	1.	X						NONE	NONE	NONE
MARTIN TANDLER DIRECTOR	1.	X						NONE	NONE	NONE
ANNEMIEKE WIJN DIRECTOR	1.	X						NONE	NONE	NONE
DAVID WASSERMAN DIRECTOR	1.	X						NONE	NONE	NONE
ALAN WILZIG DIRECTOR	1.	X						NONE	NONE	NONE

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J-2 (Form 990) 2008

JSA

8E1294 1.000

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PUBLIC DISCLOSURE

SCHEDULE M  
(Form 990)

**Non-Cash Contributions**

OMB No. 1545-0047

**2008**

**Open To Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

▶ To be completed by organizations that answered  
"Yes" on Form 990, Part IV, lines 29 or 30.

▶ Attach to Form 990.

Name of the organization

RAI NFOREST ALLI ANCE, I NC.

Employer identification number

13-3377893

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions	(c) Revenues reported on Form 990, Part VIII, line 1g	(d) Method of determining revenues
1 Art-Works of art . . . . .				
2 Art-Historical treasures . . . . .				
3 Art-Fractional interests . . . . .				
4 Books and publications . . . . .				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles . . . . .				
7 Boats and planes . . . . .				
8 Intellectual property . . . . .				
9 Securities-Publicly traded . . . . .	X	6	71,150.	SELLING PRICE
10 Securities-Closely held stock . . . . .				
11 Securities-Partnership, LLC, or trust interests . . . . .				
12 Securities-Miscellaneous . . . . .				
13 Qualified conservation contribution (historic structures) . . . . .				
14 Qualified conservation contribution (other) . . . . .				
15 Real estate-Residential . . . . .				
16 Real estate-Commercial . . . . .				
17 Real estate-Other . . . . .				
18 Collectibles . . . . .				
19 Food inventory . . . . .				
20 Drugs and medical supplies . . . . .				
21 Taxidermy . . . . .				
22 Historical artifacts . . . . .				
23 Scientific specimens . . . . .				
24 Archeological artifacts . . . . .				
25 Other ▶ ( STMT 16 ) . . . . .		4.	38,336.	
26 Other ▶ ( ) . . . . .				
27 Other ▶ ( ) . . . . .				
28 Other ▶ ( ) . . . . .				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . . . **29** NONE

	Yes	No
30 a During the year, did the organization receive by contribution any property reported in Part I, line 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? . . . . .		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions? . . . . .		X
32 a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? . . . . .		X
b If "Yes," describe in Part II.		
33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II.		

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) 2008

JSA

8E1298 1.000



PUBLIC DISCLOSURE

**Part II**

**Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Area with horizontal dashed lines for supplemental information.

PUBLIC DISCLOSURE

SCHEDULE O  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization

RAINFOREST ALLIANCE, INC.

Employer identification number

13-3377893

CONFLICT OF INTEREST POLICY

PAGE 6, ITEM 12C

A COPY OF OUR CONFLICT OF INTEREST POLICY, ALONG WITH A CONFLICT OF

INTEREST DISCLOSURE STATEMENT, IS FURNISHED TO EACH DIRECTOR, OFFICER AND

STAFF MEMBER OF THE RAINFOREST ALLIANCE UPON UNDERTAKING THE DUTIES OF

SUCH OFFICE, AND ANNUALLY THEREAFTER FOR THE TERM OF SUCH PERSON'S

SERVICE TO THE ORGANIZATION. ANY DISCLOSURES ARE REVIEWED BY AN INTERNAL

COMMITTEE MADE UP OF THE PRESIDENT, VICE PRESIDENT OF FINANCE AND

ADMINISTRATION, CHIEF FINANCIAL OFFICER AND THE GENERAL COUNSEL, AND ARE

REPORTED ON A QUARTERLY BASIS TO THE AUDIT AND RISK COMMITTEE. THE AUDIT

AND RISK COMMITTEE HAS AMONG ITS RESPONSIBILITIES THE DUTY OF REVIEWING

THE ORGANIZATION'S PERFORMANCE IN MAINTAINING FULL INDEPENDENCE.

IN ADDITION, A DETAILED FORM 990 DISCLOSURE STATEMENT, WITH RESPECT TO

DISCLOSURES REQUIRED TO BE REPORTED ON FORM 990 ABOUT ANY TRANSACTIONS

BETWEEN THE ORGANIZATION AND THOSE WHO SERVE IT IN VARIOUS VOLUNTEER AND

PAID CAPACITIES, AND ABOUT ANY TRANSACTIONS AMONG THOSE PERSONS, IS

DISTRIBUTED ANNUALLY TO MEMBERS OF THE COMMITTEE THAT AWARDS KLEINHANS

FELLOWSHIPS AND THE RAINFOREST ALLIANCE'S DIRECTORS, OFFICERS AND KEY

EMPLOYEES.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

ORGANIZATION'S DOCUMENTS

990, PAGE 6, PART VI, SECTION C, LINE 19

THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND

FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON WRITTEN REQUEST TO

MANAGEMENT. IN ADDITION, THE ORGANIZATION'S AUDITED FINANCIAL

STATEMENTS, CONFLICT OF INTEREST AND WHISTLEBLOWER POLICIES, AND

SUMMARIES OF ALL OF ITS POLICIES AND PROCEDURES TO ENSURE INDEPENDENCE,

ARE AVAILABLE ON ITS WEBSITE.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

COMPENSATION POLICY

990, PAGE 6, SECTION B, LINE 15

THE ORGANIZATION HAS DEVELOPED SALARY ADMINISTRATION GUIDELINES (THE

"GUIDELINES") THAT APPLY IN SETTING THE COMPENSATION OF ALL OF ITS

EMPLOYEES, INCLUDING ITS PRESIDENT, OFFICERS, AND KEY EMPLOYEES. UNDER

THE GUIDELINES, THE ORGANIZATION CONDUCTS AN ANNUAL SALARY REVIEW FOR ALL

EMPLOYEES. THE ORGANIZATION PARTICIPATES IN SEVERAL SALARY SURVEYS WITH

SIMILARLY SIZED, INTERNATIONAL NON-PROFIT ORGANIZATIONS TO ENSURE THAT

ITS SALARIES ARE WITHIN THE RANGE OF THOSE OF COMPARABLE ORGANIZATIONS.

GENERALLY, THE MIDPOINT OF THE ORGANIZATION'S SALARY RANGES FALLS WITHIN

THE SALARY RANGE AVERAGES OF COMPARABLE NON-PROFIT ORGANIZATIONS.

PERFORMANCE REVIEWS ARE THEN USED TO ESTABLISH AN INDIVIDUAL EMPLOYEE'S

COMPENSATION WITHIN THE RANGE SET BY COMPARABILITY DATA. THE EXECUTIVE

COMMITTEE OF THE BOARD OF DIRECTORS APPROVES MODIFICATION OF COMPENSATION

THAT EXTENDS TO SUBSTANTIALLY ALL EMPLOYEES. THE GUIDELINES ALSO REQUIRE

THE EXECUTIVE COMMITTEE TO REVIEW AND APPROVE SEPARATELY THE COMPENSATION

OF THE PRESIDENT AND VICE PRESIDENT OF FINANCE AND OPERATIONS, UNLESS

SUCH INDIVIDUALS RECEIVE A MODIFICATION OF COMPENSATION THAT EXTENDS TO

SUBSTANTIALLY ALL EMPLOYEES.

THE LAST SALARY REVIEWS FOR THE ORGANIZATION'S PRESIDENT, VICE PRESIDENT

OF FINANCE AND OPERATIONS, AND KEY EMPLOYEES (SENIOR VICE PRESIDENTS OF

THE ORGANIZATION) WERE CONDUCTED IN JULY 2008 AS PART OF THE

ORGANIZATION'S ANNUAL EMPLOYEE-WIDE SALARY REVIEW. IN 2009 THERE WAS AN

ORGANIZATIONAL SALARY FREEZE. AS A RESULT, THE ORGANIZATION DID NOT

CONDUCT AN ANNUAL REVIEW FOR ITS EMPLOYEES IN 2009, BUT IT DID PERFORM

INDIVIDUAL SALARY REVIEWS WHEN AN EMPLOYEE RECEIVED A PROMOTION. A

PUBLIC DISCLOSURE

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SALARY REVIEW FOR THE GENERAL COUNSEL, WHO ALSO SERVES AS SECRETARY, WAS  
CONDUCTED IN 2010. THE TREASURER OF THE ORGANIZATION DOES NOT RECEIVE  
ANY COMPENSATION, AND IS THEREFORE NOT SUBJECT TO ANY REVIEW.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

FORM 990 REVIEW PROCESS

990, PAGE 6, SECTION A, LINE 10

THE VP OF FINANCE AND ADMINISTRATION, CFO INITIALLY REVIEWS THE

ORGANIZATION'S DRAFT FORM 990. THE OFFICE OF GENERAL COUNSEL, INCLUDING

THE GENERAL COUNSEL IN HER CAPACITY AS ATTORNEY AND AS SECRETARY OF THE

ORGANIZATION, REVIEWS THE DRAFT 990 WITH RESPECT TO ANY QUESTIONS

INVOLVING LEGAL MATTERS. THE DRAFT FORM 990 IS DISTRIBUTED TO EACH OF

THE ORGANIZATION'S OFFICERS AND DIRECTORS IN ADVANCE OF THE

ORGANIZATION'S NEXT QUARTERLY BOARD MEETING. EACH OFFICER AND DIRECTOR

IS ASKED TO REVIEW THE DRAFT FORM 990, AND RAISE ANY QUESTIONS OR

COMMENTS AT THE BOARD MEETING. AFTER ALL COMMENTS ARE RECEIVED, THE VP

OF FINANCE AND ADMINISTRATION, CFO OVERSEES ANY REVISIONS BEFORE THE

FINAL FORM 990 IS FILED.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

FOREIGN PAYROLL TAXES AND FRINGE BENEFITS

990, PAGE 10, PART IX, LINE 9

FOR EMPLOYEES WORKING IN FOREIGN COUNTRIES, THE AMOUNTS FOR PENSION PLAN

CONTRIBUTIONS, PAYROLL TAXES, AND OTHER EMPLOYEE BENEFITS ARE ALL

INCLUDED IN LINE 9 - OTHER EMPLOYEE BENEFITS.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

OTHER PROGRAM SERVICES DESCRIPTION AND HIGHLIGHTS - SPECIAL PROJECTS

990, PAGE 2, PART III, LINE 4D (1 OF 3)

SPECIAL PROJECTS (ICAA)

THE ALLIANCE FOR CONSERVATION AND SUSTAINABLE LIVELIHOODS IN THE ANDEAN

AMAZON (ICAA IS ITS SPANISH ACRONYM), A CONSORTIUM FORMED BY THE

RAINFOREST ALLIANCE AND ITS TWO LOCAL PARTNER ORGANIZATIONS, CONSERVACIÓN

Y DESARROLLO (ECUADOR) AND FUNDACIÓN NATURA (COLOMBIA) HAS AS ITS

OBJECTIVE TO CONSERVE THE BIODIVERSITY OF THE ANDEAN AMAZON USING

SUSTAINABLE MANAGEMENT AND CERTIFICATION IN FORESTRY, AGRICULTURE AND

TOURISM, WHILE BUILDING COMPETITIVE BUSINESSES AND SUSTAINABLE

LIVELIHOODS. WORK IS FOCUSED IN THE FOUR COUNTRIES THAT COMPOSE THE

ANDEAN AMAZON REGION: COLOMBIA, ECUADOR, PERU, AND BOLIVIA.

HIGHLIGHTS FOR 2009 INCLUDE:

- ADDING 825 NEW COCOA PRODUCERS (800 OF THEM MEMBERS OF THE KICHWA TRIBE, WITH OVER 1000 HA OF FARMS LOCATED NEAR THE NAPO-GALERAS AND GRAN SUMACO PROTECTED AREAS) TO THE PROGRAM.

- STRENGTHENING OF THE CONSORTIUM'S RELATIONSHIP WITH PRODUCER ORGANIZATIONS AND EXPORT BUSINESSES INVOLVED IN THE IMPLEMENTATION OF BEST MANAGEMENT PRACTICES IN COFFEE FARMS IN PERU. WE ARE NOW CURRENTLY WORKING WITH MORE THAN TWENTY ORGANIZATIONS REPRESENTING OVER 2,200 COFFEE PRODUCERS THAT ARE IMPLEMENTING SOCIAL AND ENVIRONMENTAL BEST MANAGEMENT PRACTICES IN MORE THAN 22,000 HA.

- TRAINING ALMOST 1,500 COFFEE FARMERS IN COLOMBIA THROUGH 38



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TRAINING EVENTS, IN SUBJECTS SUCH AS WASTE MANAGEMENT, WATER MANAGEMENT,

WILDLIFE PROTECTION, AND BIODIVERSITY CONSERVATION.

- OBTAINING THE GEOGRAPHIC INFORMATION FOR THE BIOLOGICALLY

SIGNIFICANT AREAS NEAR PROJECT FARMS AND SOME OF THE PROJECT FARMS.

- CANDELA PERU, A GROUP THAT MANAGES 50 BRAZIL NUT CONCESSIONAIRES

TOTALING 50,000 HA, RECEIVED A PRE-ASSESSMENT FOR FOREST STEWARDSHIP

COUNCIL (FSC) CERTIFICATION BY THE RAINFOREST ALLIANCE'S SMARTWOOD

PROGRAM.

- MOUS WERE SIGNED WITH RED FORESTAL TAMBOPATA (4 CONCESSIONS

TOTALING 123,550 HA), FRONTIER FORESTAL (2 CONCESSIONS TOTALING 67,864

HA), AND RED CHILINA (4 CONCESSIONS TOTALING 43,381 HA) TO BEGIN THE

CERTIFICATION PROCESS AND RECEIVE TRAINING AND TECHNICAL ASSISTANCE IN

BUSINESS PLAN DEVELOPMENT AND MARKET LINKAGE SUPPORT.

- SIGNING OF TWO MOUS IN BOLIVIA, ONE WITH AN INDIGENOUS FOREST

ORGANIZATION CALLED YAMINAHUA-MACHINER, AND THE OTHER WITH THE NGO AMAPAN

(SUSTAINABLE DEVELOPMENT PROGRAM FOR PANDO). THE GOAL OF THESE MOUS IS TO

INCREASE THE LEVEL OF UNDERSTANDING OF FSC PRINCIPLES AND CRITERIA AMONG

ORGANIZATIONS' MEMBERS AND BENEFICIARIES, AND FACILITATE A STEP-WISE

APPROACH TOWARDS GROUP CERTIFICATION.

- 25 NEW OPERATIONS WERE ADDED INTO THE SUSTAINABLE TOURISM BEST

MANAGEMENT PRACTICES PROGRAM, BRINGING THE TOTAL NUMBER TO DATE TO 54 (33

IN ECUADOR AND 21 IN PERU). TWENTY-THREE OF THESE OPERATIONS (14 IN

PUBLIC DISCLOSURE

Name of the organization

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RAINFOREST ALLIANCE, INC.

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ECUADOR AND 9 PERU) RECEIVED SUSTAINABILITY AND BEST MANAGEMENT PRACTICES

DIAGNOSTIC EVALUATIONS. ANOTHER IMPORTANT ACHIEVEMENT WAS THE

ESTABLISHMENT OF FIVE NEW ALLIANCES WITH LOCAL TOUR OPERATORS (3 IN

ECUADOR AND 2 IN PERU) THAT WILL INCLUDE THE PROJECT'S TOURISM OPERATIONS

IN THEIR PORTFOLIOS.

- SIGNING AN IMPORTANT AGREEMENT WITH THE ECUADOR MINISTRY OF TOURISM

(MINTUR) THAT WILL ALLOW US TO CONTINUE WORKING WITH THE TOURISM

PROMOTION FUND TO POSITION ECUADOR AS A SUSTAINABLE TOURISM DESTINATION,

AND WITH THE MINISTRY'S AMAZON REGION PROGRAM.

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RAINFOREST ALLIANCE, INC.

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OTHER PROGRAM SERVICES DESCRIPTION AND HIGHLIGHTS -COMMUNICATION/EDUCATION

990, PAGE 2, PART III, LINE 4D (2 OF 3)

COMMUNICATIONS/EDUCATION

THE RAINFOREST ALLIANCE'S COMMUNICATIONS/EDUCATION PROGRAM WORKS TO PROMOTE THE WORK OF THE RAINFOREST ALLIANCE WORLDWIDE, AND TO DEVELOP AND EXPAND OUR DISTINCTIVE AND INNOVATIVE LEARNING MATERIALS AND IMPLEMENT OUR ENVIRONMENTAL EDUCATION CURRICULA AT ELEMENTARY SCHOOLS WITH LARGE POPULATIONS OF LATINO STUDENTS IN SPECIFIC US CITIES.

HIGHLIGHTS IN 2009 INCLUDE:

- LAUNCHING OUR VIRTUAL TREEHOUSE, AN INTERACTIVE SECTION OF OUR WEB SITE WHERE KIDS CAN PLAY GAMES THAT ALLOW THEM TO EXPLORE THE WONDERS OF THE RAINFOREST WHILE LEARNING IMPORTANT SCIENCE, SOCIAL STUDIES AND SEQUENCING CONCEPTS.

- LAUNCHING A NEW SCHOOL PARTNERSHIP WITH FIRST AVENUE AND HAWTHORNE AVENUE SCHOOLS IN NEWARK, NJ, AND BUILDING ON SUCCESSES AT EXISTING PARTNER SCHOOLS.

- EXPANDING OUR EDUCATIONAL RESOURCES TO INCLUDE ADDITIONAL SPECIES PROFILES ABOUT THE FASCINATING FLORA AND FAUNA FOUND IN RAINFORESTS, A SLIDESHOW ON COFFEE, COLORING PAGES, AND MAPS SHOWING FOREST COVER DATA OVER TIME TO GRAPH DEFORESTATION RATES.

- REVISING PROFILES OF THE RAINFOREST ALLIANCE'S WORK WITH COMPANIES

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

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IN ORDER TO MAKE THEM MORE "KID FRIENDLY". THESE RESOURCES WERE ADDED TO  
THE RAINFOREST ALLIANCE LEARNING SITE. WE ALSO REVAMPED THE LEARNING SITE  
TO MAKE IT EASIER TO NAVIGATE THROUGH THE NUMEROUS RESOURCES AND A NEW  
LEARNING SITE WAS LAUNCHED OVER THE SUMMER OF 2008.

- COLLABORATING WITH EARTHWATCH, CREATIVE CONNECTIONS AND SEAWORLD  
BUSCH GARDENS TO EXPAND OPPORTUNITIES TO PARTNER SCHOOLS AND EXPANDING  
OUR CURRICULUM TO INCLUDE LESSONS FOR MIDDLE SCHOOL GRADES FOCUSED ON  
SUSTAINABLE FORESTRY.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

OTHER PROGRAM SERVICES DESCRIPTION AND HIGHLIGHTS - SUSTAINABLE TOURISM

990, PAGE 2, PART III, LINE 4D (3 OF 3)

SUSTAINABLE TOURISM

THE RAINFOREST ALLIANCE'S SUSTAINABLE TOURISM PROGRAM IS WORKING TO HELP TOURISM ENTREPRENEURS CONSERVE THEIR ENVIRONMENTS AND CONTRIBUTE TO LOCAL LIVELIHOODS, WHILE IMPROVING THEIR OWN BOTTOM LINE.

THE RAINFOREST ALLIANCE IS LEADING A GLOBAL EFFORT TO HELP DEFINE, STANDARDIZE AND SCALE UP SUSTAINABLE TOURISM. PARTNERING WITH INDUSTRY ASSOCIATIONS, NONPROFITS, AND GOVERNMENT AGENCIES, WE PROMOTE HIGHER ENVIRONMENTAL AND SOCIAL STANDARDS FOR THE TOURISM INDUSTRY AND GOVERNMENT TOURISM POLICY. WE HAVE BEEN WORKING WITH SMALL AND MEDIUM-SIZED BUSINESSES, AS WELL AS INDIGENOUS AND COMMUNITY GROUPS IN LATIN AMERICA, TO EDUCATE THEM ON THE OPPORTUNITIES THAT EXIST TO INCORPORATE ON-SITE CONSERVATION MEASURES INTO THEIR OPERATIONS, THEREBY MINIMIZING THEIR IMPACT ON LOCAL WILDLIFE AND LANDSCAPES.

HIGHLIGHTS IN 2009 INCLUDE:

- TRAINING AN ADDITIONAL 1,200 ENTERPRISES IN SUSTAINABLE TOURISM PRACTICES.

- CONDUCTING MORE THAN 200 PILOT DIAGNOSES OF A SET OF REGIONAL BASELINE STANDARDS DURING ON-SITE VERIFICATION VISITS WITH TOURISM BUSINESSES.

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Name of the organization

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RAINFOREST ALLIANCE, INC.

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- ESTABLISHING MORE THAN 20 NEW ALLIANCES WITH INBOUND ( NATIONAL-LEVEL) TOUR OPERATORS, AND AN ADDITIONAL 10 AGREEMENTS WITH INTERNATIONAL TOUR OPERATORS FROM SEVERAL COUNTRIES. THESE OPERATORS AGREED TO SOURCE A MAJORITY OF THEIR TOUR AND TRAVEL PACKAGES FROM THE ENTERPRISES WHO ARE IMPLEMENTING BEST PRACTICES IN OUR PROGRAM.

- INCREASING THE NUMBER OF ORGANIZATIONS REPRESENTING THE REGIONAL NETWORK IN THEIR RESPECTIVE COUNTRIES, WITH 10 NEW MEMBERS JOINING THE NETWORK IN 2009.

- DEVELOPING FOUR GUIDES TO PRACTICAL OPERATIONAL BEST PRACTICES FOR TOURISM BUSINESSES OPERATING IN TOPICAL FOREST AND MARINE ECOSYSTEMS, ALL OF WHICH HAVE SPANISH AND ENGLISH, PRINT AND DIGITAL EDITIONS: 1) GUIDE TO GOOD PRACTICES FOR SUSTAINABLE TOURISM IN MARINE-COASTAL ECOSYSTEMS; 2) GUIDE TO GOOD PRACTICES FOR SUSTAINABLE TOURISM IN TROPICAL FORESTS ACCOMMODATION SERVICES; 3) BEST PRACTICES GUIDE FOR MARINE TOUR OPERATORS; AND 4) BEST PRACTICES GUIDE FOR TROPICAL FOREST TOUR OPERATORS. THESE GUIDES ARE CURRENTLY BEING USED THROUGHOUT LATIN AMERICA AND BEYOND, THUS FACILITATING THE DISSEMINATION OF BEST PRACTICES TO BENEFICIARIES EVEN OUTSIDE OF RAINFOREST ALLIANCE FIELD PROJECTS.

- CONTINUING TO LEAD THE PROCESS TO CREATE AN INTERNATIONAL BODY THAT WILL BECOME THE ACCREDITATION ORGANIZATION OF TOURISM CERTIFICATION SCHEMES. IN 2009, THE GLOBAL BASELINE CRITERIA FOR SUSTAINABLE TOURISM WERE ANNOUNCED IN BARCELONA BY TED TURNER AND THE UN FOUNDATION. THIS PARTNERSHIP FOR THE GLOBAL CRITERIA WAS COMPRISED OF 27 ORGANIZATIONS, WHICH INCLUDED IN-KIND SUPPORT AND TECHNICAL EXPERTISE FROM RAINFOREST

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Name of the organization

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RAINFOREST ALLIANCE, INC.

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ALLIANCE. THE GROUP ANALYZED 4,500 CRITERIA AND INVITED MORE THAN 80,000  
PEOPLE TO COMMENT. THESE CRITERIA BECAME THE BASELINE FOR THE PRINCIPLES  
OF THE FUTURE ACCREDITATION AGENCY, THE TOURISM SUSTAINABILITY COUNCIL  
(TSC), WHICH WAS FORMALLY LAUNCHED IN EARLY 2009. RAINFOREST ALLIANCE  
HAS LED THE TECHNICAL AND ADMINISTRATIVE SUPPORT FOR THE TSC PROCESS  
SINCE 2001.

PUBLIC DISCLOSURE

Name of the organization

Employer identification number

RAINFOREST ALLIANCE, INC.

13-3377893

RELATED ENTITY EXPENSE TRACKING

SCHEDULE R, PAGE 3, PART V, ITEM 2

THE ORGANIZATION HAS NOT CURRENTLY BEEN TRACKING CERTAIN CLASSES OF

EXPENSES OF RELATED ORGANIZATIONS. AS A RESULT, SUCH EXPENSES HAVE NOT

BEEN INCLUDED IN THE TOTALS SHOWN ON SCHEDULE R PART V. THE ORGANIZATION

HAS IMPLEMENTED CHANGES THAT WILL ALLOW IT TO TRACK SUCH EXPENSES ON A

GOING-FORWARD BASIS.



PUBLIC DISCLOSURE

Name of the organization RAINFOREST ALLIANCE, INC.	Employer identification number 13-3377893
-------------------------------------------------------	----------------------------------------------

AMENDED FORM 990

PAGE 1, SECTION B, AMENDED RETURN

AN AMENDED RETURN IS BEING FILED TO CORRECT REPORTING OF THE BOARD

DIRECTORS OF THE ORGANIZATION. NON-VOTING DIRECTORS HAVE NOT BEEN

INCLUDED IN THE AMENDED RETURN, AS PER FORM 990 INSTRUCTIONS, AND

CORRESPONDING CHANGES TO THE RETURN HAVE BEEN MADE.

SCHEDULE R (Form 990)

Department of the Treasury Internal Revenue Service

Attach to Form 990. To be completed by organizations that answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37. See separate instructions.

OMB No. 1545-0047 2008

Open to Public Inspection

Name of the organization

RAINFOREST ALLIANCE, INC.

Employer identification number 13-3377893

Part I Identification of Disregarded Entities

Table with 6 columns: (A) Name, address, and EIN of disregarded entity; (B) Primary activity; (C) Legal domicile (state or foreign country); (D) Total income; (E) End-of-year assets; (F) Direct controlling entity.

Part II Identification of Related Tax-Exempt Organizations

Table with 6 columns: (A) Name, address, and EIN of related organization; (B) Primary activity; (C) Legal domicile (state or foreign country); (D) Exempt Code section; (E) Public charity status (if section 501(c)(3)); (F) Direct controlling entity.

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2008

**Part III Identification of Related Organizations Taxable as a Partnership**

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Predominant income (related, investment, unrelated)	(F) Share of total income	(G) Share of end-of-year assets	(H) Disproportionate allocations?		(I) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(J) General or managing partner?	
							Yes	No		Yes	No

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust**

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership
SUSTAINABLE FARM INTERNACIONAL, LIMITADA APARTADO 11029-1000 SAN JOSE, MX	AGRICULTURE	CS	RA	LLC			100.0000
PT SMARTWOOD INDONESIA JL CIUNG WANARA #1, RENONG, DENPASAR 8022 BALI, CA	SMARTWOOD PROGRAM	ID	RA	LLC			100.0000
RAINFOREST ALLIANCE, SLR CALLE MANUEL IGNACIO SALVATIERR #359, SANTA CRUZ,	SMARTWOOD PROGRAM	BL	RA	LLC			100.0000

**Part V Transactions With Related Organizations**

Note. Complete line 1 if any entity is listed in Parts II, III, or IV.

1 During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to other organization(s)		X
c Gift, grant, or capital contribution from other organization(s)		X
d Loans or loan guarantees to or for other organization(s)		X
e Loans or loan guarantees by other organization(s)		X
f Sale of assets to other organization(s)		X
g Purchase of assets from other organization(s)		X
h Exchange of assets		X
i Lease of facilities, equipment, or other assets to other organization(s)		X
j Lease of facilities, equipment, or other assets from other organization(s)		X
k Performance of services or membership or fundraising solicitations for other organization(s)		X
l Performance of services or membership or fundraising solicitations by other organization(s)		X
m Sharing of facilities, equipment, mailing lists, or other assets		X
n Sharing of paid employees		X
o Reimbursement paid to other organization for expenses		X
p Reimbursement paid by other organization for expenses		X
q Other transfer of cash or property to other organization(s)		X
r Other transfer of cash or property from other organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(A) Name of other organization(s)	(B) Transaction type (a-r)	(C) Amount involved
(1) PT SMARTWOOD INDONESIA	L	30,000.
(2) RAINFOREST ALLIANCE MEXICO	L	212,484.
(3) RAINFOREST ALLIANCE SLR	L	255,334.
(4) RAINFOREST ALLIANCE CANADA	L	430,436.
(5) SUSTAINABLE FARM INTERNATIONAL, LIMITADA	Q	1,802,850.
(6)		

**PUBLIC DISCLOSURE**

**Part VI Unrelated Organizations Taxable as a Partnership**

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(A) Name, address, and EIN of entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Are all partners section 501(c)(3) organizations?		(E) Share of end-of-year assets	(F) Disproportionate allocations?		(G) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(H) General or managing partner?	
			Yes	No		Yes	No		Yes	No
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FORM 990, PART III - PROGRAM SERVICES  
=====4A PROGRAM SERVICE  
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SMARTWOOD - AS THE WORLD'S LEADING FOREST STEWARDSHIP COUNCIL (FSC) FOREST MANAGEMENT CERTIFIER, SMARTWOOD SETS THE INTERNATIONAL GOLD STANDARD FOR CREDIBILITY IN AUDITING ENVIRONMENTALLY AND SOCIALLY RESPONSIBLE FORESTRY. THE SMARTWOOD PROGRAM OFFERS A DIVERSE SET OF CERTIFICATION AND VERIFICATION SERVICES.

FISCAL YEAR 2009 WAS A SUCCESSFUL YEAR AND THE SMARTWOOD PROGRAM CONTINUED TO GROW. RAINFOREST ALLIANCE HAS MAINTAINED ITS MARKET SHARE IN TERMS OF FOREST MANAGEMENT CERTIFICATION IN THE FOREST STEWARDSHIP COUNCIL (FSC) SYSTEM, WITH AROUND 40% OF THE TOTAL CERTIFIED HECTARES IN THE FSC SYSTEM, AS MEASURED BY THE NUMBER OF FOREST HECTARES UNDER MANAGEMENT, MOVING FROM 44 MILLION TO 53 MILLION HECTARES. IN ADDITION, OUR TOTAL NUMBER OF CHAIN OF CUSTODY CERTIFICATES IN THE FSC SYSTEM HAS RISEN FROM 2,014 CERTIFICATES TO 2,667 CERTIFICATES (REPRESENTING 19% OF THE FSC PORTFOLIO).

## HIGHLIGHTS IN 2009 INCLUDE:

- DURING 2009, THE NUMBER OF OPERATIONS GREW BY 24% AND ACRES CERTIFIED BY SMARTWOOD GREW 20%. SMARTWOOD ACHIEVED THIS GROWTH DESPITE GROWING COMPETITION WITHIN THE FSC SYSTEM, WHERE THERE ARE NOW MORE THAN 20 ACCREDITED CERTIFICATION BODIES. THESE ACHIEVEMENTS DEMONSTRATE SMARTWOOD'S CONTINUING LEADERSHIP POSITION IN THE FSC SYSTEM, AND ARE THE RESULT OF BOTH A STRUCTURE AND STRATEGY THAT IS PROVING EFFECTIVE.

- THE STRONG GROWTH OF CERTIFICATES, PARTICULARLY FSC CHAIN OF CUSTODY (COC) IN US, CANADA, ASIA PACIFIC AND EASTERN EUROPE/RUSSIA WAS A MAIN DRIVER FOR SMARTWOOD. COC CERTIFICATION GREW 26% DURING THE PERIOD. DEMAND HAS REMAINED STRONG IN THE PAPER/PRINTING SECTOR. THIS SECTOR NOW COMPOSES CLOSE TO 50% OF ALL CERTIFICATES IN NORTH AMERICA.

- FOREST MANAGEMENT CERTIFICATION GREW AT A MUCH SLOWER RATE IN FY 09 WITH CERTIFICATES INCREASING AT 5%. THESE CERTIFICATES, HOWEVER, WERE LARGELY BOREAL FOREST OPERATIONS WHOSE LARGE SIZE RESULTED IN AN INCREASE OF CERTIFIED FOREST AREA OF 20%.

- AFTER SEVERAL YEARS OF DEVELOPMENT, IN 2009 SMARTWOOD SAW A GROWTH OF VERIFICATION SERVICES, NOTABLY LEGALITY VERIFICATION IN ASIA PACIFIC AND CARBON VERIFICATION IN ALL REGIONS.

FORM 990, PART III - PROGRAM SERVICES

- FY 2008 WAS A PARTICULARLY CHALLENGING YEAR FOR SMARTWOOD WHERE ACCELERATED PORTFOLIO GROWTH STRETCHED SMARTWOOD SYSTEMS AND LOWERED KEY INDICATORS OF CUSTOMER SERVICE. IN 2009, A STOPGAP POLICY THAT SLOWED ACCEPTANCE OF NEW APPLICANTS COUPLED WITH INTENSIVE STAFF TRAINING, CONTRIBUTED TOWARDS A MARKED IMPROVEMENT IN AUDIT SCHEDULING, AUDIT TIMELINESS AND OVERALL AUDIT QUALITY.

- FSC HAS BEEN INEFFECTUAL IN DEVELOPING STREAMLINED CERTIFICATION REQUIREMENTS TO INCREASE PARTICIPATION OF SMALL LANDOWNERS. IN 2009, SMARTWOOD PARTNER NEPCON COMPLETED A NOVEL PILOT EFFORT IN THE BALTICS WHERE SMARTLOGGING STANDARDS WERE INTEGRATED WITH THE FSC FOR ULTRA SMALL LANDOWNERS. THIS PROJECT WHICH WAS DONE IN COORDINATION WITH STORA ENSO AND WWF, PROVIDES A NEW MODEL FOR BRINGING SMALL LANDOWNERS INTO CERTIFICATION.

- IN MARCH 2009, AFTER MORE THAN TWO YEARS OF PLANNING AND DEVELOPMENT, SMARTWOOD LAUNCHED A NEW DATABASE/BUSINESS PLATFORM - SALESFORCE - TO REPLACE AN AGING ACCESS-BASED DATABASE. SIGNIFICANT ORGANIZATIONAL RESOURCES WERE INVESTED IN IMPLEMENTING SALESFORCE INCLUDING STAFF TRAINING, DEVELOPMENT OF MANAGEMENT AND TASK TRACKING REPORTS AND ADDING LABOR SAVING OR EFFICIENCY MEASURES.

- CONTINUING A LONG TERM EFFORT TO CREATE A DECENTRALIZED SERVICE DELIVERY NETWORK, IN 2009 SMARTWOOD DECENTRALIZED KEY FUNCTIONS, USUALLY IMPLEMENTED THROUGH OUR HEADQUARTERS OFFICE, INCLUDING CERTIFICATION ADMINISTRATION TASKS SUCH AS CONTRACTING AND CERTIFICATE ISSUANCE. THIS CHANGE GREATLY IMPROVED REGIONAL CONTROL OF THE CERTIFICATION PROCESS AND REMOVING BOTTLENECKS AND INEFFICIENCIES.

4B PROGRAM SERVICE

SUSTAINABLE AGRICULTURE - THE SUSTAINABLE AGRICULTURE PROGRAM IS THE LEADING MODEL FOR EFFECTIVE IMPLEMENTATION OF SOCIAL AND ENVIRONMENTAL BEST MANAGEMENT PRACTICES. OUR GOAL IS TO PROMOTE SUSTAINABLE AGRICULTURE WORLDWIDE THROUGH OUR INTERNATIONALLY CREDIBLE, PROACTIVE AND RESPONSIVE CERTIFICATION SYSTEM THAT REMAINS ACCESSIBLE TO LARGE AGRIBUSINESSES AND SMALL FARMERS ALIKE.

IN THE PURSUIT OF GLOBAL SUSTAINABLE AGRICULTURE, WE ARE COMMITTED TO DEVELOPING OUR PROGRAM INTO THE LEADING MODEL FOR EFFECTIVE IMPLEMENTATION OF SOCIAL AND ENVIRONMENTAL BEST MANAGEMENT

FORM 990, PART III - PROGRAM SERVICES  
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PRACTICES. OUR GOAL IS TO PROMOTE SUSTAINABLE AGRICULTURE WORLDWIDE THROUGH OUR INTERNATIONALLY CREDIBLE, PROACTIVE AND RESPONSIVE CERTIFICATION SYSTEM THAT REMAINS ACCESSIBLE TO LARGE AGRIBUSINESSES AND SMALL FARMERS ALIKE. AS WE CONTINUE TO MAXIMIZE, DOCUMENT AND SHARE THE CONSERVATION AND COMMUNITY BENEFITS OF OUR STANDARDS, WE HAVE ENCOURAGED THE INCREASED DEMAND FOR SUSTAINABLE AGRICULTURE PRODUCTS.

HIGHLIGHTS IN 2009 INCLUDED:

- INCREASING THE AGRICULTURAL LAND CERTIFIED TO MORE THAN 1,500,000 ACRES CERTIFIED GLOBALLY, REPRESENTING MORE THAN 40,000 FARMS.
- EXPANDING OUR COCOA WORK INTO GHANA, THROUGH A NEW FORMAL PARTNERSHIP WITH MARS. IN COFFEE, WE EXPANDED INTO TANZANIA AND COMPLETED THE FIRST CERTIFICATIONS THERE.
- EXPANDING OUR COFFEE PROGRAM INTO ASIA, CERTIFYING OUR FIRST GROUPS OF FARMS IN INDONESIA, REPRESENTING MORE THAN 4,800 FARMS. WE BEGAN WORKING WITH MANY COFFEE FARMS IN VIETNAM AS WELL DURING 2009.
- DEEPENING OUR COCOA WORK IN LATIN AMERICA (ECUADOR AND DOMINICAN REPUBLIC). IN 2009 WE HAD MORE THAN 3,000 COCOA FARMS CERTIFIED IN ECUADOR, AND MORE THAN 3,100 FARMS CERTIFIED IN THE DOMINICAN REPUBLIC. IN ADDITION TO THE MARS PARTNERSHIP, WE HAD SEVERAL ONGOING DISCUSSIONS WITH LARGE CHOCOLATE BUYERS AND BECAME CLOSE TO FINALIZING AGREEMENTS.
- INCREASING THE NUMBER OF NEW COMPANIES PARTICIPATING IN OUR PROGRAM THROUGH PROMOTION OF CERTIFIED PRODUCTS AND HEIGHTENED COMMUNICATION OF MARKET OPPORTUNITIES. NEW RELATIONSHIPS WITH COMPANIES INCLUDED MANY NEW MAINSTREAM AND NICHE COMPANIES BUYING RAINFOREST ALLIANCE CERTIFIED COFFEE AND OTHER PRODUCTS. SOME EXAMPLES INCLUDE WAL-MART, TARGET AND SAM'S CLUB ALL STARTING TO SOURCE RAINFOREST ALLIANCE CERTIFIED COFFEE. WHOLE FOODS BEGAN SELLING RAINFOREST ALLIANCE CERTIFIED COFFEE, BANANAS, AND CHOCOLATE. COSTCO BECAME THE FIRST MAJOR US RETAILER TO SELL RAINFOREST ALLIANCE CERTIFIED FLOWERS.
- EXPANDING OUR WORK TO IMPROVE THE LIVELIHOODS OF TEA GROWERS AND WORKERS IN AFRICA AND INDIA. WE CERTIFIED SEVERAL LARGE ESTATE FARMS IN KENYA, TANZANIA AND INDIA IN 2009. THIS WORK WAS GREATLY CATALYZED BY A COMMITMENT FROM UNILEVER, THE WORLD'S LARGEST TEA COMPANY AND MAKER OF THE LIPTON BRAND, WHICH ANNOUNCED



FORM 990, PART III - PROGRAM SERVICES  
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PLANS IN 2007 TO SOURCE ITS ENTIRE TEA SUPPLY SUSTAINABLY, STARTING WITH THE CERTIFICATION OF ITS TEA PRODUCERS IN EAST AFRICA, TO RAINFOREST ALLIANCE STANDARDS.

4C PROGRAM SERVICE  
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TREES - THE RAINFOREST ALLIANCE'S TREES PROGRAM FOCUSES ON (TR)AINING, (E)XTENSION, (E)NTERPRISES AND (S)OURCING ACTIVITIES. WE HELP COMMUNITIES AND SMALL AND MEDIUM ENTERPRISES (SMES) HARVEST AND PRODUCE FOREST PRODUCTS IN A SUSTAINABLE WAY, AND SELL THEIR GOODS TO CONSCIENTIOUS CONSUMERS IN THE GLOBAL MARKETPLACE.

THE RAINFOREST ALLIANCE HAS PIONEERED SUSTAINABLE FORESTRY ON A GLOBAL SCALE, HELPING TO MAKE WORKING FORESTS SUSTAINABLE, AND - BY PROMOTING RESPONSIBLE MANAGEMENT - HELPING SUSTAIN AND ENHANCE THE LIVELIHOODS DERIVED FROM THEM.

## HIGHLIGHTS IN 2009 INCLUDE:

- TRAINING 8,000 PEOPLE IN FORESTRY CERTIFICATION BY OUR PROGRAM IN CHINA OVER THE LAST THREE YEARS, WITH MORE THAN 3,000 IN 2009 ALONE. THIS WAS A 300% INCREASE OVER OUR ORIGINAL THREE-YEAR PROJECT TARGET. TRAINING CONTINUED IN MANY OTHER COUNTRIES AS WELL.
- DEVELOPING AND DISSEMINATING NEW MODELS FOR COMMUNITY GROUPS IN PRIORITIZED AREAS; BUSINESS SKILL TRAININGS TO COMMUNITY GROUPS; AND SEVERAL NEW PRODUCTS DEVELOPED FROM LOWER GRADES OF WOOD. WE CONTINUED TO FOCUS ON COMMUNITY FORESTRY MODELS, ESPECIALLY IN GUATEMALA, HONDURAS, NICARAGUA AND MEXICO. 2009 SAW THE DEEPENING OF WORK IN GUATEMALA, ADDING MANY NEW PRODUCTS TO CERTIFIED SALES FROM THE REGION, AND AN EXPANSION OF OUR WORK IN HONDURAS TO SEVERAL NEW INDIGENOUS COMMUNITIES WHO ARE HARVESTING NEW NON-TIMBER PRODUCTS FOR HAIR CARE PRODUCTS.
- BROADENING OUR GEOGRAPHIC SCOPE TO INCLUDE AN INCREASED FOCUS ON CHINA, MEXICO, HONDURAS, NICARAGUA, AND INCREASINGLY, ASIA AND AFRICA. REPLICATING THE CHINA WORK IN SIBERIAN RUSSIA, ANOTHER KEY AREA WHERE AWARENESS-BUILDING IN RESPONSIBLE FORESTRY IS URGENTLY REQUIRED. WE HAVE GREATLY SCALED UP OUR WORK IN MEXICO BY PREPARING FOR A NEW PROJECT WITH GLOBAL ENVIRONMENT FACILITY FUNDING. OUR CHINA PROJECT RENEWED SUPPORT FOR AN ADDITIONAL THREE YEARS FROM IKEA. IN 2009 WE LAUNCHED A NEW THREE YEAR PROJECT IN SIBERIAN RUSSIA, ALSO WITH LEADERSHIP SUPPORT FROM

FORM 990, PART III - PROGRAM SERVICES  
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IKEA.

- ENGAGING COMPANIES AS WELL AS THE FINANCIAL SECTOR TO USE THEIR PURCHASING AND INVESTING POWER TO FOSTER AND SUPPORT SUSTAINABLE FORESTRY. WE CONTINUED TO ENGAGE THE FINANCIAL SECTOR ON SUSTAINABLE INVESTING AND A COMMITMENT TO FSC CERTIFICATION AS A PRE-REQUISITE FOR ANY FOREST MANAGEMENT OPERATIONS THEY MAY BE INVESTING IN. WE WORKED CLOSELY WITH HSBC, JPMORGAN CHASE, CITIGROUP AND OTHERS ON THIS ISSUE.

- DEEPENING OUR WORK IN PENNSYLVANIA'S GREEN BUILDING MOVEMENT. IN 2009 WE ASSISTED SEVERAL HIGH-PROFILE GREEN BUILDING PROJECTS, AND WE TRAINED MORE THAN 800 KEY STAKEHOLDERS.

PUBLIC DISCLOSURE  
I 3-3377893

RAINFOREST ALLIANCE, INC.

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES

DESCRIPTION	GRANTS	EXPENSES	REVENUE
SPECIAL PROJECTS	792,333.	2,795,362.	332,702.
COMMUNICATIONS/EDUCATION	39,594.	2,205,341.	197,180.
SUSTAINABLE TOURISM	34,956.	1,786,957.	31,103.
OTHER PROGRAM REVENUE			68,592.
TOTALS	866,883.	6,787,660.	629,577.

FORM 990, PART V, LINE 4B - FOREIGN COUNTRIES  
=====

COSTA RICA  
BOLIVIA  
SPAIN  
INDONESIA  
GUATEMALA  
MEXICO  
NICARAGUA  
ECUADOR

FORM 990, PART VI, LINE 17 - STATES  
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AL, AK, AZ, AR, CA, CO, CT, DE,  
DC, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI,  
MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA,  
RI, SC, SD, TN, TX, UT, VT, VA, WA, WV, WI, WY

PUBLIC DISCLOSURE  
13-3377893

RAINFOREST ALLIANCE, INC.

FORM 990, PART VIII - INVESTMENT INCOME

DESCRIPTION	(A) TOTAL REVENUE	(B) RELATED OR EXEMPT REVENUE	(C) UNRELATED BUSINESS REV.	(D) EXCLUDED REVENUE
INTEREST INCOME	71,907.			71,907.
TOTALS	71,907.			71,907.

FORM 990, PART VIII - EXCLUDED CONTRIBUTIONS  
=====

DESCRIPTION  
-----

AMOUNT  
-----

GALA

1,315,823.  
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TOTAL

1,315,823.  
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FORM 990, PART VIII - FUNDRAISING EVENTS

DESCRIPTION	GROSS INCOME	DIRECT EXPENSES	NET INCOME
GALA	197,300.	258,356.	-61,056.
TOTALS	197,300.	258,356.	-61,056.



FORM 990, PART X - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----
SUBAGREEMENT ADVANCE	298,771.	117,086.
PREPAID EXPENSES	59,342.	188,663.
TOTALS	----- 358,113. =====	----- 305,749. =====

FORM 990, PART X - INVESTMENTS - PUBLICLY TRADED SECURITIES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	COST OR FMV
SEGREGATED INVESTMENTS	33,746.	25,446.	FMV
TOTALS	33,746.	25,446.	

FORM 990, PART X - DEFERRED REVENUE

DESCRIPTION	BEGINNING BOOK VALUE
DEFERRED INCOME	216,000.
TOTALS	216,000.

FORM 990, PART X - SECURED MORTGAGES AND NOTES PAYABLE

=====

LENDER: MACARTHUR FOUNDATION  
 ORIGINAL AMOUNT: 1,000,000.  
 DATE OF NOTE: 04/16/1999  
 MATURITY DATE: 10/31/2010  
 REPAYMENT TERMS: PRINCIPAL AMOUNT DUE IN FULL ON 10/31/10  
 PURPOSE OF LOAN: SUPPORTING SMARTWOOD PROGRAM

BEGINNING BALANCE DUE .....	956,700.
ENDING BALANCE DUE .....	956,700.

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LENDER: THE FORD FOUNDATION  
 ORIGINAL AMOUNT: 1,500,000.  
 DATE OF NOTE: 07/31/1998  
 MATURITY DATE: 12/31/2010  
 REPAYMENT TERMS: REPAYMENT PERCENTAGE EACH DECEMBER 31 THROUGH 2010  
 PURPOSE OF LOAN: SUPPORT OF GLOBAL SMARTWOOD CERTIFICATION PROGRAM

BEGINNING BALANCE DUE .....	1,435,050.
ENDING BALANCE DUE .....	1,435,050.

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TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE	2,391,750.
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TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE	2,391,750.
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PUBLIC DISCLOSURE  
13-3377893

RAINFOREST ALLIANCE, INC.

SCHEDULE M, PART I - OTHER NONCASH CONTRIBUTIONS

DESCRIPTION	(A) CHECK	(B) NUMBER OF CONTRIBUTIONS	(C) REVENUES REPORTED	(D) METHOD OF DETERMINING
GALA POSTERS AND ADVERTISEMENT	X	1	500.	FAIR MARKET VALUE
GALA MATERIALS	X	1	1,000.	FAIR MARKET VALUE
GALA SILENT AUCTION SERVICES	X	1	3,500.	FAIR MARKET VALUE
GALA PRODUCTION AND AUDIO/VISUAL SERVICES	X	1	33,336.	FAIR MARKET VALUE
TOTALS		4.	38,336.	



PUBLIC DISCLOSURE

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **X**.  
**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).**

Type or print  File by the extended due date for filing the return. See instructions.	Name of Exempt Organization <b>RAINFOREST ALLIANCE, INC.</b>	Employer identification number <b>13-3377893</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>665 BROADWAY</b>	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10012-2420</b>	

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

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of  **RAINFOREST ALLIANCE, INC.**  
 Telephone No.  **212 677-1900** 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 is for.

- I request an additional 3-month extension of time until 05/15/2010.
- For calendar year \_\_\_\_\_ , or other tax year beginning 07/01/2008 , and ending 06/30/2009.
- If this tax year is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period
- State in detail why you need the extension AWAITING ADDITIONAL INFORMATION NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	NONE
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	NONE
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	NONE

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title CEO Date 2/9/10

**WITHUMSMITH+BROWN, P.C.**  
 ONE SPRING STREET  
 NEW BRUNSWICK, NJ 08901