

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

FELD ENTERTAINMENT, INC.

Plaintiff,

v.

ANIMAL WELFARE INSTITUTE, et al.

Defendants.

Case No. 07-1532 (EGS/JMF)

**PLAINTIFF FELD ENTERTAINMENT, INC.'S OPPOSITION TO THE
ORGANIZATIONAL DEFENDANTS' MOTION FOR A PROTECTIVE ORDER**

OPPOSITION EXHIBIT E

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Form 10A



MARTHA COAKLEY
ATTORNEY GENERAL

**THE COMMONWEALTH OF MASSACHUSETTS
OFFICE OF THE ATTORNEY GENERAL
NON-PROFIT ORGANIZATIONS/PUBLIC CHARITIES DIVISION
ONE ASHBURTON PLACE
BOSTON, MASSACHUSETTS 02108**

PUBLIC CHARITIES
DIVISION
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ATTORNEY GENERAL'S
OFFICE

**Form 10A
Addendum to Registration Statement to be Filed by Professional Solicitors**

Please TYPE or CLEARLY PRINT all entries in black ink.

1(A) Full name and any additional names under which the professional solicitor does business:

Integral Resources, Inc.

N/A

1(B) Full or partial place of business:

Address: 1972 Massachusetts Avenue

City: Cambridge State: MA Zip Code: 02140

Phone: 617-492-4474 Fax: 617-492-4475

Email address: Website (URL):

2(A) Name of the organization:

Name: Humane Society of the United States AGO Account #:

Address: 2100 L Street, NW, Washington, DC 20037 Phone: 202-452-1100

2(B) Charitable organization's employee(s) or agent(s) who will be primarily responsible for the full-time campaign and who should receive any correspondence related to the campaign:

Name: Nancy Campbell Title: Director

Address: 2100 L Street NW Phone: 310-258-8273

Name: Washington DC 20037 Title:

Address: Phone:

Individual Contact Information:

Name: ROSE WHITZITT

Address: 310 W. 20th Street, Suite 300

City: Kansas City State: MO Zip Code: 64108

Phone: 816-472-0000 Email: @cckc-law.com

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Form 10A

<small>*Only in Massachusetts: Filers from which the solicitation will be conducted. Attach separate page if necessary.</small>		
Address: See attachment "List of Phone Room Locations and Telephone Numbers"		
City:	State:	Zip Code:
Phone:	Fax:	

<small>Professional solicitor(s) who will be primarily responsible for conducting and supervising solicitation at each office listed in Question 4(A) above. Attach separate page if necessary. ALL sub-contractors.</small>	
Name: See attachment "List of Phone Room Managers"	Title:
Address:	Phone:
Name:	Title:
Address:	Phone:

*Sub-contractors must be registered and bonded with Massachusetts before solicitation occurs. The registrant holding the contract with the charitable organization is responsible for filing the contract and any applicable financial report with the Division.

5. If any Officer, Director, Trustee, Partner, Management Employee or Owner of more than 10% of the professional solicitation entity filing this form, or a relative of any of them, now or within the past two calendar years, has served as an Officer, Director, Trustee, Partner, Management Employee or in any way has been affiliated with or in control of, directly or indirectly, the charity that is the beneficiary of this campaign, please place an "X" in the box to the right and attach an explanation in which you name the affiliated persons and describe the affiliation.

NO

6. If any Officer, Director, Trustee, Partner, Management Employee or Owner of the charity that is named in Question 2 above, or a relative of any of them, now or within the past two calendar years, has served as an Officer, Director, Trustee, Partner, Management Employee or Owner of more than 10% of the professional solicitor filing this form, in any way has been affiliated with or in control of, directly or indirectly, the professional solicitor, please place an "X" in the box to the right and attach an explanation in which you name the affiliated persons and describe the affiliation.

NO

<small>Describe the charitable purpose(s) resulting from the solicitation. Be as specific as possible.</small>
Humane Society's mission is to celebrate animals and confronting cruelty and who works to reduce suffering and to create meaningful social change for animals by advocating for sensible public policies, investigatin cruelty and working to enforce existing laws, educating the public about animal issues, joining with corporations on behalf of animal-friendly policies, and conducting hands-on programs that make ours a more humane world.

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8. Anticipated duration of solicitation (MM/DD/YYYY):

Starting date: 3-21-13 Ending date: 12-31-13

9. Projected gross receipts to be raised by this solicitation: \$

This figure is (check one):

Stated in written contract/agreement Estimate/estimate range not stated in contract

10. Approximate percentage of gross receipts that the charitable organization will receive or retain: 10 %

This figure is (check one):

Stated in written contract/agreement Estimate/estimate range not stated in contract

11. If you are soliciting contributions, how much of these contributions will be charitable?

12(A). Place an "X" in the box to the right if the professional solicitor, or its agents or employees will handle receipts. X

12(B). Indicate the type of professional fund-raiser by writing the corresponding code in the box to the right:

1	Deposit/withdrawal by solicitor only
2	Deposit by solicitor, withdrawal by solicitor or charity
3	Deposit by solicitor, withdrawal by charity only
4	Deposit/withdrawal by charity only
5	Other (please explain):

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12(C). If the professional solicitor is able to withdraw funds upon the arrangement indicated in 12(B), provide the following information:

Bank in which charitable funds held:
Account number:
Bank address (Street No. and Name):
Bank address (City, State, Zip Code):

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Form 10A

13. Massachusetts General Laws, chapter 68, section 23, requires that the following disclosures be made to each potential contributor at the time of solicitation:

- The name and address of the charitable organization for whom the solicitation is being conducted
- A description of how the contributions raised will be used for charitable purposes
- The information that the solicitation is being conducted by a paid fundraiser
- If the solicitation is for advertising the geographic distribution and circulation of any publication in which the advertising will appear

Please attach a copy of the solicitation script for this campaign and indicate the types of monitoring that will take place during the solicitation campaign to ensure that the required disclosures are made and that misrepresentations do not occur (check as many as apply).

Script of oral presentation reviewed by:	<input checked="" type="checkbox"/>	Solicitor	<input type="checkbox"/>	Charity
Direct mailing reviewed by:	<input type="checkbox"/>	Solicitor	<input type="checkbox"/>	Charity
Other written presentation (e.g. pamphlets, labels, etc.) reviewed by:	<input checked="" type="checkbox"/>	Solicitor	<input checked="" type="checkbox"/>	Charity
In-room supervision of telephone solicitation by:	<input checked="" type="checkbox"/>	Solicitor	<input type="checkbox"/>	Charity
Telephone monitoring by:	<input checked="" type="checkbox"/>	Solicitor	<input checked="" type="checkbox"/>	Charity
Random follow-ups with donors by:	<input checked="" type="checkbox"/>	Solicitor	<input type="checkbox"/>	Charity
Other (explain method):	<input type="checkbox"/>	Solicitor	<input type="checkbox"/>	Charity

14. Type of solicitation (check as many as apply):

<input type="checkbox"/>	Door-to-door	<input type="checkbox"/>	Sale or offer of goods**
<input checked="" type="checkbox"/>	Telemarketing	<input type="checkbox"/>	Sale of advertising**
<input type="checkbox"/>	Direct mail (attach letter)	<input type="checkbox"/>	Entertainment event (sale of tickets)**
<input type="checkbox"/>	Other (please explain)	<input type="checkbox"/>	Internet fundraising

**If the solicitation described in above involves the sale of goods, advertising, or tickets to an entertainment event, complete the sales schedule on the page 5.

If the solicitation described above does not involve the sale of goods, advertising, or tickets, do not complete the sales schedule on page five. Be sure, however, to obtain and submit the appropriate signatures on Page 6.

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Form 10A

Sales Schedule

If the solicitation campaign outlined in this form involves the sale of goods, advertising, or tickets to an entertainment event, you must complete this page.

15. If the solicitation campaign involves the sale of a good that will be manufactured by the professional solicitor or an affiliate of the professional solicitor, attach a description of the relationship that includes the name, address, and phone number of the manufacturer.

16(A). If the solicitation campaign involves the sale of advertising for a publication, complete the following information.

Name of publication:
Anticipated date of distribution
Anticipated geographic area of distribution:
Method of distribution:
Number of copies to be distributed:

16(B). If the publisher is an affiliate of the professional solicitor, attach a description of the relationship that includes the name, address, and phone number of the publisher.

17(A). If the solicitation campaign involves an entertainment event, complete the following information.

Date and time of event (MM/DD/YYYY):
Location of event:
Seating capacity of event:

17(B). Type of promotion by professional solicitor (check as many as apply):

<input type="checkbox"/> Telemarketing	<input type="checkbox"/> Direct mail
<input type="checkbox"/> Sale to public through mass media	<input type="checkbox"/> Other (please explain)

17(C). Promotion involves (check as many as apply):

<input type="checkbox"/> Ticket sales for personal use	Number of tickets:
<input type="checkbox"/> Sales of tickets to be donated for use by others	Number of tickets:
<input type="checkbox"/> Charitable solicitation not including sale or donation of tickets	

17(D). Indicate any groups accepting donated tickets below. Please attach groups' written confirmation of acceptance.

Name:	Number of tickets:
Address:	Phone:
Name:	Number of tickets:
Address:	Phone:

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Form 10A

Certification by the Solicitor:

Under penalties of perjury, I certify the above declarations to be true and correct to the best of my knowledge. I agree to file supplemental Forms 10A if at any time the information on this form requires amendment or correction. I agree to file the Professional Solicitor's Annual Financial Report Form 11A for the solicitation campaign which is the subject of this Form 10A as required by Massachusetts General Laws Chapter 68, Section 25(c). I have attached a copy of the contract or written agreement that corresponds to the above-referenced solicitation campaign as required by Massachusetts General Laws Chapter 68, Section 22. I agree that no solicitation on behalf of the above-mentioned charitable organization will commence prior to the filing of this Form 10A.

Under the pains and penalties of perjury, I certify the above declaration to be true and correct to the best of my knowledge.

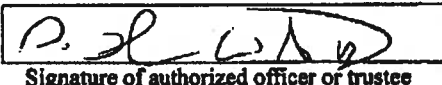
	Michael Campbell Secretary	2-12-13
Signature on behalf of Professional Solicitor	PRINT name and title	Date signed

Acknowledgment by the Charitable Organization:

I acknowledge that I have reviewed the responses stated in this document on behalf of the charitable organization:

Humane Society of the United States
(Name of charitable organization)

...and I declare, under penalties of perjury, that the responses are true and correct to the best of my knowledge.

	G. Thomas Waite III , Treasurer and CFO	02-20-13
Signature of authorized officer or trustee	PRINT name and title	Date signed

	Gwen E. Crane , Controller and Deputy Treasurer	02-20-13
Signature of authorized officer or trustee	PRINT name and title	Date signed

*****Please note that the signatures of two different officers on behalf of the charitable organization are required. The Form 10A will not be accepted without the appropriate signatures.**

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List of Phone Room Locations and Telephone Numbers

Cambridge
1972 Massachusetts Avenue
Second Floor
Cambridge, MA 02140
617-492-4474

Worcester
548 Park Ave
Worcester, MA 01630
508-926-8051

Columbia
111 S. Ninth Street, Suite 50
Columbia, MO 65201
573-874-1263

Durham
501-A Washington Street
Durham, NC 27015
919-680-8609

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CALL CENTER DIRECTORS:

**Sirsteven Kelley
11 Highland Glen Drive
Randolph, MA 02368**

**Theron Bowers
228 Beacon St. Apt A4
Boston, MA 02114**

**Francis Roberts
709 Ainsley Court
Durham, NC 27713**

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**THE HUMANE SOCIETY OF THE UNITED STATES – NW SCRIPT
(2/8/13) – Version 1 – Integral**

Hello, Mr/s. _____? This is _____, calling on behalf of The Humane Society of the United States (The HSUS) as a paid fundraiser, from Integral Resources Inc.. I promise to be brief, and this call may be recorded for quality purposes.

As the nation's largest animal protection organization, The HSUS has been devoted, for nearly sixty years, to the protection of all animals – whether they be pets, livestock, or wildlife.

Each year, The HSUS rescues and cares for tens of thousands of animals in need – providing rescue and emergency care to abused pets and animals, as well as providing spay/neuter and other services for animals who otherwise would not receive the medical treatment they so badly need.

Unfortunately, the simple truth is that we don't have enough resources to rescue all of the animals in need or all those who are victims of cruelty. But by investing our efforts into preventing animal cruelty at its source, we can positively affect the lives of MILLIONS of animals before they ever have chance to be put in distress.

Together we can make a major difference, and provide animals with the voice they so badly deserve. But we can't do it alone. Our top level of support is a generous tax-deductible gift of \$150. Can you help us with a gift at that level, and join your voice with the others who have committed to helping to protect animals in need?

2nd Effort:

I certainly understand. That is a lot to ask. We do so because while we have accomplished a lot over the years, there is still so much more work left to be done. With your generous support today, we can marshal the much needed resources to continue our critical work with law enforcement – investigating illegal animal cruelty, and targeting the worst cases of outright animal abuse nationwide. Through these efforts, The HSUS has helped to raid animal fighting operations, expose the cruel conditions of puppy mills and hold the operators responsible, and protect dogs, cats, monkeys, and mice from deadly medical and consumer product testing. With your generous support, we can continue to make a positive difference for animals in need. With that in mind, could you support at our next tax-deductible level of \$100?

3rd Effort:

Again, I understand. It's just that, founded in 1954, The Humane Society of the United States is consistently rated the most effective charity of its kind by our peers – receiving a 4-star rating from Charity Navigator as well as being named one of *Worth Magazine's* 10 most fiscally responsible charities in America. So you know when you support The HSUS that your donation is being used in the best way possible. That's why we are able to do so much – from providing direct care to animals in our sanctuaries, rescue facilities, wildlife rehabilitation centers, and mobile veterinary clinics, to serving as America's mainstream voice against animal cruelty, exploitation, and neglect. But we can only do it with your support. Can you help us at a more modest level of \$50 today?

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IF YES: Proceed to address confirmation and ASSUMPTIVE credit card ask
IF NO: Well, Mr./Ms. _____, thank you for taking the time to speak with me today/tonight. Have a nice day/evening.

PLEDGE CLOSING:

Great! That'll help us out a lot! We certainly appreciate your support.
Now I need to verify your address: Is it <STREET>, <CITY, ST, ZIP>?
And your name is <NAME>, correct?
And the amount you are pledging today is \$ _____, is that correct? (Wait for donor to say "yes")
And will that be Visa, MasterCard, American Express, or Discover?

If NO to 1st CC Ask:

I understand how you might feel that way, Mr./Ms. _____; however, credit card gifts are the fastest and most cost-effective way to put your contribution to work, so will you be using Visa, MasterCard, American Express or Discover today?

If YES to Credit Card:

OK, and how does your name appear on the card?
And what is that card number?
And the expiration date?
And the amount of your gift is \$ _____, correct?
Great! Now you'll be getting a receipt for that \$ _____ gift within the next 5 business days.

Check Pledge Confirmation:

OK, that's fine, we'll send you a pledge card for that \$ _____ gift. You'll get that \$ _____ pledge card in the next few days. We just ask that you write out the check and send that generous \$ _____ gift back to us the same day you get that pledge card (or within the next 2 weeks at most.) Can you do that? <WAIT FOR DONOR TO SAY "YES"!>

For all One Time donations of \$25 or more:

Thank you, your gift is very important to us. In acknowledgement of your generous one-time donation, you'll receive a one-year subscription to *All Animals* magazine, the full-color bi-monthly membership magazine of The Humane Society of the United States. Your donation is tax-deductible less the fair market value of \$3.60 for the subscription.

DISCLAIMER:

Again, thank you so much for your support. The call has been paid for by The Humane Society of the United States. Gifts to The HSUS are tax-deductible to the extent permitted by law. Thank you again, and have a nice day/evening.

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The HSUS would like to remind you to: (present THREE of any below)

1. Spay and neuter your pets.
2. Make sure your pet wears an ID tag.
3. Make sure you have a plan for your pet in the event of a disaster.
4. To prevent destructive animal behavior problems, make sure you enroll your new puppy or dog in behavioral training classes,
5. Make sure your pet has a complete medical exam once a year.
6. Plan for your pet's future in case something happens to you.
7. Learn how to avoid dog bites, and how to prevent your dog from biting.
8. Never leave your dog in a parked car.
9. Think about adopting an animal when you decide to add a pet to your home. You can save a life and get a great companion!
10. Think outside the house: volunteer with your local shelter or rescue group and help more animals find homes.
11. Take time to play with your pet every day and give her some individual attention.
12. Provide a safety collar and visible ID for pet cats, even those who live strictly indoors, and search immediately if your cat goes missing.

In 2013, so far...

So far this year, The Humane Society of the United States has played a part in a number of victories for animals, including:

- IHOP's and Applebee's pledge to eliminate gestation crates from its pork supply, adding to a growing list of pledged crate-free companies
- An NIH panel's recommendation to retire more than 350 chimps to a sanctuary
- A federal court's ruling to uphold a puppy-mill law for commercial pet breeders
- The rescue of 25 cats left homeless by Hurricane Sandy
- The rescue of 16 cats from a hoarding situation in a severely deteriorated home
- The Virginia Senate advancing a bill designed to crack down on fox pens
- A federal court's ruling to uphold legislation prohibiting the sale, trade, and possession of shark fins in California

2012 Accomplishments

In 2012, The Humane Society of the United States made so many important strides for animal protection. Take a look at the highlights of what we accomplished, including rescuing exotic animals from a squalid roadside zoo.

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Animal Rescue Team saves pets, other animals in crisis

The HSUS Animal Rescue Team helped rescue:

- More than 1,000 dogs from five puppy mills in North Carolina, one in Ohio, one in Mississippi, another in South Carolina, and another in Texas;
- Dozens of dogs from suspected dogfighting operations in Florida, Michigan, and Pennsylvania;
- Tigers, cougars, leopards, wolf-hybrids, and a macaque monkey from the Collins Zoo, an unaccredited Mississippi facility where we had conducted an undercover investigation and submitted legal complaints;
- More than 120 dogs from poor conditions at a commercial breeding facility in Quebec;
- More than 100 parrots and other birds from poor conditions in Ohio;
- More than 380 roosters and hens from a major suspected cockfighting operation in California, and more than 90 birds in Pennsylvania;
- More than 130 dogs, cats, birds, horses, and other animals from poor conditions in North Carolina;
- Nearly 200 dogs from a hoarding situation in Pennsylvania; and
- Nearly 300 dogs from deplorable conditions in Texas.

We also set up an emergency pet shelter and transported animals affected by tornadoes in Kentucky. In the wake of destructive wildfires in Western states, we donated hay to feed hundreds of threatened horses in Colorado, Montana, and Utah; provided food and water to pets left behind in Montana; and helped set up an emergency pet shelter in Idaho. After Hurricane Isaac, we helped care for pets in Jefferson Parish, La., and transported nearly 200 homeless animals from Louisiana and Mississippi to East Coast shelters to be placed for adoption. We also helped rescue more than 20 horses from floodwaters in Mississippi and helped save 10 emaciated horses in Alabama.

Undercover investigations reveal inhumane treatment of pigs, hens on factory farms

- We released an undercover investigation that revealed appalling cruelty at Oklahoma factory farms owned by two of the nation's largest pork producers, Seaboard Foods and Prestage Farms. Our investigation found pigs living in cramped gestation crates for most of their lives, pigs with injuries and abscesses, and dead animals in the crates.
- Our investigative team also exposed overcrowded cages, injured and dead birds, and filthy conditions at a Manheim, Pa., egg factory owned by Kreider Farms.
- We released an undercover investigation of Wyoming Premium Farms that revealed disturbing abuse of mother pigs and piglets, as well as sows suffering in gestation crates. In response, meat industry giant Tyson Foods suspended its purchases from Wyoming Premium.

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Proposed rule would protect animals in unlicensed puppy and kitten mills

The USDA announced a proposed rule to close a loophole and require large-scale commercial breeders selling puppies or kittens online to be federally licensed and inspected, which would require basic standards of care. This comes after more than 32,000 people signed an HSUS/ASPCA petition urging the Obama administration to crack down on unregulated mills.

Victories for animals in state legislatures

Here are just a few of the laws to protect animals enacted at the state level in 2012:

- California enacted protections for dogs and wildlife by banning the cruel hound hunting of bears and bobcats.
- Rhode Island passed legislation to phase out the use of gestation crates and veal crates, and to outlaw the tail docking of cattle without anesthesia.
- Ohio restricted the ownership of dangerous exotic animals. This came after the horrible tragedy in Zanesville in October 2011.
- Illinois banned the shark fin trade, building on the laws we've helped to pass in California, Hawaii, Oregon, and Washington.
- Idaho established some felony-level penalties for cockfighting and other forms of malicious cruelty.
- Arizona protected greyhounds by enacting a law that would allow the last remaining greyhound racing track in the state to end live dog racing.
- Minnesota stopped the sale of shelter pets to laboratories. Only a handful of states still allow pets to be seized from shelters and sold to research labs.
- New Jersey banned horse slaughter for human consumption and the transport of horsemeat for human consumption.
- Louisiana stopped the sales of pets from the side of the road. This builds on our efforts to protect dogs from reckless breeders, among other problems.
- New York limited live animal slaughter markets by extending a four-year moratorium forbidding the licensing of new markets within 1,500 feet of a residential dwelling in New York City.

HSUS makes progress against abusive horse soring

- A groundbreaking HSUS undercover investigation documented shocking abuse of Tennessee walking horses that led to criminal indictments and public outrage. Our video footage documented the painful cruelty of horse soring, as well as animals being shocked in the face and beaten with heavy wooden sticks. Trainer Jackie McConnell was fined \$75,000 and given three years probation by a federal judge.
- The U.S. Department of Agriculture finalized a new rule requiring mandatory minimum penalties for violations of the Horse Protection Act, a federal law to prevent soring. The HSUS and other animal protection and horse groups had filed a petition with USDA seeking to improve enforcement of the law.

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- **In the U.S. House of Representatives, Reps. Ed Whitfield, R-Ky., and Steve Cohen, D-Tenn., introduced legislation to strengthen the Horse Protection Act and allow for a stronger crackdown on the widespread abuse within the Tennessee walking horse show world.**

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Leading food companies improve farm animal welfare

In a series of major victories, our farm animal protection division helped many of the world's largest food companies commit to major animal welfare improvements in their supply chains. In 2012, the following companies all committed to eliminate gestation crates from their pork supply chains (with Burger King also pledging to switch 100 percent of eggs to cage-free at all U.S. locations by 2017):

- ***Restaurants McDonald's, Burger King, Wendy's, Denny's, SUBWAY (with more locations than any other restaurant chain in the world), Wienerschnitzel (the nation's biggest hot dog chain), Dunkin Brands, Brinker International (owner of Chili's), Sonic, Cracker Barrel, Hardee's, Carl's Jr., Baja Fresh, Bruegger's Bagels, Jack in the Box and Qdoba, and The Cheesecake Factory.***
- ***Retailers Kroger (the nation's largest grocery chain), Safeway (the second-largest grocery chain), Costco (the nation's second-largest food retailer), Target, and Harris Teeter Supermarkets.***
- ***Food-service companies Compass Group, ARAMARK, and Sodexo (the world's three largest food-service companies that run roughly 20,000 dining operations across North America); Sysco (North America's largest food-service distributor); and TrustHouse Services Group.***
- ***ConAgra Foods, Carnival Corporation (the world's largest cruise company), Hillshire Brands (Jimmy Dean, Ballpark, and Hillshire Farms), Oscar Mayer, and major pork distributor Atlantic Premium Brands.***

In addition:

- ***Bon Appétit, another major food-service provider, committed to phase out eggs from caged hens, foiegras, veal from crated calves, and pork from supply systems using gestation crates by 2015; and***
- ***Pork producer Hormel, maker of SPAM, committed to phase out gestation crates at its company-owned breeding facilities by 2017.***

Federal bill introduced to help egg-laying hens

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The U.S. Congress introduced bipartisan legislation to codify a landmark agreement between The HSUS and United Egg Producers, essentially doubling the space per laying hen, banning forced starvation molting, and creating a labeling program for eggs.

In 2012, our Animal Rescue Team has saved animals from puppy mills, dogfighting, and other cruelty.

Independent charity evaluator gives HSUS its highest rating

The HSUS received a four-star rating from Charity Navigator, the highest ranking given by the independent charity evaluator.

Our undercover investigations exposed the cruelty of gestation crates, horse soring, and other abuses.

Amazon stops selling whale, dolphin meat in Japan after outcry

A report by the Environment Investigative Agency and Humane Society International revealed that Amazon.com's Japanese website was selling products from endangered and protected whale species. After tens of thousands of HSI supporters spoke out, Amazon added an official ban on selling whale and dolphin products on its U.S. and Japanese websites.

Victories for horses and other equines

- The Environmental Protection Agency announced the official registration of the first contraceptive vaccine for horses in the United States, called ZonaStat-H or porcine zonapellucida (PZP). The HSUS sponsored the registration, and the vaccine can now be used by wild horse managers for all Western herds.
- After discussions with The HSUS, the Texas Parks and Wildlife Department suspended a policy allowing burros in Big Bend Ranch State Park to be killed. We're working with the agency to develop a nonlethal plan to manage the animals.
- When the Atlantic City Steel Pier announced plans to bring back an inhumane "horse diving" act, HSUS staff contacted state officials, spoke out against the plan, and applauded the subsequent decision to cancel the event.

110 chimpanzees from notorious laboratory will no longer be used for research

Following a campaign by The HSUS, including a 2009 undercover investigation revealing inhumane treatment of chimpanzees at the New Iberia Research Center in Louisiana, the National Institutes of Health announced that it will move all 110 federally-owned chimpanzees out of this facility by August 2013. The agency plans to move 10 chimpanzees to the Chimp Haven sanctuary and about 100 others to a laboratory in Texas, where they

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will be classified as "permanently ineligible" for use in research. The HSUS will push for retirement of these animals to appropriate and permanent sanctuary.

Pets for Life program expands to Los Angeles, releases new toolkit and report

Our Pets for Life program providing animal care services to under-served communities expanded to Los Angeles, in addition to existing locations in Atlanta, Chicago, and Philadelphia. Pets for Life also released a new toolkit and a new report of survey findings showing a vast disparity in how pet care services are provided in lower-income communities.

Dead tigers and public safety risks uncovered at exotic animal facility

We released an undercover investigation into one of the largest exotic animal petting zoos in the nation, GW Exotic Animal Park in Oklahoma—a roadside menagerie with no legitimate accreditation. Our investigator found tiger cubs being hit for "training," the breeding of tigers, dangerous interactions between children and juvenile tigers, and more. Five tigers and many other animals died during our investigation, and The HSUS also filed complaints with federal and state authorities.

Court upholds California's Prop 2 to protect farm animals

The U.S. District Court for the Central District of California upheld the constitutionality of Proposition 2—the California ballot measure banning the inhumane confinement of egg-laying hens, breeding pigs, and veal calves in cages so small the animals cannot stretch their limbs, lie down, or turn around.

True Religion reaffirms fur-free policy

Leading denim retailer True Religion Brand Jeans has recommitted to be fur-free after HSUS supporters urged the company to reverse its recent decision to begin selling animal fur.

Victories to address issue of dangerous exotic animals

- Ohio Gov. John Kasich signed legislation to ban new ownership of dangerous wild animals in the state. This move to protect public safety and animal welfare was part of an eight-point agreement among The HSUS, leading agricultural groups, and the previous governor.
- The U.S. Department of the Interior announced a ban on the import and trade in Burmese pythons, yellow anacondas, and northern and southern African pythons, after The HSUS and other groups campaigned to regulate the trade in large constrictor snakes for the sake of animal welfare, public safety, and the environment.

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Helping to crack down on illegal wildlife trafficking

The HSUS assisted federal wildlife police with an investigation, Operation Cyberwild, that led to the arrest of a dozen people in California and Nevada for illegal online trafficking of wildlife and wildlife parts.

Ban on force-feeding for foiegras defended in California

California's law against the sale of foiegras from force-fed ducks came under fire from a group of factory farmers and chefs who buy from them, arguing for a repeal, but The HSUS strongly lobbied to defend the ban. State legislative leaders announced that they wouldn't take up any bill advanced by critics of the law.

HSUS videos win prestigious awards

- The HSUS received a 2012 Webby People's Voice Award for our video "Undercover at Smithfield," which revealed appalling conditions for pigs at a Smithfield Foods subsidiary.
- Our Meatless Monday video was named a winner in the 33rd Annual Telly Awards.

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**THE HUMANE SOCIETY
OF THE UNITED STATES**

2100 L Street, NW Washington, DC 20037
humanesociety.org

HSUS NW 0

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HANNAH BARBER
16 MATTHEWS CT.
BROOKLYN, NY 11218-4310

Return this portion with your check payable to The Humane Society of the United States.

The Humane Society of the United States
P.O. Box 97015
Washington, DC 20077-7269

Amount Pledged: \$150.00
Amount Sent: _____

Payment Method:
 Check MC Visa AMEX Discover

Card Number _____

Cardholder _____ Exp. Date _____

Signature _____

1033HT133A5AHACD01303T50029

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Retain this bottom portion for your records

Dear Hannah Barber:

Thank you for speaking with our caller and pledging \$150 to The Humane Society of the United States (The HSUS).

Founded in 1954, The Humane Society of the United States is the nation's largest animal protection organization.

Each year, The HSUS rescues and cares for tens of thousands of animals in need — providing rescue and emergency care to abused pets and animals as well as providing spay/neuter and other services for animals who otherwise would not receive the medical treatment they so badly need.

Unfortunately, the simple truth is your gift, added with others, will help us to rescue and protect more animals who are victims of cruelty. But by investing our efforts into preventing animal cruelty, abuse, and neglect at the source, we can positively affect the lives of MILLIONS of animals.

Together we can make a major difference, and provide animals across America with the voice they so badly need. Please take a quick moment today to return your pledge in the envelope provided. And again thank you so much for your support.

Sincerely,

Wayne Pacelle
President & Chief Executive Officer

Contributions to The HSUS are tax-deductible. For more information, please visit us at www.humanesociety.org.

In acknowledgement of your gift of \$25 or more, you will receive a one-year subscription to "All Animals" magazine. Your donation of \$25 or more is tax-deductible less the fair market value of \$3.60 for the subscription.

The HSUS would like to remind you to:

- * Spay and neuter your pets.
- * Make sure your pet has a complete medical exam once a year.

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The HSUS would like to remind you to:

- * Never leave your dog in a parked car.
- * Think about adopting an animal when you decide to add a pet to your home. You can save a life and get a great companion!

The Humane Society of the United States is the nation's largest animal protection organization, rated the most effective by its peers. Since 1954, The HSUS has been fighting for the protection of all animals through advocacy, education, and hands-on programs. We rescue and care for tens of thousands of animals each year, but our primary mission is to prevent cruelty before it occurs. We're there for all animals, across America and around the world. The HSUS is located at 2100 L St., NW, Washington, D.C. 20037, (202) 452-1100. The HSUS has retained Integral Resources, Inc. at 1972 Massachusetts Ave, Cambridge, Massachusetts, 02140, as a paid solicitor registered and bonded with the Dept. of Consumer Protection.

Although our financial report is always sent free to anyone requesting a copy, certain states require us to advise you that a copy of our financial report is available from them.

Residents of the following states should note the following: ILLINOIS: Contracts and reporting regarding The HSUS are on file with the Illinois Attorney General.

REGISTRATION WITH A STATE AGENCY DOES NOT CONSTITUTE OR IMPLY ENDORSEMENT, APPROVAL, OR RECOMMENDATION BY THAT STATE.

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**THE HUMANE SOCIETY
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2100 L Street, NW Washington, DC 20037
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HSUS NW 1

CAROLYN FRIEDMAN
5426 DENVER ST
MONTCLAIR, CA 91763-3309

Return this portion with your check payable to The Humane Society of the United States.

The Humane Society of the United States
P.O. Box 97016
Washington, DC 20077-7269

Amount Pledged: \$15.00

Amount Sent: _____

Payment Method:

Check MC Visa AMEX Discover

Card Number _____

Cardholder _____ Exp. Date _____

Signature _____

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Fold & detach along perforation

Retain this bottom portion for your records

Dear Carolyn Friedman:

Thank you for your recent pledge to The Humane Society of the United States (The HSUS). We wanted to take this opportunity to remind you of your \$15 commitment to The HSUS.

As the nation's largest animal protection organization, The Humane Society of the United States is devoted to the protection of all animals — whether they be pets, farm animals, or wildlife. While we are proud of what we have accomplished since our founding in 1954, there is still so much work left to be done.

With your generous support, we can not only continue our efforts of rescuing and caring for tens of thousands of animals each year, but we can also continue providing much needed resources for our critical work with law enforcement investigating illegal animal cruelty and targeting the worst cases of animal abuse nationwide, along with our many other important programs.

Through these efforts, The HSUS raids animal fighting operations; exposes the abusive conditions of puppy mills and ensures that those responsible for animals' suffering are prosecuted; and protects dogs, cats, monkeys, and mice from painful medical and consumer product testing.

Together, we can do so much for animals in need. Please take a moment to return your pledge today! If this note and your donation have crossed in the mail, please accept our thanks.

Sincerely,

Wayne Pacelle
President & Chief Executive Officer

Contributions to The HSUS are tax-deductible. For more information, please visit us at www.humanesociety.org.

In acknowledgement of your gift of \$25 or more, you will receive a one-year subscription to "All Animals" magazine. Your donation of \$25 or more is tax-deductible less the fair market value of \$3.60 for the subscription.

The HSUS would like to remind you to:

- * Spay and neuter your pets.
- * Make sure your pet has a complete medical exam once a year.

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The HSUS would like to remind you to:

- * Never leave your dog in a parked car.
- * Think about adopting an animal when you decide to add a pet to your home. You can save a life and get a great companion!

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**THE HUMANE SOCIETY
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2100 L Street, NW Washington, DC 20037
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HSUS NW 2

BRIAN WILBURN
21615 94TH AVE N
PORT BYRON, IL 61275-8098

Return this portion with your check payable to The Humane Society of the United States.

The Humane Society of the United States
P.O. Box 97015
Washington, DC 20077-7269

Amount Pledged: \$10.00

Amount Sent: _____

Payment Method:

Check MC Visa AMEX Discover

Card Number _____

Cardholder _____ Exp. Date _____

Signature _____

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Retain this bottom portion for your records

Dear Brian Wilburn:

Several weeks ago you made a pledge of \$10 to The Humane Society of the United States (The HSUS) and we thank you. Our records to date indicate that we have not received your contribution. If this note and your gift have crossed in the mail, please let this serve as our thanks for your generosity.

As the nation's largest animal protection organization, The Humane Society of the United States is there for all animals, across America and around the world.

Here at The HSUS, we take great pride in consistently being rated by our peers as the most effective charity of our kind. The HSUS received a four-star rating from Charity Navigator as well as being named one of "Worth" magazines ten most fiscally responsible charities in America. So when you support The HSUS, you know that your donation is going to be used in a way that will guarantee it has the greatest impact.

The HSUS is sustained by animal lovers just like you, and it is thanks to your generosity that we are able to carry on the important work of Celebrating Animals and Confronting Cruelty in all forms. By reaching out to people and communities across the country, we are increasing animal advocates like you who are dedicated to stand up and fight for animals in need.

Please return your pledge today. And again thank you so much for your support.

Sincerely,

Wayne Pacelle
President & Chief Executive Officer

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In acknowledgement of your gift of \$25 or more, you will receive a one-year subscription to "All Animals" magazine. Your donation of \$25 or more is tax-deductible less the fair market value of \$3.60 for the subscription.

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**THE HUMANE SOCIETY
OF THE UNITED STATES**

2100 L Street, NW Washington, DC 20037
humanesociety.org

HSUS NW 3

MS. BESS SILBERMAN
18501 RIEGER ROAD
CHESTERFIELD, MO 63005-8415

The Humane Society of the United States
P.O. Box 97015
Washington, DC 20077-7269

Amount Charged: \$75.00

Dear Ms. Bess Silberman:

Thank you for speaking with our caller and for your credit card donation of \$75 to The Humane Society of the United States (The HSUS).

Founded in 1954, The Humane Society of the United States is the nation's largest animal protection organization.

Each year, The HSUS rescues and cares for tens of thousands of animals in need — providing rescue and emergency care to abused pets and animals as well as providing spay/neuter and other services for animals who otherwise would not receive the medical treatment they so badly need.

Unfortunately, the simple truth is that we don't have enough resources to rescue every animal who is a victim of cruelty. But by investing our efforts into preventing animal cruelty, abuse, and neglect at the source, we can positively affect the lives of MILLIONS of animals before they ever have a chance to be put in distress.

Together, we can make a major difference, and provide animals across the world with the voice they so badly deserve.

Thank you again for your generous contribution.

Sincerely,

Wayne Pacelle
President & Chief Executive Officer

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Rose Whitsitt

From: Rose Whitsitt
Sent: Thursday, March 14, 2013 4:22 PM
To: 'MCampbell@integralresources.com'
Subject: RE:

Thank you. You can begin on 3/12/13 in MA.

*Rose Whitsitt
Legal Assistant
Copilevitz & Canter
310 West 20th Street, Suite 300
Kansas City, MO 64108
816-472-9000
816-472-5000 fax*

GOD BLESS OUR TROOPS

From: MCampbell@integralresources.com [mailto:MCampbell@integralresources.com]
Sent: Thursday, March 14, 2013 10:59 AM
To: Rose Whitsitt
Subject: Fw:

here ya go Rose...

--- Forwarded by Michael Campbell/IRI on 03/14/2013 11:42 AM ---

Nate Arn/IRI

03/14/2013 11:54 AM

To Michael Campbell/IRI@IRI

cc

Subject Re: [Link](#)

Here you go.

Michael Campbell/IRI

03/14/2013 10:47 AM

To Nate Arn/IRI@IRI

cc

Subject

I need the script and mail piece for HSUS please...

03/14/2013

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AGREEMENT FOR FUNDRAISING SERVICES

Integral Resources Inc. **&** **The Humane Society of the United States**

Agreement made on or before February 1, 2013 by and between Integral Resources, Inc., a Massachusetts corporation with a place of business at 1972 Massachusetts Ave. Cambridge, Massachusetts 02140 ("IRI") and The Humane Society of the United States ("HSUS"), a 501(c)(3) nonprofit corporation with an address of 2100 L St. NW, Washington D.C. 20037.

Preliminary Statement

WHEREAS, HSUS, whose mission is to celebrate animals and confronting cruelty and who works to reduce suffering and to create meaningful social change for animals by advocating for sensible public policies, investigating cruelty and working to enforce existing laws, educating the public about animal issues, joining with corporations on behalf of animal-friendly policies, and conducting hands-on programs that make ours a more humane world has agreed to retain IRI to assist it in its donor cultivation and fundraising efforts.

IRI shall, pursuant to The HSUS's Board resolution entitled "A Plan for the Implementation of the Jointly Conducted Activities of The Humane Society of the United States" adopted November 6, 1998, endeavor to contact only those individuals who have a predetermined need or interest in an HSUS program where a program appeal or joint program/fundraising appeal is being conducted.

- A. In furtherance of their mission, HSUS contacts members of the general public in various ways to ask them to assist HSUS in their mission and to seek financial support for their organization.**
- B. IRI is experienced in organizing and administering fundraising by telephone to members of the general public on behalf of 501(c)(3) and 501(c)(4) nonprofit corporations to educate them about their missions and programs, to seek specific action in furtherance thereof and to request financial support.**
- C. HSUS desires to retain IRI to conduct by telephone a fundraising program to members of the general public for the purposes described in B above, and IRI is willing to perform such services, on the Terms and conditions in this Agreement.**

Terms and Conditions

In consideration of the mutual covenants and promises contained in this Agreement, the parties hereto hereby agree as follows:

Section 1. Definitions. As used in this Agreement, the following Terms shall have the following meanings:

- a.) "Contact" shall mean reaching a Member of the General Public in the first instance by telephone who shall make a decision to provide or not provide support to HSUS or who indicates a willingness to consider such support.
- b.) "Members of the General Public" shall mean persons who have not previously expressed an interest in the mission or programs of HSUS and who are deemed most likely to respond favorably to a request for support.
- c.) "Telemarketing" shall mean conducting a Joint Activity in the first instance by contacting Members of the General Public by telephone at their residences.

Section 2. TERM and Services.

- a.) The Term of this Agreement shall begin on February 1, 2013 and shall Terminate on December 31, 2013, subject to Termination as provided in Section 8 hereof.
- b.) During the Term, IRI shall provide the following services to HSUS:

From time to time during the Term, IRI will organize, administer and monitor Acquisition Telemarketing programs on behalf of HSUS, as well as at least one Resolicitation program targeting some of those donors acquired by IRI on HSUS's behalf (generally donors acquired at less than \$50) It is understood between the parties that between any Acquisition program and any Resolicitation program, donors acquired by IRI on HSUS's behalf will be called by another telemarketing firm for the purpose of soliciting a monthly gift commitment or however HSUS deems resolicitation to be viable.

- (i) IRI will provide all services required to conduct the Telemarketing programs, including the writing of all scripts, which prior to use, must be approved by the designated staff of HSUS.

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(ii) As to persons who shall make a financial pledge to HSUS during Telemarketing, IRI will provide all services related to the fulfillment of such pledges, including the designing and printing of material and the mailing of the same up to three times to achieve fulfillment of a pledge. The return address for all pledge packets and other material shall be The Humane Society of the United States, 2100 L St. NW, Washington D.C. 20037 or its Arizona Post Office Box. All mail containing funds in fulfillment of pledges are herein called "Returns."

(iii) IRI will provide a file to HSUS or its lockbox of all credit card transactions for HSUS to process weekly. All said transaction files will be provided to HSUS in a manner consistent with PCI compliance standards applicable to Level II providers.

(iv) On a weekly basis, HSUS shall ensure that IRI is provided with information as to which Prospects have fulfilled pledges resulting from IRI's Contacts by providing IRI with a gift file denoting any and all contributions received from prospects who pledged to make a gift when Contacted by IRI. Said information provided to IRI to be as current as possible (hopefully not more than 5 business days from the date the gift is received by HSUS) so that IRI can monitor the effectiveness of the campaign and send out timely reminder notices as appropriate.

(v) IRI will manage the Telemarketing in its entirety in consultation with HSUS and the Donor Services Group (hereinafter referred to as "DSG,") who for purposes of this Agreement shall assist HSUS in providing general oversight of the program and assist IRI in providing account management of the program to HSUS.

(vi) Prior to initiating any New Donor Acquisition Program, HSUS will submit its lists of known donors within any state targeted by IRI to InfoGroup. IRI will also submit its lists of prospects from said state(s) to InfoGroup who will conduct a blind confidential merge/purge to ensure that IRI is not soliciting any existing donor of HSUS to become a new donor. InfoGroup will alert IRI if any prospect on IRI's lists should be removed from the acquisition program prior to the start of calling because they are already a donor to HSUS. IRI is not allowed to mark their file with

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the information that the person is a donor to HSUS. The costs of said merge/purge shall be borne exclusively by HSUS.

c.) **Test Phase.** On or about February 1, 2013 and for a period of approximately 90 days, IRI will initiate an initial test of the Acquisition program on HSUS's behalf. This test will consist of approximately 20,000 telephone Contacts (combined between initial and reminder Contacts) to prospects approved by InfoGroup. The initial test program will be conducted in the states of Massachusetts and Illinois only. Following completion of the first 5,000 initial and reminder telephone Contacts, IRI will stop calling while HSUS, IRI and DSG review the results to date. Calling would only continue thereafter if HSUS is satisfied with the preliminary results and authorizes IRI to continue calling. Extending the Acquisition program beyond the states of Massachusetts and Illinois will be decided by mutual agreement of the parties.

Section 3. Fees Payable to IRI: Billing and Payment.

(a) For each contact achieved during Telemarketing, IRI shall be compensated according to the following:

New Donor Acquisition

	CONTACT	PLEDGE
	Fee Per Telemarketing Contact	Fee Per Financial Pledge
New Acquisition	\$2.35	\$1.80
Reminder Telemarketing	\$2.15	\$1.83

Resolicitation of New Donors

	CONTACT	PLEDGE
	Fee Per Telemarketing Contact	Fee Per Financial Pledge
New Acquisition	\$3.50	\$1.83

(b) In addition, all third party charges for credit card processing shall be borne by HSUS.

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(c) IRI shall provide weekly statements to HSUS, which will specify all charges, payments and outstanding balances. All charges by IRI under this Agreement on said weekly invoices shall be paid net thirty days.

(d) Should the cost of first class postage rise during the TERM, the Per Financial Pledge Package Fee will increase by an amount equal to two and one-half times the increment of the postal increase. So if, by example, postage costs were to increase by five cents (\$.05), the Per Financial Pledge Fee would rise by twelve and one-half cents (\$.125).

Section 4. Lists; License; Use of Information.

(a) HSUS grants IRI a nontransferable, non assignable license to use the HSUS name in Telemarketing. IRI shall be permitted to use the name for the purpose contemplated by this Agreement during the Term. IRI acknowledges that the HSUS name is unique and IRI agrees that it will use the HSUS name only in the form and manner prescribed by HSUS from time to time during the TERM. IRI shall not use the HSUS name in connection or association with any mark, logo, design or graphic without written consent. All uses of the HSUS name shall inure to the benefit of HSUS.

(b) Except as otherwise specifically set forth in this section 4, HSUS shall have all rights to the list or lists of Supporters. Provided that because some such Supporters will be created through the use of lists owned or acquired by IRI, IRI shall retain the right to use the list or lists of such Supporters (created through the use of lists owned or acquired by IRI) for other telemarketing clients and to sell, lease, trade or rent such lists of Supporters at any time, however, no such supporter shall be identified or purported to any entity other than HSUS to be a supporter of HSUS. IRI shall code any such supporter as simply a contributor to an "animal welfare organization." IRI will not keep or use HSUS provided list or lists of supporters for any telemarketing purposes without the written consent of HSUS. HSUS shall have the sole ownership of Supporters created through the use of lists provided by HSUS.

Section 5. Reports

So long as IRI shall conduct Telemarketing, IRI shall provide daily reports of the results. Such reports shall contain daily and cumulative regarding all relevant information on pledges of financial support and actual contributions along with program costs. HSUS will approve a report sample prior to the initiation of any calling program.

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Section 6. Representations and Agreements of IRI.

- (a) IRI represents and warrants that: (i) it is a corporation duly organized and validly existing under the laws of the Commonwealth of Massachusetts, with full power and authority to carry on its business as now being conducted; (ii) IRI has all requisite power and authority to enter into this Agreement and to perform its obligations hereunder; (iii) All corporate action necessary to authorize the execution of this Agreement has been duly and validly taken; (iv) IRI is duly registered as a professional solicitor. (v) this Agreement has been duly authorized, executed and delivered by IRI and constitutes the valid and binding obligation of IRI enforceable against IRI in accordance with its Terms, subject to (A) applicable bankruptcy, insolvency or other similar laws relating to creditors' rights generally and (B) general principles of equity; (v) Neither the execution and delivery of this Agreement nor the compliance with its provisions by IRI will result in the violation of any laws applicable to IRI or the breach of any agreement or commitment to which IRI is a party or by which it is bound.
- (b) IRI agrees to comply with all of its obligations under applicable laws and regulations.
- (c) IRI represents that it is in compliance with applicable PCI standards relevant to Level II providers.

Section 7. Representations and Agreements of HSUS.

HSUS represents and warrants that: (i) it is a duly organized and valid 501(c)(3) nonprofit corporation; (ii) HSUS has all requisite power and authority to enter into this Agreement and to perform its obligations hereunder; (iii) all action necessary to authorize the execution of this Agreement has been duly and validly taken; (iv) HSUS is duly registered as a 501(c)(3) not for profit corporation. (v) This Agreement has been duly authorized, executed and delivered by HSUS.

HSUS agrees to comply with all of its obligations under applicable laws and regulations.

Section 8. Termination.

Either party may terminate this Agreement at any time by providing the other with forty-eight (48) hours prior written notice.

Section 9. Governing Law. This agreement shall be governed by the laws of the State of Massachusetts as to interpretation and performance and subject to the jurisdiction of Massachusetts' courts.

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Section 10. Complete Agreement. This Agreement represents the complete agreement between the parties with respect to the subject matter contained herein.

Section 11. Notice. All notices and other communications required or permitted hereunder shall be in writing and shall be deemed to have been duly given when delivered by hand or when sent by overnight courier or when mailed, certified or registered mail, postage prepaid, return receipt requested, and shall be addressed as follows:

(a) If to IRI, to it at:
1972 Massachusetts Avenue
Cambridge, MA 02140
Attention: Michael Campbell Comptroller

(b) If to the HSUS, to it at:
Nancy Campbell
The HSUS
700 Professional Drive
Gaithersburg, MD 20879

Section 12. Indemnification. HSUS shall defend, indemnify, and hold harmless IRI, its officers, employees, and agents from and against any and all liability, loss, expense, including reasonable attorney's fees, or claims for injury for damages caused by or resulting from any breach by HSUS of any warranty or representation made by HSUS in this Agreement.

IRI shall defend, indemnify, and hold harmless HSUS, its officers, employees, and agents from and against any and all liability, loss, expense, including reasonable attorney's fees, or claims for injury for damages caused by or resulting from any breach by IRI of any warranty or representation made by IRI in this Agreement.

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IN WITNESS WHEREOF, the parties have caused this Agreement to be executed as of the date first above written.

Integral Resources, Inc.

By: Michael Campbell

Michael Campbell, Comptroller

Date 1-30-13

HSUS.

By: G. Thomas Waitz, III

G. Thomas Waitz, III CFO

Date 2/04/13

HSUS

By: [Signature]

Date 2/6/2013

Two signatures required

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Exhibit A
Statutory State Registration Compliance Language

The main Agreement between IRI and HSUS is not a percentage-based agreement and the following language is provided only for purposes of complying with the contract disclosure requirements of the states set forth below. IRI is to be paid a fixed fee as set forth in the main Agreement. Said compensation provisions shall be controlling. As outlined in the main Agreement, Organization exercises control and approval over the content and frequency of all solicitations. Funds raised shall support HSUS's mission of fighting for the protection of all animals through advocacy, education, and hands-on programs. HSUS rescue and care for tens of thousands of animals each year, and to prevent cruelty before it occurs.

- a. For purposes of providing language to comply with the laws of the various states requiring a minimum percentage disclosure, the main Agreement shall be modified to add the following section:

HSUS shall receive a minimum of one percent (1%) of gross revenue.

- b. For purposes of the providing language to comply with the laws of the various states requiring an estimated percentage disclosure, the main Agreement shall be modified to add the following section:

This contract is not a percentage based contract. However, it is estimated that HSUS shall receive one percent (1%) of gross revenue. This is an estimated percentage based upon the estimated number of contacts, average pledge fulfillment and experience of similar campaigns. All financial arrangements as stated in the main Agreement shall remain in effect and unchanged.

- c. For purposes of providing language to comply with the laws of the various states requiring a fixed or guaranteed percentage disclosure and/or a percentage which shall be received by IRI, the main Agreement shall be modified to add the following section:

HSUS shall receive as a result of this solicitation campaign one percent (1%) and IRI shall receive ninety-nine percent (99%) of all funds raised. The amount going to IRI is an estimated percentage based upon previous experience of similar campaigns conducted by IRI. This shall not affect or alter compensation provisions as provided in the main Agreement.

- d. For purposes of the states of Illinois, Massachusetts only, the contract shall be modified to add the following section:

IRI shall be authorized by HSUS to conduct solicitations on a nationwide basis during the term of this agreement. IRI projects \$100,000.00 in gross revenue to be raised from this campaign. IRI estimates expenses related to the campaign to be \$99,000.00. The estimated figures are based upon experience of similar campaigns conducted by IRI. This shall not affect any of the other terms including compensation as set out in the main Agreement. The books and records of fundraising activities shall be kept at the address of IRI as provided in the main Agreement.

2. In all other respects not specifically modified herein the existing agreement dated February 1, 2013 shall remain in full force and effect. A copy of said agreement is attached hereto and incorporated herein by this reference.

Further, this agreement may not be modified, changed or terminated in whole or in part, in any manner except by an agreement duly signed by HSUS and IRI.

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WHEREFORE, the parties hereto have executed this addendum on the day and year first above written.

AGREED AND ACCEPTED.

Integral Resources, Inc.

Humane Society of the United States

BY: *Michael Campbell*

BY: *[Signature]*

Dated: 1-30-13

Dated: 2/04/13

Michael Campbell

Humane Society of the United States

BY: *[Signature]*

Dated: 2/6/2013

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COPILEVITZ & CANTER, LLC

ATTORNEYS AT LAW

310 W. 20TH STREET
SUITE 300
KANSAS CITY, MISSOURI 64108
(816) 472-9000 • FAX (816) 472-5000

March 14, 2013

Ms. Steph Emerich
Office of the Attorney General
Division of Public Charities
Public Protection Bureau
One Ashburton Place
Boston, MA 02108

Re: Integral Resources, Inc. / Humane Society of the United States

Dear Ms. Emerich:

The above referenced organization is a professional fund raiser currently registered with your office. Integral Resources, Inc. entered into a contract with the above referenced charitable organization. They have asked that I forward this contract to you.

Thank you for your attention to this matter. Please feel free to contact me should you have any questions regarding this matter.

Very truly yours,



Rose M. Whitsitt
Legal Assistant
For the Firm

:rmw
Enclosure

rose@cckc-law.com

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