

Return of Organization Exempt From Income Tax

2007

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 2007 calendar year, or tax year beginning Jan 1st, 2007, and ending Dec 31, 20 2007

B Check if applicable:
 Address change
 Name change
 Initial return
 Termination
 Amended return
 Application pending

C Name of organization: Middletown Swim Club Inc.
 Number and street (or P.O. box if mail is not delivered to street address): PO Box 368
 City or town, state or country, and ZIP + 4: Middletown, PA 17057-0368

D Employer identification number: 231518264

E Telephone number: (717) 903-9545

F Accounting method: Cash Accrual
 Other (specify):

G Website: ▶ MiddletownSwimClub.org

J Organization type (check only one) ▶ 501(c) (7) ◀ (insert no.) 4947(a)(1) or 527

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

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 124,363

H and I are not applicable to section 527 organizations.
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates ▶ _____
H(c) Are all affiliates included? Yes No
 (If "No," attach a list. See instructions.)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number ▶ _____

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

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

Revenue	1 Contributions, gifts, grants, and similar amounts received:				
	a Contributions to donor advised funds	1a			
	b Direct public support (not included on line 1a)	1b			
	c Indirect public support (not included on line 1a)	1c			
	d Government contributions (grants) (not included on line 1a)	1d			
	e Total (add lines 1a through 1d) (cash \$ _____ noncash \$ _____)	1e			
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2			
	3 Membership dues and assessments	3			109,937
	4 Interest on savings and temporary cash investments	4			206
	5 Dividends and interest from securities	5			
	6a Gross rents	6a			
	b Less: rental expenses	6b			
c Net rental income (or loss). Subtract line 6b from line 6a	6c				
7 Other investment income (describe ▶ _____)	7				
Revenue	8a Gross amount from sales of assets other than inventory	(A) Securities	8a		
		(B) Other	8b		
	8c Less: cost or other basis and sales expenses	8c			
	d Gain or (loss) (attach schedule)	8d			
Revenue	9 Special events and activities (attach schedule). If any amount is from gaming, check here ▶ <input type="checkbox"/>				
	a Gross revenue (not including \$ _____ of contributions reported on line 1b)	9a	3,655		
	b Less: direct expenses other than fundraising expenses	9b	3,220		
	c Net income or (loss) from special events. Subtract line 9b from line 9a	9c			(1,365)
Revenue	10a Gross sales of inventory, less returns and allowances	10a	18,558		
	b Less: cost of goods sold	10b	10,626		
	c Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c			7,932
11 Other revenue (from Part VII, line 103)	11			7,853	
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12			124,363	
Expenses	13 Program services (from line 44, column (B))	13			130,443
	14 Management and general (from line 44, column (C))	14			
	15 Fundraising (from line 44, column (D))	15			
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses. Add lines 16 and 44, column (A)	17			130,443
Net Assets	18 Excess or (deficit) for the year. Subtract line 17 from line 12	18			(6,080)
	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19			875,216
	20 Other changes in net assets or fund balances (attach explanation)	20			14,811
	21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21			883,947

SCANNED JUN 10 2008

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Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a			
22b	Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b			
23	Specific assistance to individuals (attach schedule)	23			
24	Benefits paid to or for members (attach schedule)	24			
25a	Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a	7,000		
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b			
c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c			
26	Salaries and wages of employees not included on lines 25a, b, and c	26	50,671		
27	Pension plan contributions not included on lines 25a, b, and c	27			
28	Employee benefits not included on lines 25a - 27	28			
29	Payroll taxes	29	6,185		
30	Professional fundraising fees	30			
31	Accounting fees	31			
32	Legal fees	32			
33	Supplies	33	508		
34	Telephone	34	308		
35	Postage and shipping	35	1,034		
36	Occupancy	36	61,014		
37	Equipment rental and maintenance	37			
38	Printing and publications	38	63		
39	Travel	39			
40	Conferences, conventions, and meetings	40			
41	Interest	41			
42	Depreciation, depletion, etc. (attach schedule)	42			
43	Other expenses not covered above (itemize):				
a	Donation Ronald McDonald House	43a	30		
b	-----	43b			
c	-----	43c			
d	-----	43d			
e	-----	43e			
f	-----	43f			
g	-----	43g			
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	130,443	—	—

Joint Costs. Check if you are following SOP 98-2. Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____; (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ▶ All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others.)
a <i>Daily operation of private Non-Profit Swim Club Open from Memorial Day to Labor. Approx 100 Days of operation Sold land of Club to PA Tumpke in 2017 See Schedule #28 Agreement</i> (Grants and allocations \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	N/A 501(c)(7) 130,413
b (Grants and allocations \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	N/A
c (Grants and allocations \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	N/A
d (Grants and allocations \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	N/A
e Other program services (attach schedule) (Grants and allocations \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	N/A
f Total of Program Service Expenses (should equal line 44, column (B), Program services). ▶	130,413

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year	(B) End of year	
Assets	45 Cash—non-interest-bearing	8514	81,428	
	46 Savings and temporary cash investments		50,119	
	47a Accounts receivable	47a		
	b Less: allowance for doubtful accounts	47b	47c	
	48a Pledges receivable	48a		
	b Less: allowance for doubtful accounts	48b	48c	
	49 Grants receivable		49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)		50b	
	51a Other notes and loans receivable (attach schedule)	51a 400,000		
	b Less: allowance for doubtful accounts	51b	51c 400,000	
	52 Inventories for sale or use		52	
	53 Prepaid expenses and deferred charges		53	
	54a Investments—publicly-traded securities <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54a	
	b Investments—other securities (attach schedule) <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54b	
	55a Investments—land, buildings, and equipment: basis	55a		
	b Less: accumulated depreciation (attach schedule)	55b	55c	
	56 Investments—other (attach schedule)		56	
	57a Land, buildings, and equipment: basis	57a		
b Less: accumulated depreciation (attach schedule)	57b	57c 399,800		
58 Other assets, including program-related investments (describe ▶)		58		
59 Total assets (must equal line 74). Add lines 45 through 58	885,414	59	894,347	
Liabilities	60 Accounts payable and accrued expenses		60	
	61 Grants payable		61	
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule)		64b	
	65 Other liabilities (describe ▶ See Schedule #4. Stock rebuy that are outstanding acct 10/31/07)	(6,000)	65	(4,320)
66 Total liabilities. Add lines 60 through 65	(6,000)	66	(4,320)	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted		67	
	68 Temporarily restricted		68	
	69 Permanently restricted		69	
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds	8514	70	134,547
	71 Paid-in or capital surplus, or land, building, and equipment fund	876,900	71	759,800
	72 Retained earnings, endowment, accumulated income, or other funds	(4,798)	72	(6,000)
	73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	881,216	73	888,267
74 Total liabilities and net assets/fund balances. Add lines 66 and 73	875,216	74	883,947	

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

a Total revenue, gains, and other support per ^{unaudited} audited financial statements		a	124,363
b Amounts included on line a but not on Part I, line 12:			
1	Net unrealized gains on investments	b1	
2	Donated services and use of facilities	b2	
3	Recoveries of prior year grants	b3	
4	Other (specify):	b4	
Add lines b1 through b4		b	
c Subtract line b from line a		c	124,363
d Amounts included on Part I, line 12, but not on line a:			
1	Investment expenses not included on Part I, line 6b	d1	
2	Other (specify):	d2	
Add lines d1 and d2		d	
e Total revenue (Part I, line 12). Add lines c and d		e	124,363

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return (See the instructions.)

a Total expenses and losses per ^{unaudited} audited financial statements		a	130,443
b Amounts included on line a but not on Part I, line 17:			
1	Donated services and use of facilities	b1	
2	Prior year adjustments reported on Part I, line 20	b2	
3	Losses reported on Part I, line 20	b3	
4	Other (specify):	b4	
Add lines b1 through b4		b	
c Subtract line b from line a		c	130,443
d Amounts included on Part I, line 17, but not on line a:			
1	Investment expenses not included on Part I, line 6b	d1	
2	Other (specify):	d2	
Add lines d1 and d2		d	
e Total expenses (Part I, line 17). Add lines c and d		e	130,443

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Ronald Stetter 213 Spruce St. Middletown, PA 17057	President 10 hrs per month	-0-	N/A	N/A
Mark Shigrowski 658 Hasser St. Middletown, PA 17057	Vice President 10 hrs per month	-0-	N/A	N/A
Brent Buxsen 1400 Wedgwood Way Mech PA 17050	Sec/Treas 20 hrs per month	7,000	N/A	N/A

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)

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

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
N/A				

Part VI Other Information (See the instructions.)

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

Part VI Other Information (continued)

Yes No

82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? 82a Yes No

b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82b Yes No

83a Did the organization comply with the public inspection requirements for returns and exemption applications? 83a Yes No

b Did the organization comply with the disclosure requirements relating to *quid pro quo* contributions? 83b Yes No

84a Did the organization solicit any contributions or gifts that were not tax deductible? 84a Yes No

b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 84b Yes No

85a 501(c)(4), (5), or (6). Were substantially all dues nondeductible by members? 85a Yes No

b Did the organization make only in-house lobbying expenditures of \$2,000 or less? 85b Yes No
If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.

c Dues, assessments, and similar amounts from members 85c N/A

d Section 162(e) lobbying and political expenditures 85d N/A

e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e N/A

f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f N/A

g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? 85g Yes No

h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? 85h Yes No

86 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12 86a 2575

b Gross receipts, included on line 12, for public use of club facilities 86b 0

87 501(c)(12) orgs. Enter: a Gross income from members or shareholders 87a N/A

b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b N/A

88a At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX 88a Yes No

b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI 88b Yes No

89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ; section 4912 ; section 4955

b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction 89b Yes No

c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 89c Yes No

d Enter: Amount of tax on line 89c, above, reimbursed by the organization 89d Yes No

e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? 89e Yes No

f All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract? 89f Yes No

g For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? 89g Yes No

90a List the states with which a copy of this return is filed

b Number of employees employed in the pay period that includes March 12, 2007 (See instructions.) 90b 1

91a The books are in care of Brent Ginger, Sect/Treas Telephone no. (717) 903-9545
Located at 1400 Wedgwood Way Mechanicsburg, PA ZIP + 4 17050

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)? 91b Yes No

If "Yes," enter the name of the foreign country

See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.

Part VI Other Information (continued)

Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? **91c** If "Yes," enter the name of the foreign country ▶

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ **92** |

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments	713990	101,937			
95 Interest on savings and temporary cash investments	713990	206			
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events	713990	(1563)			
102 Gross profit or (loss) from sales of inventory	72210	1932			
103 Other revenue: a					
b <u>Misc Income See Schedule #1</u>	713990	7,853			
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		124,363			
105 Total (add line 104, columns (B), (D), and (E))					124,363

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

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

Line No. ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
	N/A

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

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			

Part X Information Regarding Transfers Associated with

- (a) Did the organization, during the year, receive any funds, directly or indirectly, from any individual?
 - (b) Did the organization, during the year, pay premiums, directly or indirectly, for any life insurance policy?
- Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization **make** any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity. Yes No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b	N/A			
c				
Totals				

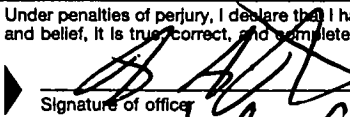
107 Did the reporting organization **receive** any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity. Yes No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b	N/A			
c				
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above? Yes No

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Please Sign Here

Signature of officer:  Date: 5/3/08

Type or print name and title: Brent A. Burger Sec/Treas

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed: Preparer's SSN or PTIN (See Gen. Inst. X): _____

Firm's name (or yours if self-employed), address, and ZIP + 4: _____ EIN: _____ Phone no.: () _____

Middletown Swim Club
 Schedule 1
 Review of Income and Expenses
 12/31/2007

Line 3 Income Summary

Dues Income	106,625
Stock Purchase	10,553
Stock Refunds	(11,520)
Capital Fees	2,575
Late Fee	2,793
Membership Refunds	(1,089)
Sub-Total Income	109,937

Sub Total Income Line 3 109,937 Line 3

Interest Income 206 Line 4

Special Event	Receipts	Expenses	Income (Loss)
Special Event	395	93	302
Pig Roast	3,260	5,127	(1,867)
Swim Lessons	-	-	-

Total Special Events 3,655 5,220 (1,565) Line 9c
 9a 9b

Concession Stand

Income	18,558	10a
COGS	(10,626)	10b
Con. Stand Income	7,932	Line 10c

Other Revenue:

Sporting Equipment Rental	6
Duplicate Membership Card	18
Life Saving Income	25
Guest Fees	6,508
Exp Reimbursement	11
NSF Fee	30
Video Game Income	516
Misc Income	739
Total Other Revenue	7,853 Line 11

Total Revenue 124,363 Line 12

Program Services 130,443 Line 44

Income (Loss) (6,080)

(6,079) From Income Statement

 Reconciling Number

Middletown Swim Club Inc
Profit & Loss
January through December 2007

Jan - Dec 07

Income

CAPITAL FEE	2,674.66	Part 1 Ln 3 and Part VI Ln 86a
CONCESSION	18,668.45	Part 1 Ln 10A
Dues Income-Family	93,967.67	Part 1 Ln 3
Dues Income-SINGLE	12,667.00	Part 1 Ln 3
DUP MEMBER CARD	18.00	Part 1 Ln 11
Expense Reimbursement	10.88	Part 1 Ln 11
GUEST FEES	6,608.00	Part 1 Ln 11
INTEREST	205.62	Part 1 Ln 4
Late Fee Income	2,793.00	Part 1 Ln 3
LIFE SAVING INCOME	25.00	Part 1 Ln 11
MISC INCOME	739.00	Part 1 Ln 11
NSF Fee	30.00	Part 1 Ln 11
PIG ROAST	3,260.23	Part 1 Ln 9a
SPEC EVENT INC	395.10	Part 1 Ln 9a
SPORTING EQUIPMENT	6.00	Part 1 Ln 11
STOCK PURCHASE	10,653.00	Part 1 Ln 3
VIDEO	515.60	Part 1 Ln 11
Total Income	152,817.00	

Expense

EQUIPMENT	3,611.74	Part II Ln 36
ADMIN EXPENSE		
Donation	30.00	Part II Ln 43A
POSTAGE	1,034.09	Part II Ln 35
PRINTING	62.81	Part II Ln 38
SUPPLIES	507.77	Part II Ln 33
ADMIN EXPENSE - Other	630.63	Part II Ln 36
Total ADMIN EXPENSE	2,266.30	
APPLICATION FEE	117.00	Part II Ln 36
CONCESSION EXP	10,626.08	Part 1 Ln 10b
ELECTRIC	7,484.62	Part II Ln 36
GUARD/POOL/REC	1,157.69	Part II Ln 36
INSURANCE		
LIABILITY	2,778.35	
WORK COMP	1,542.00	
INSURANCE - Other	9,965.68	
Total INSURANCE	14,286.03	Part II Ln 36
LIFE SAVING EXPENSE	225.00	Part II Ln 36
MAINT/REPAIRS	14,774.42	Part II Ln 36
MISC.	54.98	Part II Ln 36
PAYROLL EXPENSES	67,670.91	Part II Ln 25a and Ln 26
PAYROLL TAXES		
FICA	4,037.62	
FUTA	421.36	
MEDICARE	836.25	
SUIPA	889.66	
Total PAYROLL TAXES	6,184.89	Part II Ln 29
Pest Control	325.00	Part II Ln 36
petty cash	200.00	Part II Ln 36
POOL CHEMICALS	6,814.01	Part II Ln 36
REFUND	1,088.60	Part 1 Ln 3
REFUSE	889.90	Part II Ln 36
RENT	525.00	Part II Ln 36
SPECIAL EVENTS		
4TH OF JULY	92.78	Part 1 Ln 9b
PIG ROAST	5,126.88	Part 1 Ln 9b
Total SPECIAL EVENTS	5,219.66	
STCK REFUNDS	11,520.00	Part 1 Ln 3
REAL ESTATE	14,647.98	Part II Ln 36
REGULAR	307.54	Part II Ln 34
Total Expense	158,896.25	

Net Income

-6,079.25

MSC

Schedule 2

Turnpike Land Sale-See attached agreement

Commenced on 9/27/07

Payment from Turnpike	\$	132,355	
Value Land Sold	\$	117,100	Schedule #2A
	\$	15,255	Recognized Increase market value minus assessed value of property
Change in cash at end 2007	\$	(444)	Used to settle bills at end of 2007
Reported change in assets	\$	14,811	Part 1 Line 20

NOTES:

Club sold 5.9 acres of land to the PA turnpike on September 27, 2007.

See attached agreements.

Total recognized was 132,355 and value of land was appraised at 117,100 per the County assessment office see attached document

Schedule #2A. Therefore the difference of 15,255 was the increase in assets on the balance sheet minus 444 reconciling difference.

The proposed use of this cash is for the betterment of the club including updating mechanical system of pool, new equipment, updating of main building.

Dauphin County Office of Tax Assessment

717-780-6101

Schedule #2A

Notice of Change in Assessment

Mail Date: 12/03/2007

MIDDLETOWN SWIM CLUB INCORPORA

P O BOX 368 RT 441

MIDDLETOWN PA 170570368

42-042-003-0000000

3000000 UNION ST

P05 Swim Club

Your real property assessment for 2007 has been changed due to

4

Change in Land Area

This assessment is 100% of the 2006 appraised value for your real property by the county. Your old assessment and your new assessment are shown below.

Old Assessment	
Taxable Land:	\$294,600
Taxable Building	\$182,300
Taxable Total:	\$476,900
Exempt Land.	\$0
Exempt Building:	\$0
Exempt Total:	\$0

New Assessment	
Taxable Land.	\$177,500
Taxable Building	\$182,300
Taxable Total:	\$359,800
Exempt Land	\$0
Exempt Building.	\$0
Exempt Total:	\$0

*Value had
Sold
= 117,100*

INTERIM ASSESSMENT NOTICE Certain increases in building valuation are subject to interim taxes. These are additional current year taxes prorated from NA, the date on which your reassessment was revised, through the end of the applicable tax year(s). Revisions in land value are not included in this interim assessment which is NA. This interim assessment is the difference between the old and the new taxable building values shown above. Any increase in land value will be first billed as part of your overall 2008 assessment.

County interim taxes will be levied only if the interim assessment is in the amount of \$5,000 or more. Municipal and school taxes may, however, be levied regardless of the interim assessment amount.

If you are aggrieved by this assessment, you have the right to appeal. To appeal, you must file a written statement of the intention with the Dauphin County Board of Assessment Appeals by 1/12/2008. Appeal forms are available for this purpose at the Dauphin County Tax Assessment Office or the Dauphin County Board of Assessment Appeals, Dauphin County Administration Building, 2 S 2nd St., PO Box 1295, Harrisburg, PA 17108-1295. You may write, visit, or call us at 717-780-6101 or 717-780-6102 to obtain an appeal form.

MSC

Development Deal

Commenced on 8/22/2006

Schedule 3

See attached agreement for details.

Part IV Line 51A

Initial Payment \$ - Made 9/22/06 deposited into checking account to pay outstanding bills
8 pyts of 50,000 \$ 400,000 Booked as receivable (asset) will offset every year as cash is received.

 \$ 400,000

Upgrades at club \$ 150,000 Estimated will recognize in future years when completed.

 Total \$ 550,000

See attached agreement for details-Sent with prior years return

Basically the club sold right of way through its property to developer that is developing land.

All monies will be earmarked for improvements to the club.


NOTES: 2007

No additional payments have been received since the initial 20k on 9/22/06.

Still Expecting the 400,000 once project commences per agreement. Listed as asset on
line 51A Part IV

Middletown Swim Club
 Outstanding Stock Refunds as of 12/31/07
 Schedule #4

LAST NAME	FIRST NAME	SPOUSE	ADDRESS	CITY	ST	ZIP	PHONE	MEMBER	CHECK	DATE	Amount	Date Submitted	Notes
Brenizer	Susan		1816 Lakeside Drive	MIDDLETOWN	PA	17057	939-5333	F2525			-240	5/4/2007	To Busy
Signor	Danny	Cynthia	18 E Roosevelt Ave	MIDDLETOWN	PA	17057	930-0498	F2550			-240	5/7/2007	No reason
MURRAY	JEAN		422 RACE ST	MIDDLETOWN	PA	17057	944-7369	F544			-240		Busy Schedule
Panza	Tony	Maureen	607 Wilkes Drive	MIDDLETOWN	PA	17057	939-6638	F2575			-240	5/8/2007	No reason
ROOT	DAVID	VICKI	912 SWATARA DR	HARRISBURG	PA	17111	939-3047	F1282			-240	5/11/2007	Moving
KING	BARBARA		124 JUNIPER ST	MIDDLETOWN	PA	17057	944-7425	F1993			-240	5/15/2007	No reason
CLARK	STEPHANIE		2379 RIVER RD, LOT #27	BAINBRIDGE	PA	17502	381-7427	S1072			-120	5/17/2007	No reason
MILLER	Peggy	Joe	610 FEW AVE	MIDDLETOWN	PA	17057	944-7796	F2029			-240	5/17/2007	No reason
Kane	Robert	ELIZABETH	19 Ray Road	MIDDLETOWN	PA	17057	939-2777	F2542			-240	5/17/2007	No reason
Seibert	Scott	BARBARA	532 North Spring Street	MIDDLETOWN	PA	17057	944-0796	F2548			-240	5/17/2007	No reason
AIKEN	ROBERT	SANDY	185 North Harmsburg St	Oberlin	PA	17113	939-1808	F2486			-240	5/18/2007	Moved
GUY	MICHAEL	ERIN	5987 Ashton Woods Circle	Milten	FL	32570	985-9447	F2192			-240	5/19/2007	Moved
Roback	Alicia	Jeffrey	354 E Roosevelt Ave	MIDDLETOWN	PA	17057	944-5845	F2632			-240	5/19/2007	Moving
SMITH	Kyle		311 OAK HILL DRIVE	MIDDLETOWN	PA	17057	944-6517	S1234			-120	5/18/2007	Can't Afford
									No refund		0	6/18/2007	Moved out area
LYTLE	CLARENCE	JOANNE	1622 E HARRISBURG PIKE	MIDDLETOWN	PA	17057	944-1841	F1411			-240	7/6/2007	Moved
COBAUGH	JAMES	Lone	300 Oberlin Road	MIDDLETOWN	PA	17057	944-4042	F2383	ok paid dues this year		-240	7/25/2007	Put in Pool
BOWERS	DON	CINDY	991 POWDERHORN RD	MIDDLETOWN	PA	17057	985-0658	F1988	No refund		0	8/1/2007	
NAPINTONIA	NICK		1638 BLACKBATCH LN	MIDDLETOWN	PA	17057	939-0126	S1221	No refund		0	8/15/2007	Non Use of Pool
2008 Terminations													
Curley	Cathy	Harry	310 Oberlin Road	Middletown	PA	17057	944-3241	F2557			-240	9/8/2007	Non Use of Pool
STIFFLER	REGIS	CHERIE	531 LAUREL AVE	MIDDLETOWN	PA	17057	944-7766	F2237	No refund		0	9/25/2007	Non Use of Pool
BRENNAN	STEPHANIE	Alan	110 Robin Lane Apt E4	Hummelstown	PA	17036		F2450			-240	10/17/2007	

 Missed 2006 deadline and did not pay 2008 dues

 See notes on Term paperwork before terminating

 Missed 2007 deadline and not pay 2007 dues

DO NOT STAPLE

33333		a Control number		For Official Use Only ▶ OMB No. 1545-0008			
b Kind of Payer	941 <input checked="" type="checkbox"/>	Military <input type="checkbox"/>	943 <input type="checkbox"/>	944 <input type="checkbox"/>	1 Wages, tips, other compensation	2 Federal income tax withheld	
	CT-1 <input type="checkbox"/>	Hshld emp <input type="checkbox"/>	Medicare govt emp <input type="checkbox"/>	Third-party sick pay <input type="checkbox"/>	57670.91	4969.00	
c Total number of Forms W-2 31				d Establishment number	3 Social security wages	4 Social security tax withheld	
					57670.91	3575.62	
e Employer identification number (EIN) 23-1518264					5 Medicare wages and tips	6 Medicare tax withheld	
					57670.91	836.25	
f Employer's name MIDDLETOWN SWIM CLUB MIDDLETOWN SWIM CLUB INC					7 Social security tips	8 Allocated tips	
PO BOX 368					9 Advance EIC payments	10 Dependent care benefits	
MIDDLETOWN PA 17057-0368					11 Nonqualified plans	12 Deferred compensation	
g Employer's address and ZIP code					13 For third-party sick pay use only		
h Other EIN used this year					14 Income tax withheld by payer of third-party sick pay		
15 State PA	Employer's state ID number 231518264			16 State wages, tips, etc	17 State income tax		
				57670.91	1770.51		
				18 Local wages, tips, etc	19 Local income tax		
				57670.91	1778.73		
Contact person				Telephone number		For Official Use Only	
Email address				Fax number			

Under penalties of perjury, I declare that I have examined this return and accompanying documents, and, to the best of my knowledge and belief they are true, correct, and complete

Signature ▶

Title ▶

Sec/Treas

Date ▶

1/20/08

Form **W-3** Transmittal of Wage and Tax Statements **2007**

38 209980J Department of the Treasury Internal Revenue Service

Send this entire page with the entire Copy A page of Form(s) W-2 to the Social Security Administration. Photocopies are not acceptable.

Do not send any payment (cash, checks, money orders, etc) with Forms W-2 and W-3

What's New

Relocation of form ID on Form W-3. For consistency with the revisions to Form W-2, we relocated the form ID number ("33333") to the top left corner of Form W-3

Reminder

Separate instructions. See the 2007 Instructions for Forms W-2 and W-3 for information on completing this form

Purpose of Form

Use Form W-3 to transmit Copy A of Form(s) W-2, Wage and Tax Statement. Make a copy of Form W-3 and keep it with Copy D (For Employer) of Form(s) W-2 for your records. Use Form W-3 for the correct year. File Form W-3 even if only one Form W-2 is being filed. If you are filing Form(s) W-2 electronically, do not file Form W-3.

When To File

File Form W-3 with Copy A of Form(s) W-2 by February 29, 2008

Where To File

Send this entire page with the entire Copy A page of Form(s) W-2 to

Social Security Administration
Data Operations Center
Wilkes-Barre, PA 18769-0001

Note. If you use "Certified Mail" to file, change the ZIP code to "18769-0002". If you use an IRS-approved private delivery service, add "ATTN W-2 Process, 1150 E Mountain Dr" to the address and change the ZIP code to "18702-7997". See Publication 15 (Circular E), Employer's Tax Guide, for a list of IRS-approved private delivery services

7:24 AM

05/03/08

Middletown Swim Club Inc Payroll Summary January through December 2007

	Adam Moyer			Allisen Frye			Amelia Stettler	
	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)			0.00			0.00		
adjustment rate			0.00			0.00		
Concession Stand	62.52	6.00	375.12	79.16	6.00	474.96		
Lifeguard			0.00			0.00	139.56	7.50
Maintenance			0.00			0.00		
Management			0.00			0.00		
Pool Cleaning			0.00			0.00		
POST SEASON			0.00			0.00		
Total Gross Pay	62.52		375.12	79.16		474.96	139.56	
Adjusted Gross Pay	62.52		375.12	79.16		474.96	139.56	
Taxes Withheld								
Federal Withholding			0.00			-2.00		
Medicare Employee			-5.44			-6.89		
Social Security Employee			-23.26			-29.45		
PA - Withholding			-11.51			-14.58		
PA - Unemployment Employee			-0.34			-0.43		
MIDDLETOWN			-6.57			-8.31		
Total Taxes Withheld			-47.12			-61.66		
Deductions from Net Pay								
OCC TAX			-52.00			-52.00		
Total Deductions from Net Pay			-52.00			-52.00		
Net Pay	62.52		276.00	79.16		361.30	139.56	
Employer Taxes and Contributions								
Federal Unemployment			3.00			3.80		
Medicare Company			5.44			6.89		
Social Security Company			23.26			29.45		
PA - Unemployment Company			6.22			7.87		
Total Employer Taxes and Contributions			37.92			48.01		

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05/03/08

Middletown Swim Club Inc
Payroll Summary
 January through December 2007

	Amelia Stat...		Anthony Shipkowski		BARBARA EBERSOLE			Brandon LI...
	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)	0.00			0.00			0.00	
adjustment rate	0.00			0.00			0.00	
Concession Stand	0.00			0.00			0.00	
Lifeguard	1,046.71	242.59	7.50	1,819.44			0.00	
Maintenance	0.00		6.50	0.00			0.00	
Management	0.00			0.00	8	500.00	2,687.50	
Pool Cleaning	0.00		6.50	0.00			0.00	11.85
POST SEASON	0.00			0.00			0.00	
Total Gross Pay	1,046.71	242.59		1,819.44	8		2,687.50	11.85
Adjusted Gross Pay	1,046.71	242.59		1,819.44	8		2,687.50	11.85
Taxes Withheld								
Federal Withholding	-11.00			-112.00			-192.00	
Medicare Employee	-15.18			-26.38			-38.97	
Social Security Employee	-64.90			-112.81			-166.63	
PA - Withholding	-32.14			-55.87			-82.48	
PA - Unemployment Employee	-0.94			-1.64			-2.42	
MIDDLETOWN	-18.32			-31.83			-47.04	
Total Taxes Withheld	-142.48			-340.53			-529.54	
Deductions from Net Pay								
OCC TAX	0.00			-52.00			0.00	
Total Deductions from Net Pay	0.00			-52.00			0.00	
Net Pay	904.23	242.59		1,426.91	8		2,157.96	11.85
Employer Taxes and Contributions								
Federal Unemployment	8.37			14.56			21.50	
Medicare Company	15.18			26.38			38.97	
Social Security Company	64.90			112.81			166.63	
PA - Unemployment Company	17.35			30.16			44.55	
Total Employer Taxes and Contributions	105.80			183.91			271.65	

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05/03/08

Middletown Swim Club Inc
Payroll Summary
 January through December 2007

	Brandon Light		Brent Burger (Sec/Tres)		Brittany Shope			
	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)		0.00	1		7,000.00			0.00
adjustment rate		0.00			0.00			0.00
Concession Stand		0.00			0.00	94.62	6.25	591.39
Lifeguard		0.00			0.00			0.00
Maintenance		0.00			0.00			0.00
Management		0.00			0.00			0.00
Pool Cleaning	6.00	71.10			0.00			0.00
POST SEASON		0.00			0.00			0.00
Total Gross Pay		<u>71.10</u>	<u>1</u>		<u>7,000.00</u>	<u>94.62</u>		<u>591.39</u>
Adjusted Gross Pay		71.10	1		7,000.00	94.62		591.39
Taxes Withheld								
Federal Withholding		0.00			-857.00			-6.00
Medicare Employee		-1.03			-101.50			-8.58
Social Security Employee		-4.41			-434.00			-36.67
PA - Withholding		-2.18			-214.90			-18.16
PA - Unemployment Employee		-0.06			-6.30			-0.53
MIDDLETOWN		-0.71			-892.50			-10.36
Total Taxes Withheld		<u>-8.39</u>			<u>-2,506.20</u>			<u>-80.30</u>
Deductions from Net Pay								
OCC TAX		0.00			0.00			-52.00
Total Deductions from Net Pay		<u>0.00</u>			<u>0.00</u>			<u>-52.00</u>
Net Pay		<u>62.71</u>	<u>1</u>		<u>4,493.80</u>	<u>94.62</u>		<u>459.09</u>
Employer Taxes and Contributions								
Federal Unemployment		0.57			56.00			4.73
Medicare Company		1.03			101.50			8.58
Social Security Company		4.41			434.00			36.67
PA - Unemployment Company		1.18			116.03			9.80
Total Employer Taxes and Contributions		<u>7.19</u>			<u>707.53</u>			<u>59.78</u>

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05/03/08

Middletown Swim Club Inc Payroll Summary January through December 2007

	Carena Graham			Daniel C Hepner			David Swartz	
	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)			0.00			0.00		
adjustment rate			0.00			0.00		
Concession Stand	114.31	6.25	714.46	62.95	6.00	377.70		
Lifeguard			0.00			0.00		
Maintenance			0.00			0.00		
Management			0.00			0.00		
Pool Cleaning			0.00	15.31	6.00	93.20	49.4	6.25
POST SEASON			0.00			0.00		
Total Gross Pay	114.31		714.46	78.26		470.90	49.4	
Adjusted Gross Pay	114.31		714.46	78.26		470.90	49.4	
Taxes Withheld								
Federal Withholding			-11.00			0.00		
Medicare Employee			-10.36			-6.83		
Social Security Employee			-44.30			-29.20		
PA - Withholding			-21.93			-14.47		
PA - Unemployment Employee			-0.64			-0.42		
MIDDLETOWN			-12.51			-8.24		
Total Taxes Withheld			-100.74			-59.16		
Deductions from Net Pay								
OCC TAX			-52.00			-52.00		
Total Deductions from Net Pay			-52.00			-52.00		
Net Pay	114.31		561.72	78.26		359.74	49.4	
Employer Taxes and Contributions								
Federal Unemployment			5.72			3.77		
Medicare Company			10.36			6.83		
Social Security Company			44.30			29.20		
PA - Unemployment Company			11.84			7.81		
Total Employer Taxes and Contributions			72.22			47.61		

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05/03/08

Middletown Swim Club Inc
Payroll Summary
 January through December 2007

	David Swartz		Erica Nagurney		Erin Kurtz		Hayden Fox	
	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)	0.00			0.00			0.00	
adjustment rate	0.00			0.00			0.00	
Concession Stand	0.00			0.00			0.00	46.03
Lifeguard	0.00	335.93	8.00	2,687.44	275.52	7.50	2,066.42	
Maintenance	0.00			0.00			0.00	
Management	0.00			0.00			0.00	
Pool Cleaning	308.77			0.00			0.00	
POST SEASON	0.00			0.00			0.00	
Total Gross Pay	308.77	335.93		2,687.44	275.52		2,066.42	46.03
Adjusted Gross Pay	308.77	335.93		2,687.44	275.52		2,066.42	46.03
Taxes Withheld								
Federal Withholding	0.00			-224.00			-125.00	
Medicare Employee	-4.48			-38.97			-29.96	
Social Security Employee	-19.14			-166.62			-128.12	
PA - Withholding	-9.48			-82.51			-63.44	
PA - Unemployment Employee	-0.28			-2.42			-1.86	
MIDDLETOWN	-5.41			-47.02			-36.15	
Total Taxes Withheld	-38.79			-561.54			-384.53	
Deductions from Net Pay								
OCC TAX	-52.00			-52.00			-52.00	
Total Deductions from Net Pay	-52.00			-52.00			-52.00	
Net Pay	217.98	335.93		2,073.90	275.52		1,629.89	46.03
Employer Taxes and Contributions								
Federal Unemployment	2.47			21.50			16.53	
Medicare Company	4.48			38.97			29.96	
Social Security Company	19.14			166.62			128.12	
PA - Unemployment Company	5.12			44.55			34.25	
Total Employer Taxes and Contributions	31.21			271.64			208.86	

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05/03/08

Middletown Swim Club Inc
Payroll Summary
January through December 2007

	Hayden Fox		Holyn Fox		JACLYN BROGNIA			
	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)		0.00			0.00			0.00
adjustment rate		0.00			0.00			0.00
Concession Stand	6.00	276.18			0.00			0.00
Lifeguard		0.00	101.07	7.50	758.03	166.89	9.00	1,502.01
Maintenance		0.00			0.00			0.00
Management		0.00			0.00			0.00
Pool Cleaning		0.00			0.00			0.00
POST SEASON		0.00			0.00			0.00
Total Gross Pay		276.18	101.07		758.03	166.89		1,502.01
Adjusted Gross Pay		276.18	101.07		758.03	166.89		1,502.01
Taxes Withheld								
Federal Withholding		-1.00			-22.00			-85.00
Medicare Employee		-4.00			-10.99			-21.78
Social Security Employee		-17.12			-47.00			-93.12
PA - Withholding		-8.48			-23.27			-46.12
PA - Unemployment Employee		-0.25			-0.68			-1.35
MIDDLETOWN		-4.84			-13.27			-26.29
Total Taxes Withheld		-35.69			-117.21			-273.66
Deductions from Net Pay								
OCC TAX		-52.00			-52.00			-52.00
Total Deductions from Net Pay		-52.00			-52.00			-52.00
Net Pay		188.49	101.07		588.82	166.89		1,176.35
Employer Taxes and Contributions								
Federal Unemployment		2.21			6.06			12.02
Medicare Company		4.00			10.99			21.78
Social Security Company		17.12			47.00			93.12
PA - Unemployment Company		4.58			12.57			24.90
Total Employer Taxes and Contributions		27.91			76.62			151.82

7:24 AM

05/03/08

**Middletown Swim Club Inc
Payroll Summary
January through December 2007**

	JANE E MCDONALD			Julie Barbara			Kristin Hower	
	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)			0.00			0.00		
adjustment rate			0.00			0.00		
Concession Stand			0.00	30.01	6.00	180.06		
Lifeguard	240.36	9.00	2,163.24			0.00		
Maintenance	12.15	8.00	97.20			0.00		
Management			0.00			0.00	79.51	9.00
Pool Cleaning		8.00	0.00			0.00		
POST SEASON			0.00			0.00		
Total Gross Pay	252.51		2,260.44	30.01		180.06	79.51	
Adjusted Gross Pay	252.51		2,260.44	30.01		180.06	79.51	
Taxes Withheld								
Federal Withholding			-152.00			0.00		
Medicare Employee			-32.78			-2.61		
Social Security Employee			-140.15			-11.16		
PA - Withholding			-69.40			-5.52		
PA - Unemployment Employee			-2.03			-0.16		
MIDDLETOWN			-39.56			-3.15		
Total Taxes Withheld			-435.92			-22.60		
Deductions from Net Pay								
OCC TAX			0.00			0.00		
Total Deductions from Net Pay			0.00			0.00		
Net Pay	252.51		1,824.52	30.01		157.46	79.51	
Employer Taxes and Contributions								
Federal Unemployment			18.08			1.44		
Medicare Company			32.78			2.61		
Social Security Company			140.15			11.16		
PA - Unemployment Company			37.47			2.98		
Total Employer Taxes and Contributions			228.48			18.19		

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Middletown Swim Club Inc Payroll Summary January through December 2007

	Kristin Ho...	LYNDSAY A FRANK		Megan Guerrieri		Michele He...		
	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)	0.00			0.00			0.00	
adjustment rate	0.00	39.53	1.00	39.53			0.00	
Concession Stand	0.00			0.00	63.68	6.25	398.01	
Lifeguard	0.00	231.79	10.00	2,278.37			0.00	266.56
Maintenance	0.00	20.1	8.00	160.80			0.00	
Management	715.59	247.51	10.00	2,475.10			0.00	
Pool Cleaning	0.00			0.00			0.00	
POST SEASON	0.00			0.00			0.00	
Total Gross Pay	715.59	538.93		4,953.80	63.68		398.01	266.56
Adjusted Gross Pay	715.59	538.93		4,953.80	63.68		398.01	266.56
Taxes Withheld								
Federal Withholding	-52.00			-492.00			0.00	
Medicare Employee	-10.38			-71.83			-5.77	
Social Security Employee	-44.37			-307.14			-24.68	
PA - Withholding	-21.96			-152.09			-12.23	
PA - Unemployment Employee	-0.64			-4.46			-0.36	
MIDDLETOWN	-12.53			-86.69			-6.96	
Total Taxes Withheld	-141.88			-1,114.21			-50.00	
Deductions from Net Pay								
OCC TAX	0.00			0.00			-52.00	
Total Deductions from Net Pay	0.00			0.00			-52.00	
Net Pay	573.71	538.93		3,839.59	63.68		296.01	266.56
Employer Taxes and Contributions								
Federal Unemployment	5.72			39.63			3.18	
Medicare Company	10.38			71.83			5.77	
Social Security Company	44.37			307.14			24.68	
PA - Unemployment Company	11.86			82.11			6.60	
Total Employer Taxes and Contributions	72.33			500.71			40.23	

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Middletown Swim Club Inc
Payroll Summary
January through December 2007

	Michele Hermeisey		MIKE RHEN			Nathan Bradley		
	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)		0.00			0.00			0.00
adjustment rate		0.00			0.00			0.00
Concession Stand		0.00			0.00			0.00
Lifeguard	7.50	1,999.21			0.00			0.00
Maintenance		0.00			0.00			0.00
Management		0.00	152.42	9.00	1,371.78			0.00
Pool Cleaning		0.00	7.46	8.00	59.68	45.88	6.25	286.76
POST SEASON		0.00			0.00			0.00
Total Gross Pay		<u>1,999.21</u>	<u>159.88</u>		<u>1,431.46</u>	<u>45.88</u>		<u>286.76</u>
Adjusted Gross Pay		1,999.21	159.88		1,431.46	45.88		286.76
Taxes Withheld								
Federal Withholding		-35.00			-9.00			0.00
Medicare Employee		-28.99			-20.76			-4.16
Social Security Employee		-123.95			-88.75			-17.78
PA - Withholding		-61.39			-43.96			-8.81
PA - Unemployment Employee		-1.80			-1.29			-0.26
MIDDLETOWN		-34.99			-25.06			-5.01
Total Taxes Withheld		<u>-286.12</u>			<u>-188.82</u>			<u>-36.02</u>
Deductions from Net Pay								
OCC TAX		-52.00			0.00			-52.00
Total Deductions from Net Pay		<u>-52.00</u>			<u>0.00</u>			<u>-52.00</u>
Net Pay		<u>1,661.09</u>	<u>159.88</u>		<u>1,242.64</u>	<u>45.88</u>		<u>198.74</u>
Employer Taxes and Contributions								
Federal Unemployment		15.99			11.45			2.29
Medicare Company		28.99			20.76			4.16
Social Security Company		123.95			88.75			17.78
PA - Unemployment Company		33.14			23.73			4.76
Total Employer Taxes and Contributions		<u>202.07</u>			<u>144.69</u>			<u>28.98</u>

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Middletown Swim Club Inc Payroll Summary January through December 2007

	Ryan P Leahy			SARAH R LEISEY			SUSAN K. STEELE	
	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)			0.00			0.00		
adjustment rate			0.00			0.00		
Concession Stand	104.08	6.00	624.48			0.00		
Lifeguard			0.00			0.00		
Maintenance			0.00	15	8.00	120.00		
Management			0.00	28.34	10.00	283.40	9	1,571.43
Pool Cleaning			0.00			0.00		
POST SEASON			0.00			0.00	1	500.00
Total Gross Pay	104.08		624.48	43.34		403.40	10	
Adjusted Gross Pay	104.08		624.48	43.34		403.40	10	
Taxes Withheld								
Federal Withholding			0.00			-4.00		
Medicare Employee			-9.05			-5.85		
Social Security Employee			-38.72			-25.01		
PA - Withholding			-19.16			-12.37		
PA - Unemployment Employee			-0.56			-0.36		
MIDDLETOWN			-10.93			-7.06		
Total Taxes Withheld			-78.42			-54.65		
Deductions from Net Pay								
OCC TAX			-52.00			0.00		
Total Deductions from Net Pay			-52.00			0.00		
Net Pay	104.08		494.06	43.34		348.75	10	
Employer Taxes and Contributions								
Federal Unemployment			5.00			3.23		
Medicare Company			9.05			5.85		
Social Security Company			38.72			25.01		
PA - Unemployment Company			10.35			6.69		
Total Employer Taxes and Contributions			63.12			40.78		

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Middletown Swim Club Inc Payroll Summary January through December 2007

	SUSAN K. ...		Taylor Koncar		TODD SMALSTIG			TY SMALS...
	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)	0.00			0.00			0.00	
adjustment rate	0.00			0.00			0.00	
Concession Stand	0.00	42.45	6.00	254.70		8.00	0.00	
Lifeguard	0.00			0.00	454.11	9.00	4,086.99	
Maintenance	0.00			0.00	10.45	8.00	83.60	9
Management	11,500.01			0.00			0.00	460.8
Pool Cleaning	0.00			0.00	10.62	8.00	84.96	
POST SEASON	500.00			0.00			0.00	
Total Gross Pay	12,000.01	42.45		254.70	475.18		4,255.55	469.8
Adjusted Gross Pay	12,000.01	42.45		254.70	475.18		4,255.55	469.8
Taxes Withheld								
Federal Withholding	-1,713.00			0.00			-399.00	
Medicare Employee	-174.00			-3.69			-81.71	
Social Security Employee	-744.00			-15.79			-263.84	
PA - Withholding	-368.39			-7.82			-130.65	
PA - Unemployment Employee	-10.80			-0.23			-3.83	
MIDDLETOWN	-210.01			-4.46			-74.45	
Total Taxes Withheld	-3,220.20			-31.99			-933.48	
Deductions from Net Pay								
OCC TAX	0.00			-52.00			-52.00	
Total Deductions from Net Pay	0.00			-52.00			-52.00	
Net Pay	8,779.81	42.45		170.71	475.18		3,270.07	469.8
Employer Taxes and Contributions								
Federal Unemployment	56.00			2.04			34.04	
Medicare Company	174.00			3.69			61.71	
Social Security Company	744.00			15.79			263.84	
PA - Unemployment Company	132.61			4.22			70.54	
Total Employer Taxes and Contributions	1,106.61			25.74			430.13	

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Middletown Swim Club Inc
Payroll Summary
 January through December 2007

	TY SMALSTIG		Zachery Crumlich			TOTAL		
	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07	Hours	Rate	Jan - Dec 07
Employee Wages, Taxes and Adjustments								
Gross Pay								
Officer Salary (Sec/Tres)		0.00			0.00	1.00		7,000.00
adjustment rate		0.00			0.00	39.53		39.53
Concession Stand		0.00			0.00	699.81		4,267.06
Lifeguard	9.00	0.00			0.00	2,454.38		20,407.86
Maintenance	8.00	72.00			0.00	66.70		533.60
Management	10.00	4,608.00			0.00	985.58		23,641.38
Pool Cleaning	8.00	0.00	60.32	6.25	377.01	200.84		1,281.48
POST SEASON		0.00			0.00	1.00		500.00
Total Gross Pay		4,680.00	60.32		377.01	4,448.84		57,670.91
Adjusted Gross Pay		4,680.00	60.32		377.01	4,448.84		57,670.91
Taxes Withheld								
Federal Withholding		-465.00			0.00			-4,969.00
Medicare Employee		-67.86			-5.47			-836.25
Social Security Employee		-290.16			-23.37			-3,575.62
PA - Withholding		-143.67			-11.57			-1,770.51
PA - Unemployment Employee		-4.21			-0.34			-51.89
MIDDLETOWN		-81.90			-6.60			-1,778.73
Total Taxes Withheld		-1,052.80			-47.35			-12,982.00
Deductions from Net Pay								
OCC TAX		0.00			-52.00			-988.00
Total Deductions from Net Pay		0.00			-52.00			-988.00
Net Pay		3,627.20	60.32		277.66	4,448.84		43,700.91
Employer Taxes and Contributions								
Federal Unemployment		37.44			3.02			421.36
Medicare Company		67.86			5.47			836.25
Social Security Company		290.16			23.37			3,575.62
PA - Unemployment Company		77.58			6.25			889.66
Total Employer Taxes and Contributions		473.04			38.11			5,722.89



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF REVENUE
BUREAU OF INDIVIDUAL TAXES
DEPT 280603
HARRISBURG, PA 17128-0603

REALTY TRANSFER TAX STATEMENT OF VALUE

See Reverse for Instructions

RECORDER'S USE ONLY

State Tax Paid

Book Number

Page Number

Date Recorded

Complete each section and file in duplicate with Recorder of Deeds when (1) the full value/consideration is not set forth in the deed, (2) when the deed is without consideration, or by gift, or (3) a tax exemption is claimed. A Statement of Value is not required if the transfer is wholly exempt from tax based on: (1) family relationship or (2) public utility easement. If more space is needed, attach additional sheet(s).

A CORRESPONDENT - All inquiries may be directed to the following person:

Name City Line Abstract Company	Telephone Number: Area Code (610) 664-9422
Street Address 15 St. Asaph's Road	City Bala Cynwyd
	State PA
	Zip Code 19004

B TRANSFER DATA

Grantor(s)/Lessor(s) Principal and Trustees of the Emaus Orphan House	Date of Acceptance of Document October 22, 2007
Grantee(s)/Lessee(s) Pennsylvania Turnpike Commission	
Street Address c/o Yost + Davidson, John Davidson 320 W. Chocolate Ave	Street Address PO Box 67676
City Hershey	City Harrisburg
State Pa	State PA
Zip Code 17033-0437	Zip Code 17106-7676

C PROPERTY LOCATION

Street Address Union Street	City, Township, Borough Middletown
County Dauphin	School District
	Tax Parcel Number 42-042-003

D VALUATION DATA

1. Actual Cash Consideration 140,597.00	2. Other Consideration + 0	3. Total Consideration = 140,597.00
4. County Assessed Value	5. Common Level Ratio Factor x 1.00	6. Fair Market Value =

E EXEMPTION DATA

1a. Amount of Exemption Claimed 100%	1b. Percentage of Interest Conveyed 100%
---	---

2. Check Appropriate Box Below for Exemption Claimed

- Will or intestate succession _____
(Name of Decedent) (Estate File Number)
- Transfer to Industrial Development Agency.
- Transfer to a trust. (Attach complete copy of trust agreement identifying all beneficiaries.)
- Transfer between principal and agent. (Attach complete copy of agency/straw party agreement.)
- Transfers to the Commonwealth, the United States and Instrumentalities by gift, dedication, condemnation or in lieu of condemnation. (If condemnation or in lieu of condemnation, attach copy of resolution.)
- Transfer from mortgagor to a holder of a mortgage in default. Mortgage Book Number _____, Page Number _____.
- Corrective or confirmatory deed. (Attach complete copy of the prior deed being corrected or confirmed.)
- Statutory corporate consolidation, merger or division. (Attach copy of articles.)
- Other (Please explain exemption claimed, if other than listed above.) _____

Under penalties of law, I declare that I have examined this Statement, including accompanying information, and to the best of my knowledge and belief, it is true, correct and complete.

Signature of Correspondent or Responsible Party <i>Karen Mayers</i>	Date 10-25-07
--	------------------



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF REVENUE
BUREAU OF INDIVIDUAL TAXES
DEPT. 280603
HARRISBURG, PA 17128-0603

**REALTY TRANSFER TAX
STATEMENT OF VALUE**

See Reverse for Instructions

RECORDER'S USE ONLY	
State Tax Paid	
Book Number	
Page Number	
Date Recorded	

Complete each section and file in duplicate with Recorder of Deeds when (1) the full value/consideration is not set forth in the deed, (2) when the deed is without consideration, or by gift, or (3) a tax exemption is claimed. A Statement of Value is not required if the transfer is wholly exempt from tax based on: (1) family relationship or (2) public utility easement. If more space is needed, attach additional sheet(s).

A CORRESPONDENT - All inquiries may be directed to the following person:

Name City Line Abstract Company	Telephone Number: Area Code (610) 664-9422
Street Address 15 St. Asaph's Road	City Bala Cynwyd
	State PA
	Zip Code 19004

B TRANSFER DATA

Grantor(s)/Lessor(s) Middletown Swim Club	Date of Acceptance of Document October 22, 2007
	Grantee(s)/Lessee(s) Pennsylvania Turnpike Commission
Street Address 137 East High Street	Street Address PO Box 67676
City Middletown	City Harrisburg
State PA	State PA
Zip Code	Zip Code 17106-7676

C PROPERTY LOCATION

Street Address Union Street	City, Township, Borough Middletown
County Dauphin	School District
	Tax Parcel Number 42-042-003

D VALUATION DATA

1. Actual Cash Consideration 140,597.00	2. Other Consideration + 0	3. Total Consideration = 140,597.00
4. County Assessed Value	5. Common Level Ratio Factor x 1.00	6. Fair Market Value =

E EXEMPTION DATA

1a. Amount of Exemption Claimed 100%	1b. Percentage of Interest Conveyed 100%
---	---

2 Check Appropriate Box Below for Exemption Claimed

- Will or intestate succession _____ (Name of Decedent) _____ (Estate File Number)
- Transfer to Industrial Development Agency.
- Transfer to a trust. (Attach complete copy of trust agreement identifying all beneficiaries.)
- Transfer between principal and agent. (Attach complete copy of agency/straw party agreement.)
- Transfers to the Commonwealth, the United States and Instrumentalities by gift, dedication, condemnation or in lieu of condemnation. (If condemnation or in lieu of condemnation, attach copy of resolution.)
- Transfer from mortgagor to a holder of a mortgage in default. Mortgage Book Number _____, Page Number _____.
- Corrective or confirmatory deed. (Attach complete copy of the prior deed being corrected or confirmed.)
- Statutory corporate consolidation, merger or division. (Attach copy of articles.)
- Other (Please explain exemption claimed, if other than listed above.) _____

Under penalties of law, I declare that I have examined this Statement, including accompanying information, and to the best of my knowledge and belief, it is true, correct and complete.

Signature of Correspondent or Responsible Party 	Date 10-25-07
---	------------------

THIS INDENTURE, made the 27th day of September in the year of Our Lord Two Thousand Seven (2007)

Between MIDDLETOWN SWIM CLUB and the PRINCIPAL AND TRUSTEES OF THE EMAUS ORPHAN HOUSE, of Dauphin County, Pennsylvania, (hereinafter called the grantor) of the one part,

- A N D -

PENNSYLVANIA TURNPIKE COMMISSION, an instrumentality of the Commonwealth of Pennsylvania with its principal office in the Borough of Middletown, County of Dauphin, Commonwealth of Pennsylvania (hereinafter called the grantee) of the other part,

Witnesseth, that said grantor for and in consideration of the sum of One Dollar (\$1.00) AND OTHER GOOD AND VALUABLE CONSIDERATION, lawful money of the United States of America, unto them well and truly paid by the said grantee at or before the sealing and delivery hereof, the receipt whereof is hereby acknowledged, has granted, bargained and sold, released and confirmed, and by these presents does grant, bargain and sell, release and confirm unto the said grantee, its successors and assigns,

All that certain tract or parcel of land situated in the Borough of Middletown, Dauphin County, Commonwealth of Pennsylvania, being bound and described according to Pennsylvania Turnpike Commission Plan No. R/W 4021-A, dated May 24, 2007, and as follows to wit:

REQUIRED RIGHT-OF-WAY FOR LIMITED ACCESS

Beginning at a point on the northern Legal Right-of-Way Line for Limited Access of the grantee, where it intersects the eastern boundary line of the grantor, said point being located 100.00 feet left of and opposite Turnpike Survey & R/W Baseline Station 253+39.24±;

Thence along the northern Legal Right-of-Way Line for Limited Access of the grantee, South 89° 45' 34" West, 313.34 feet to a

point being located 100.00 feet left of and opposite Turnpike Survey & R/W Baseline Station 250+25.89±;

Thence along the same, by a curve to the right, having a radius of 11,359.19 feet, an arc length of 375.08 feet and a chord North 89° 17' 41" West, 375.06 feet to a point being located 100.00 feet left of and opposite Turnpike Survey & R/W Baseline Station 246+47.51±;

Thence along the same, North 88° 20' 55" West, 220.93 feet to a point being located 100.00 feet left of and opposite Turnpike Survey & R/W Baseline Station 244+26.58±, said point also located on the Required Right-of-Way Line for Limited Access;

Thence through lands of the grantee, North 02° 04' 38" East, 556.72 feet to a point being located 656.71 feet more or less left of and opposite Turnpike Survey & R/W Baseline Station 244+30.72±, said point also at lands now or formerly of Woodland Hills Subdivision (HT Partners);

Thence along lands now or formerly of Woodland Hills Subdivision (HT Partners), South 43° 19' 04" East, 474.05 feet to a point being located 320.69 feet more or less feet left of and opposite Turnpike Survey & R/W Baseline Station 247+69.15±;

Thence along the same, South 88° 21' 01" East, 558.78 feet to a point being located 305.06 feet more or less left of and opposite Turnpike Survey & R/W Baseline Station 253+34.83±;

Thence along the same, South 55° 37' 54" East, 76.90 feet to a point being located 261.38 feet more or less left of and opposite Turnpike Survey & R/W Baseline Station 253+98.12±;

Thence along the same, South 19° 48' 24" West, 171.79 feet to the point of beginning.

Containing 5.935 Acres.

UNDER AND SUBJECT to all exceptions, reservations, easements, rights-of-way, rights, privileges, etc. as may be contained in prior instruments of record.

BEING part of Tax Parcel Number 42-042-003.

Being a portion of the same property Henry E. Spire and Irma E. Spire, his wife, Fred A. Kehres and Irene A. Kehres, by their

deed dated September 21, 1957, and recorded October 22, 1957, in the Recorder of Deeds Office in and for Dauphin County at Harrisburg, Pennsylvania, in Deed Book Q42, at page 308, granted and conveyed unto Middletown Swim Club, Inc.

The Principal and Trustees of the Emaus Orphan House is a corporation incorporated under a Special Act of Assembly entitled "An Act Relative to the Estate of George Frey, Deceased" approved June 20, 1839, Pamphlet Laws of 1838-39, Page 346, et. seq. and is the statutory trustee of the Estate of George Frey. The Principal and Trustees of the Emaus Orphan House execute this deed for the purpose of conveying fee simple title to the premises described herein to the Grantee pursuant to and under the authority of a certain order of court entered the 31st day of July, 2007 by the Honorable Todd Hoover and entered in the Court of Common Pleas, Dauphin County, Pennsylvania, Orphans' Court Division to No. 420 Year of 1937.

And the said grantor for its heirs, executors, administrators, successors and assigns, does hereby release, quitclaim and forever discharge the grantee, its successors and assigns of and from any and all actions, rights-of-action, suits, demands, claims and damages of every type or character whatsoever which in law or equity the grantors ever had, now have or may hereafter have for or by reason of the construction, operation and maintenance of the Pennsylvania Turnpike through or upon the land herein conveyed.

PURSUANT TO ACTS OF JANUARY 24, 1966, P.L. (1965) 1535, NO. 537 §7.1 AND ADDITIONS AND OF JULY 7, 1980, P.L. 380 NO. 97 §405 (TITLE 35 P.S. §750.7a AND §6018.405 RESPECTIVELY) GRANTOR HEREBY STATES THAT THIS PROPERTY IS NOT SERVICED BY A COMMUNITY SEWAGE FACILITY AND THAT TO GRANTOR'S KNOWLEDGE NO HAZARDOUS WASTE IS OR HAS BEEN DISPOSED OF ON THIS PROPERTY.

PURSUANT TO THE ACTS OF JULY 17, 1957, P.L. 984 SECTION ONE AND AMENDMENTS THERETO THE FOLLOWING IS INCLUDED:

"THIS DOCUMENT MAY NOT SELL, CONVEY, TRANSFER, INCLUDE OR INSURE THE TITLE TO THE COAL AND RIGHT OF SUPPORT UNDERNEATH THE SURFACE LAND DESCRIBED OR REFERRED TO HEREIN, AND THE OWNER OR OWNERS OF SUCH COAL MAY HAVE THE COMPLETE LEGAL RIGHT TO REMOVE ALL OF SUCH COAL AND, IN THAT CONNECTION, DAMAGE MAY RESULT TO THE SURFACE OF THE LAND AND ANY HOUSE, BUILDING OR OTHER STRUCTURE ON OR IN SUCH LAND. THE INCLUSION OF THIS NOTICE DOES NOT ENLARGE, RESTRICT OR MODIFY ANY LEGAL RIGHTS OR ESTATES

OTHERWISE CREATED, TRANSFERRED, EXCEPTED OR RESERVED BY THIS INSTRUMENT."

NOTICE THE UNDERSIGNED, AS EVIDENCED BY THE SIGNATURES TO THIS NOTICE AND THE ACCEPTANCE AND RECORDING OF THIS DEED IS/ARE FULLY COGNIZANT OF THE FACT THAT THE UNDERSIGNED MAY NOT BE OBTAINING THE RIGHT OF PROTECTION AGAINST SUBSIDENCE, AS TO THE PROPERTY HEREIN CONVEYED, RESULTING FROM COAL MINING OPERATIONS AND THAT THE PURCHASED PROPERTY, HEREIN CONVEYED, MAY BE PROTECTED FROM DAMAGE DUE TO MINE SUBSIDENCE BY A PRIVATE CONTRACT WITH THE OWNERS OF THE ECONOMIC INTEREST IN THE COAL. THIS NOTICE IS INSERTED TO COMPLY WITH THE BITUMINOUS MINE SUBSIDENCE AND LAND CONSERVATION ACT OF 1966.

WITNESS:

PENNSYLVANIA TURNPIKE COMMISSION

Roseann Nebony BY Marjia K. Kuen

And the said grantor, its heirs, executors, administrators, successors and assigns does covenant and agree to and with the said grantee, its successors and assigns, by these presents that the said grantor and its heirs, executors, administrators, successors, and assigns all and singular the hereditaments and premises hereby granted or mentioned and intended so to be, with the appurtenances unto the said grantee, its successors and assigns against them, the said grantor and its heirs, executors, administrators, successors, and assigns and against all and every person and persons whomsoever by, from or under it or any of them lawfully claiming or to claim the same or any part thereof shall and will subject as aforesaid specially WARRANT AND FOREVER DEFEND.

This Deed is being granted in lieu of condemnation.

IN WITNESS WHEREOF, the grantor has hereunto set its hand and seal the day and year first above written.

ATTEST:

MIDDLETOWN SWIM CLUB, INC.

By: Ronald E Stetler Jr (SEAL)

WITNESS:

PRINCIPAL AND TRUSTEES OF THE
EMAUS ORPHAN HOUSE

John Janke
By: Walter H. Reider (SEAL)
Walter H. Reider

Commonwealth of Pennsylvania)
County of Dauphin) SS:

On the 25 day of October A.D. 2007, before me personally appeared the above named Ronald E Stetler Jr, in his/her capacity as President of Middletown Swim Club, Inc., and in due form of law acknowledged the above Indenture to be his/her act and deed, on behalf of Middletown Swim Club, and desired the same might be recorded as such.

WITNESSETH my hand and 25 seal the day and year above written.

Barry A Bathurst (Seal)

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Barry A. Bathurst, Notary Public
Middletown Boro, Dauphin County
My Commission Expires Jan. 13, 2009
Member, Pennsylvania Association of Notaries

MY COMMISSION EXPIRES:

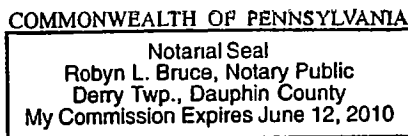
Commonwealth of)
)
County of Dauphin) SS:

On the 27th day of September A.D. 2007, before me personally appeared the above named Walter H. Reider, President, in his/her capacity as Principal and Trustees of the Emaus Orphan House, and in due form of law acknowledged the above Indenture to be his/her act and deed, on behalf of Emaus Orphan House, and desired the same might be recorded as such.

WITNESSETH my hand and 27th seal the day and year above written.

Robyn L. Bruce (Seal)

MY COMMISSION EXPIRES:



The Principal office of the within named grantee is P. O. Box 67676, Harrisburg, PA 17106-7676.

COMMONWEALTH OF PENNSYLVANIA)
)
DAUPHIN COUNTY) SS:

RECORDED in the office for recording of deeds, in and for the county of Dauphin in Deed Book _____ Vol. _____ Page _____.

WITNESS my hand and seal of office, this _____ day of _____ Anno Domini 2007.

GENERAL NOTES.

- 1 THIS PROPERTY PLOT PLAN IS PLOTTED FROM THE DEED OF RECORD IN THE COUNTY COURTHOUSE AND REFLECTS THE ACCURACY AND/OR INACCURACY OF THE DEED
- 2 PRIVATE PROPERTY LINES ARE PLOTTED FROM THE DEED OF RECORD RECORDED SUBDIVISION OR LOT PLANS. EXISTING TOPOGRAPHICAL FEATURES AND LIMITED FIELD DATA. PRIVATE PROPERTY LINES WERE NOT SURVEYED BY THE PROFESSIONAL LAND SURVEYOR RESPONSIBLE FOR THE PROJECT
- 3 ALL PROPERTIES ARE PLOTTED FROM THE DEED OF RECORD RECORDED SUBDIVISION OR LOT PLANS OR FROM FIELD SURVEY. PROPERTY LINES WERE SURVEYED ONLY WHEN DETERMINED NECESSARY BY THE PROFESSIONAL LAND SURVEYOR RESPONSIBLE FOR THE PROJECT. PROPERTY LINES NOT ESTABLISHED BY FIELD SURVEY WERE PLOTTED BASED ON EXISTING TOPOGRAPHICAL FEATURES AND LIMITED FIELD DATA.
- 4 THIS PROPERTY PLOT PLAN IS NOT TO BE SUBSTITUTED FOR A BOUNDARY SURVEY
- 5 EXISTING FEATURES SHOWN HEREIN WERE PROVIDED BY LAKE, ROEDER, HILLARD & ASSOCIATES AS PART OF THE WOODLAND HILLS SUBDIVISION

ADJOINER CHART

- ① N/F MARK A & DAWN S. TEMPLETON
TAX#42-42-06
- ② N/F DONALD M & JUDITH A WASTINE
TAX#42-42-07
- ③ N/F ROBERT W & MARGARET A MEYERS
TAX#42-42-08
- ④ N/F RICHARD B & JOETI M SWARTZ
TAX#42-42-05
- ⑤ N/F WOODLAND HILLS SUBDIVISION

UTILITY OWNER INFORMATION

UCI UTILITIES INC.
1500 PAXTON STREET
HARRISBURG PA 17104

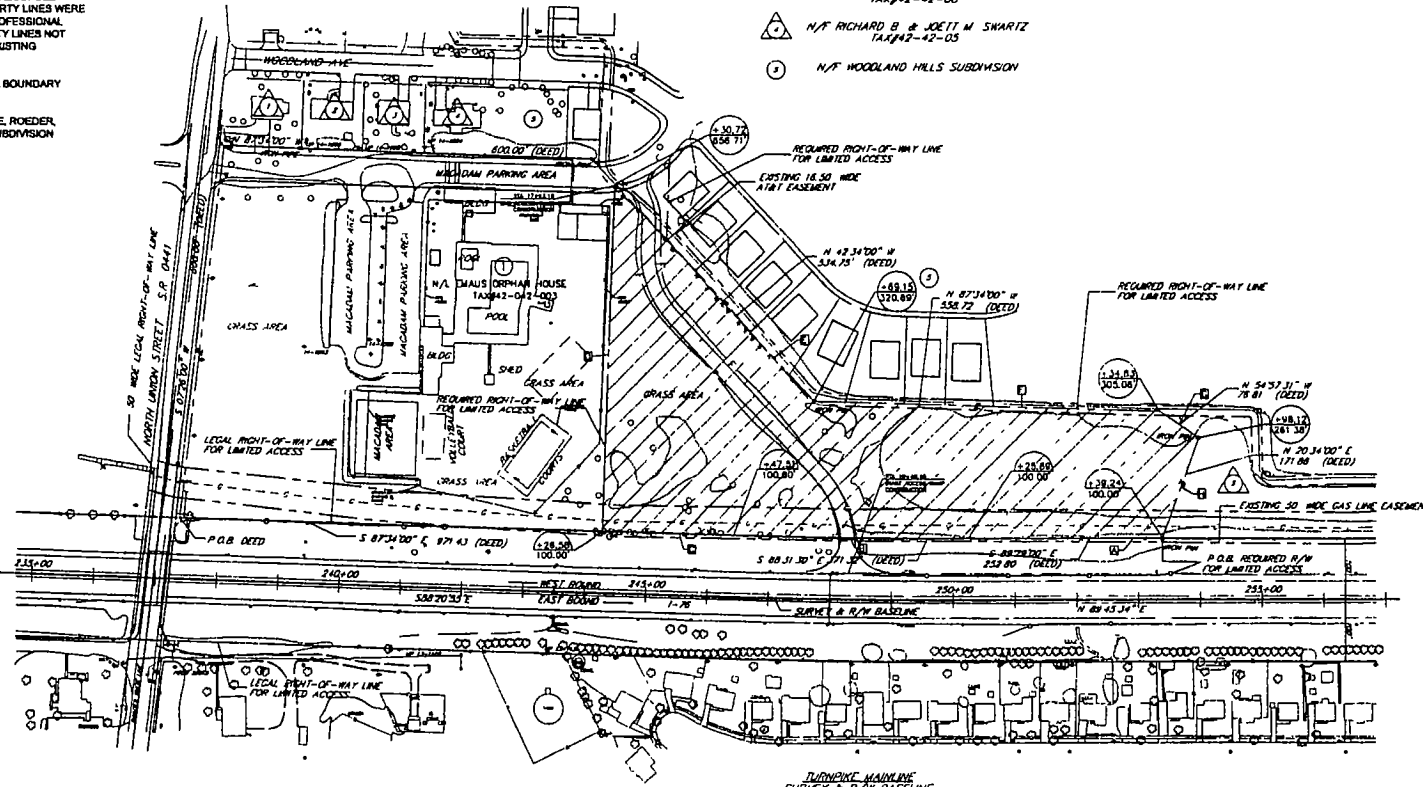


SIDE	BEARING	LENGTH, FT
A	S 88°45'34" W	313.34'
B	N88°17'41" W (CHD) ARC/RADIUS	378.08' (CHD) L=378.08' R=11360.19' LT
C	N 88°20'58" W	220.83'
D	N 02°04'36" E	558.72'
E	S 43°19'04" E	474.09'
F	S 88°21'01" E	558.78'
G	S 55°37'54" E	78.90'
H	S 19°48'24" W	171.79'

AREA = 5.935 ACRE

LEGEND

- SCALED DIMENSION
- C - CUT
- F - FILL
- ▨ REQUIRED RIGHT-OF-WAY



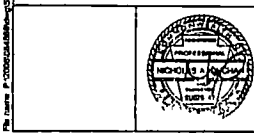
TURNPIKE MAINLINE
SURVEY P & R/W BASELINE
P1 STA. 248+38.72
G = 153.31' LT
D = 0.30'
L = 189.21
L = 378.38
R = 11459.19
E = 1.56'
P.C. STA. 248+47.51
P.T. STA. 250+25.89



NOTES

* HENRY E SPIRE and IRMA E SPIRE file with FRED A. KEHRES and IRENE A. KEHRES

1



PREPARED BY
BURSICH ASSOCIATES INC
SCHOOLSIDE PLAZA, SUITE 201
P O BOX 779
LEESPORT PA 19533
PREPARED FOR
THE PENNSYLVANIA
TURNPIKE COMMISSION



CONTRACT NUMBER
06-025-RRD3
PROJECT NUMBER: 06-025-RDYS
FILE NAME:
DRAWING TYPE:
STRUCTURE NUMBER:
SCALE: 1"=100'

DEED BOOK Q42	DEED AREA 16.037 AC	REQD RW FOR LIMITED ACCESS 5.935 AC.
PAGE 306	CALCULATED AREA	REQD RW FOR TWP ROADS/R
DATE OF DEED 09/21/1957	EXCEPTION/ADVERSE AREA	REQD TEMP CONST EASEMENT
DATE OF RECORD 10/22/1957	LEGAL RW AREA	REQD DRAINAGE EASEMENT
CONSIDERATION: \$12,600.00	EFFECTIVE AREA 6.037 AC.	REQD SLOPE EASEMENT
1/R.S. STAMPS	TOTAL REQD RW AREA 6.935 AC	REQD SUB RW FOR 10000L
TAX MAP PARCEL 42-042-003	TOTAL RESIDUE AREA 9.102 AC.	PRE-FINAL DATE 5/14/07
PARCEL NO 420420030000	RESIDUE LT AREA 9.102 AC.	FINAL 6/24/07
VERIFICATION DATE 5/18/07	RESIDUE RT AREA	TOWNSHIP / BOROUGH MIDDLETOWN BOROUGH

PLAN NO RW 4021-A
PROPERTY OWNER(S)
EMMAUS ORPHAN HOUSE
COUNTY DAUPHIN
DISTRICT 3

PTC PROPERTY PLOT PLAN	
GRANTOR(S)	DRAWING OF
	SHEET 1 OF 1

PENNSYLVANIA TURNPIKE COMMISSION AGENDA ITEM

APPROVED BY 8/28/07
PENNSYLVANIA TURNPIKE COMMISSION
Jeanmarie McLaughlin
Assistant Secretary and Treasurer *de*

Date: August 15, 2007
To: THE PENNSYLVANIA TURNPIKE COMMISSION
From: Jeanmarie McLaughlin
Subject: Replacement of Swatara Creek Bridge
EB-314, M. P. 251.08
Principal and Trustees of the Emaus Orphan House and the
Middletown Swim Club, R/W 4021-A, a partial take
Funding Source: Capital Funding: PPP # T251.08SS002
Project/Sub-Project # 06-025-RRD3-A
Operating Funding: Account # n/a

It is recommended that the Commission authorize and approve the following:

In order to construct the Swatara Creek bridge replacement project, it is necessary to acquire property from the Principal and Trustees of the Emaus Orphan House and the Middletown Swim Club, (R/W 4021-A), a partial take. Negotiations with the property owners have been successful. Therefore, the Legal Department recommends the Commission approve acquisition of R/W 4021-A by authorizing the issuance of a check in the amount of \$142,709.00, payable to City Line Abstract, representing fair market value and pro-rated taxes. Further, to authorize the appropriate Commission officials to execute the agreement of sale and to authorize the payment of additional statutory damages as determined by the Legal Department and approved by the Chief Executive Officer. Payment of fair market value to the property owners is contingent upon their delivery of a deed prepared by the Legal Department.

Validation Memo attached (if necessary)

Sole Source Request attached (if necessary)

Jeanmarie McLaughlin
[Name/Title of Requestor]

Gregory McCall 8/17/07
Chief of Department/Dept Head

CONCUR:

J. Brimmeier
Joseph G. Brimmeier
Chief Executive Officer

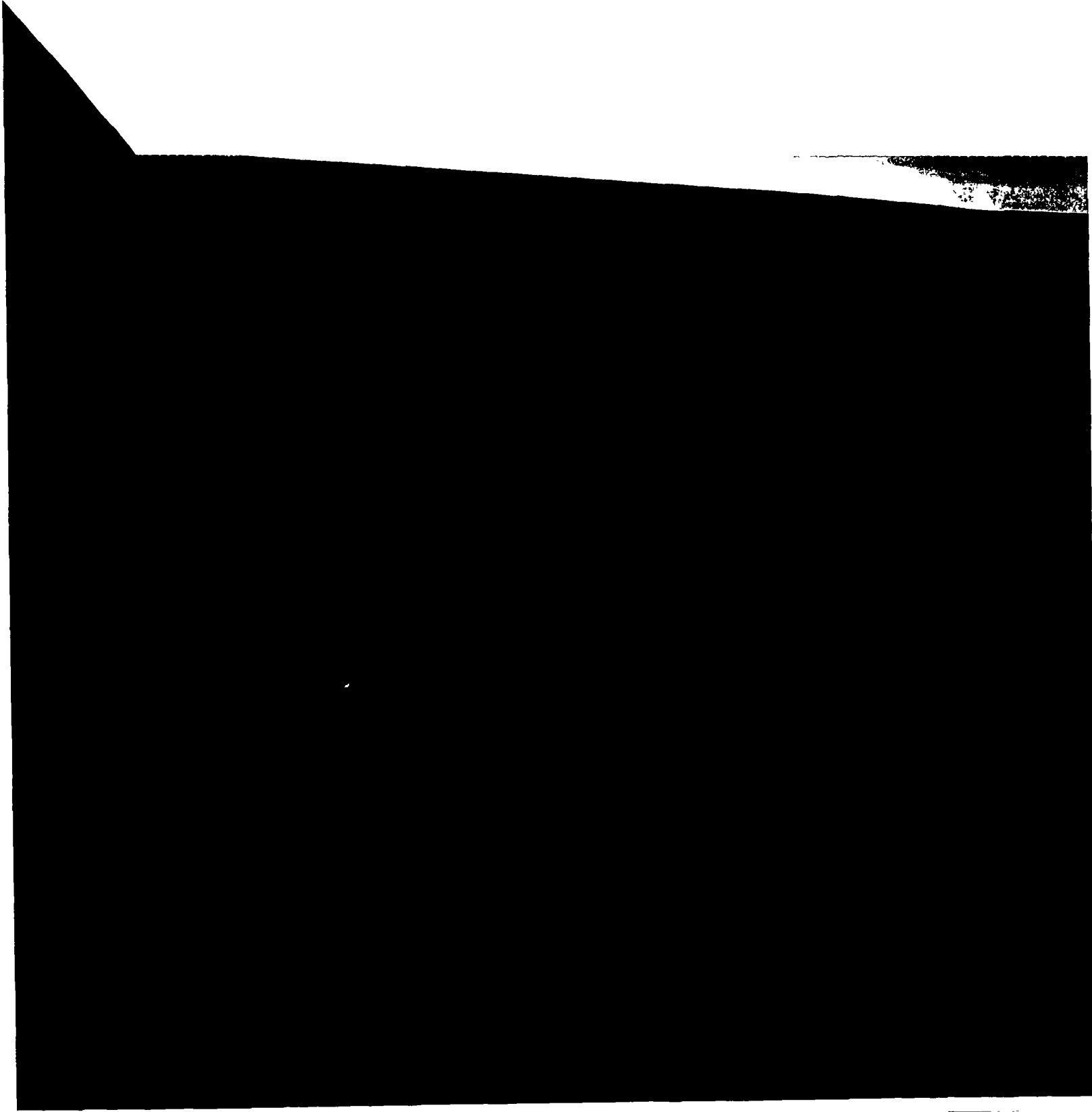
Date: 11/02/07 Amount: 2,109.00 File Number: TPC-06-011 Check #: 12205

Pay To: Middletown Swim Club

Buyer: Pennsylvania Turnpike Commission

Seller: Middletown Swim Club, Inc. a Pennsylvania and Principal and Trustees of the Emaus Orph:
Property: Union Street, Middletown Borough

2,109.00 Tax ProRation due to Middleto



CITY LINE ABSTRACT COMPANY

12206

Date: 11/02/07 Amount: 130,246.00 File Number: TPC-06-011 Check #: 12206

Pay To: Middletown Swim Club

Buyer: Pennsylvania Turnpike Commission

Seller: Middletown Swim Club, Inc. a Pennsylvania and Principal and Trustees of the Emaus Orph.
Property: Union Street, Middletown Borough

130,246.00 Funds due Middletown Swim Clu