

RELATIONSHIPS



KIDS IN DISTRESSED SITUATIONS

K · I · D · S ·

Giving Back in Brand New Ways

ANNUAL REPORT 2008

“ Given the severe winter weather here, it took only 48 hours to find homes for almost all of the children’s coats and snowsuits. And, our little girls will beam with pride when they dress up for Easter in their brand new dresses and the shoes they received a while back. We are truly blessed to have K.I.D.S. helping us care for, and dress, our children to blend in with their peers.”

*~Patricia Tougas, Director,
Addison County Foster Parents,
East Middlebury, VT*

Dear Friends and Colleagues,

During 2008, the relationships that K.I.D.S. was able to harness and cultivate served as a significant accomplishment and source of gratification for us. Whether large or small, the organization benefited from the strong ties we formed with donors and with communities and by linking the two. One of the most far reaching matches that K.I.D.S. was able to make in 2008 was between the juvenile product industry and families living on military bases. Through the support of donors around the country, K.I.D.S. was able to provide items for baby showers, to create comfortable nurseries and to establish warm environments while loved ones were fighting overseas.

Three important aspects of our work in 2008 contributed to our ability to reach more broadly across the country and deeper into local neighborhoods:

1. An extensive distribution relationship with Toys"R"Us allowed us to direct merchandise to social service agencies in every community in which its stores are located. Toys"R"Us serves as K.I.D.S.' largest retail partner in terms of product volume and cash donation, providing us with the opportunity to create communities of giving in both major and smaller markets throughout the country.

Similarly, we developed a program with Gymboree that gave us the opportunity to distribute apparel from their 896 stores to agencies in their locations, thereby linking another source of invaluable product to the needy within their communities.

2. Our new locally tailored donor/agency program, in which K.I.D.S. links product donors with agencies in their immediate communities, gives donors' employees the opportunity to directly distribute to people they are helping. An example paired the staff of the Toy Industry Foundation (TIF) with children at the NY Foundling, an agency that helps children from families in which abuse has taken place and who are living under court order.

Using the toys collected at the American International Toy Fair in New York, representatives of TIF and K.I.D.S held a special day for those boys who are housed in the Foundling's facility in Hunts Point, the most distressed area in the country. With the boys helping, we unloaded the merchandise from the truck, unwrapping the items to see their contents. Enjoying the range of toys, games and electronic items over juice and donuts made the occasion a meaningful one for the recipients and special for the TIF staff.

3. For the first time, we have systematically reviewed the needs and programs of the 1,000 agencies that routinely receive products from K.I.D.S., allowing us to address demand more accurately and expeditiously. With the help of our new Director of Donor/Agency relations, extensive records were developed in 2008 that identify age, gender and type of product needed to allow K.I.D.S. to better match specific products with designated need.

Our strong relationships with the industries that generously and compassionately support our work also manifest themselves in the trade group ties that K.I.D.S. has been fortunate to make. We are grateful to All Baby & Child, Inc. (ABC), the Toy Industry Foundation and to MAGIC for giving us the opportunity to participate in their trade shows, to distribute excess product to families in locations where their shows take place, and to receive financial support from them. These associations, along with the American Apparel and Footwear Association (AAFA) and the Juvenile Products Manufacturers Association (JPMA), provide K.I.D.S. with visibility to their membership so that companies across the spectrum of product types are aware of our mission and have a vehicle through which they can contribute.

The designation of K.I.D.S. and its sister charity, Fashion Delivers, as the Charity of Choice at the AAFA's American Image Award gala highlights the commitment to K.I.D.S. by complete industry segments. Coming out to celebrate the work of their own peers, leaders of fashion, accessories, and footwear companies awarded K.I.D.S. and Fashion Delivers a portion of the event's proceeds to sustain the work we do to help others.

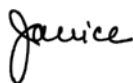
The combined efforts of our leaders and staff were rewarded once more in 2008 when K.I.D.S. again received the highest possible rating of four stars by Charity Navigator, the nation's largest and most prestigious evaluator of charities. We were also included in the Forbes 200 list of most effective charities and on the Better Business Bureau's list of top not-for-profits in the United States.

On behalf of the many children we serve, thank you for your continued and generous support.

Sincerely,



Rick Schaub,
Chairman

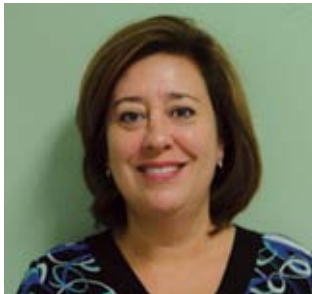


Janice Weinman
President



From Surviving to Thriving

Martha Marak, Second Harvest Food Bank of Northwest Louisiana



Gary Simmons, President of Gerber Childrenswear, LLC

Since its inception, K.I.D.S. has responded immediately and effectively to disasters both natural and man-made; earthquakes, political flight, tsunami and hurricanes. Our network allows us to distribute directly to victims the products they need to help survive.

To be effective in disaster relief, K.I.D.S. coordinates with volunteers on the ground, enlisting them to help in product distribution to fellow citizens. In one way this helps rebuild the community ties in the immediate aftermath of disasters. But the connections we forge through disaster relief are not forgotten; they are sustained through the product we continue to provide as those community agencies become a regular part of our network.

Following Hurricane Katrina in August 2005, K.I.D.S. and our sister charity Fashion Delivers were able to distribute, within two to three weeks, over \$12 million worth of product directly to survivors. From socks to towels, from toys to dress suits, from books to furniture, the children's, women's, men's and home furnishing industries united under the two organizations to donate and deliver.

Three years after Hurricane Katrina, the survivors still live with the impact this disaster made on their communities. While some aspects of life have returned to normal, in many ways "normal" will always be a relative term.

K.I.D.S. continues to help clothe these families, provide some joy in their lives through books and toys, and help them create a home with furnishings that fill their surroundings. Their struggle is not over and our obligation has yet to be completed. We remain a significant resource in the lives of our fellow Americans.

"Like so many people, we were shocked by the devastation Katrina brought and our company responded by donating children's clothing," said Gary Simmons, President of Gerber Childrenswear, LLC. "Three years later, some of our regular donations to K.I.D.S. continue to bring comfort to these same communities. It's easy to understand the emotional payback that comes from helping in the middle of a disaster, but it's just as important to continue helping those communities afterward. A lot of good can come from sustaining relief beyond the immediate attention."

"The immediate impact of Katrina created a devastating crisis, but in some ways it may have served to underscore the crisis of poverty that communities like ours can face every day," said Martha Marak, Executive Director of Food Bank of Northwest Louisiana. "We are still trying to overcome Katrina, and perhaps in some ways we never will. But we know we can continue to count on the support of K.I.D.S. to help alleviate some of the hardships our people face, and for that we are very thankful!"

*Amada Espinoza, Fort Dix
Army Community Service,
Relocation/Outreach Program
Readiness Manager.*



*Larry Bivona, President,
LaJobi Inc.*

While 2.8 million men and women currently serve in the United States military on the battlefield and around the world, their families must carry on at home. The more than 1.8 million spouses and 5 million children are not immune from the pressures of our economy and the stress that active duty deployment can put on a family. Approximately one out of every 10 children is left at home while a loved one serves on active duty, and the loss of a parent's presence can cause significant challenges for a family.

For three years now, K.I.D.S. has received generous funding from the juvenile products industry trade association All Baby & Children. These grants have allowed us to leverage more than \$3 million worth of product donations from juvenile product companies so that we can support armed forces' family members. Military base distributions of new, brand name products from these donors help promote a more comfortable and caring environment when loved ones are away.

In the winter of 2008, LaJobi Inc., a New Jersey based manufacturer of juvenile furniture, worked with K.I.D.S. to support military families that live in Fort Dix, NJ and surrounding communities. LaJobi employees distributed the company's donated baby furniture to these military families, allowing the LaJobi staff to "give back" to the Fort Dix community. Meanwhile, the families got to know the people helping them establish a healthy and productive environment in their home away from home.

LaJobi President Larry Bivona was committed to providing his employees with the opportunity to help their community. "Transporting the furniture from our headquarters to the nearby base was challenging enough," said Bivona. "Getting the product unloaded in time for the holiday season also added to the task, but the sense of satisfaction our associates felt was overwhelming and the opportunity to interact with the military families was unforgettable."

"The donated furniture from LaJobi was really impressive, and helped our military families relieve some of the stress in their lives," said Amada Espinoza, Fort Dix Army Community Service, Relocation/Outreach Program Readiness Manager. "One especially appreciative soldier had just returned from Iraq and his wife was 9 months pregnant so they really needed the help; he was very excited to receive such beautiful furniture. Receiving the product directly and first hand made the donation so much more real and meaningful to those on the base. The 30 families LaJobi helped and the company employees were all smiling that day. It made a big difference in the lives of the service members and their families!"

The interaction between the LaJobi and military families was a poignant bonding between donors and recipients, and the joy of giving back came together in an occasion of friendship and celebration.

Softness, Solace, Security



*Jennifer Yoder, Children's
Advocacy Center, Tyler, Texas*



*Marcia Brower, CEO,
Little Giraffe*

Each year in the U.S., up to 10 million children are exposed to domestic violence, mostly among the poor. K.I.D.S. and Fashion Delivers work with many domestic violence centers nationwide, providing mothers and their children with product that helps them get their lives back on track. New belongings restore a sense of safety and routine, a touching affirmation that life can again return to a brighter future. These belongings can help reintegrate individuals into a more positive experience.

Jennifer Yoder of the Children's Advocacy Center in Tyler, Texas relates a story of how new products donated through K.I.D.S. helped comfort one of their clients, a 14-year-old girl raped by her 21-year-old cousin. "She was abandoned by her family because they felt she was 'tearing them apart' by bringing her cousin to justice. When she came in, she chose one of the beautiful throws from Little Giraffe to keep her warm and feeling secure. She ended up being pregnant with her cousin's child, but decided to keep the baby."

"After the birth, she stopped by to show us her new baby, and chose some additional blankets from Little Giraffe to help keep her newborn comfortable and safe," said Yoder. "It was amazing to see this girl come through such an awful situation and find a new circle of support and love. We are thrilled to be part of the K.I.D.S. agency network and we see every day how the donations of new product make a difference in the lives of our clients."

The Children's Advocacy Center serves children who have been physically or sexually abused or who have witnessed a violent crime. Since 1995, the Center has coordinated over 5,070 cases of alleged child abuse, providing interviews, advocacy, and therapy services for over 7,166 children. One of the many services offered by the Center includes stocking new items of clothing, shoes, diapers, formula, even car seats and cribs for the children of families in sudden need due to the disruption in their lives.

"We often market our products talking about the luxurious materials and the feelings of comfort they can provide," said Marcia Brower, CEO of Little Giraffe, "but it is so rewarding to hear about our blankets playing such an important role in a person's life. So many of our regular customers have so much to support their children and their lives, that it's very easy to forget the difference one of our blankets can make to someone who has seen such misfortune. We are proud to donate our products to K.I.D.S. and are so pleased that they can be directed to someone who really needs a touch of loving care."

*Gloria Ortiz,
Horizon Academy*



*Allan Ellinger, Chairman,
Fashion Delivers Charitable
Foundation, Inc.*

Besides poverty, violence and other social stresses, having a family member incarcerated can have a major impact on a child. Of course it provides great challenges to the adults as well. K.I.D.S. has provided books to children of incarcerated parents to initiate parent/child reading during visitations, and we also provide clothes and books to young inmates in prisons to help them regain a sense of purpose and self confidence.

Our partnership with Fashion Delivers Charitable Foundation, Inc., and their donations from companies in the men's, women's and home fashion industries, allows K.I.D.S. to reach a wide range of family members affected by incarceration. Fashion Delivers was established in 2005 to aid victims of natural disasters, and has become K.I.D.S.' largest partner in helping children and families.

Horizon Academy is the Department of Correction/ Department of Education high school at Rikers Island detention center in New York. Besides educating the students, one of the goals of Horizon academy is to reduce recidivism: According to the Federal Bureau of Prisons, the more education inmates receive, the less likely they are to be rearrested.

"The people in our program are facing some of the hardest challenges in life," said Gloria Ortiz of Horizon Academy. "Being in jail and working your way through the court system and

legal processes can be hard enough; our students need to summon all the motivation they can try and find a better life for themselves. They are awaiting adjudication, so they do not wear a uniform, but only whatever civilian clothes they have. The new clothing they receive for their court appearances and job interviews can really give them an extra edge and help build their self-esteem so that they try hard enough to succeed."

To help the Horizon Academy students Fashion Delivers provides dress clothes for incarcerated adults appearing in court and for those recently released looking for employment. With donations of dress shirts, ties and appropriate work clothes, the students can improve their chances of making a good impression. In cooperation with a psychologist who offers classes on parenting, K.I.D.S. also provides books on developing skills for successful reintegration into life with their families.

"Fashion Delivers began as a charitable endeavor in the aftermath of Hurricane Katrina, and coordinates the donation and delivery of excess new products from the men's, women's and home furnishing's industries to aid the victims of natural disasters and those in need," said Allan Ellinger, Founder and Fashion Delivers Chairman. "The fashion industry is extremely generous and is always willing to help. Fashion Delivers is the bridge that brings hope from the donor to the recipient."

I Didn't Know the Holidays Could be Happy for Us



*Rita Evans,
TRE Community Outreach*



*Jerry Storch,
Chairman and CEO,
Toys'R'Us, Inc.*

The economic downturn is changing the face of homelessness; the evacuees of foreclosure and eviction have become victims of poverty. These new transients join others who live without a home, wandering from place to place and sleeping on different mats and cots each night.

On any given day, over 842,000 people in the United States are homeless. More than 13 million children in the United States live in poverty and 30 million people are living on food stamps. Poverty truly is a disaster that occurs every day. But K.I.D.S. agency TRE Community Outreach in Baltimore, MD is on the front lines of the problem, serving people who may not know if they will have a secure place to live from day to day.

TRE Community Outreach is one of the many agencies K.I.D.S. has paired with local Toys“R”Us stores nationwide. Several times a year, stores donate merchandise and distribute it to local K.I.D.S. social service agencies. This makes for efficient distribution of donations within communities and helps build a connection between the agency and the stores.

Our relationship with K.I.D.S. is wonderful for our organization,” said Rita Evans of TRE Community Outreach in Baltimore, MD. “We have our hands full trying to cover the basics of food and shelter every day for the people we help. Being able to provide the children we see with new toys from Toys“R”Us is much more than many of our clients expect.”

Evans relates how being part of the Toys“R”Us program made this past holiday season a little brighter for a number of women who were each facing a housing crisis. “They thought they would be having a joyless Christmas because there would simply be no way to provide gifts for their children. When those kids got these great quality toys as presents, their eyes just lit up! We are really happy to be partnered with our local store and appreciate the large impact that their donations make. We get more of our high quality donations through K.I.D.S. and their partners than from any other source.”

The partnership between Toys“R”Us and K.I.D.S. demonstrates how a company dedicated to social responsibility can benefit the public interest and its own goals at the same time. “At Toys“R”Us, we love kids, and we are thrilled to provide products to children in local communities who need them most,” said Sloane Lucas, senior manager of corporate philanthropy for Toys“R”Us, Inc. “One of our commitments as a company is to be a caring, responsible neighbor, and K.I.D.S. helps us fulfill this commitment.”

Since K.I.D.S. relationship with Toys“R”Us began in 1993, the company has donated \$38,077,850 worth of product, and \$916,400 in cash, reaching over 1.5 million children living in poverty.

Where Will My Next Book Take Me?

*Monica Henry,
Quileute Indian Tribe,
La Push, Washington*



*Karen Proctor,
Vice President of Community
Affairs and Government
Relations, Scholastic*

Reading offers a chance to explore, to enjoy, to dream, but sadly this is not often the case for children from low-income families. Poor children have literacy scores more than 40 points lower than high-income counterparts. The K.I.D.S. Literacy Program provides new, age appropriate books to children who have low literacy levels and who require encouragement to develop a love of reading. Children who have their own books have a better chance of learning to read and doing better in school; providing new books and encouragement to children in need are hallmarks of our programs.

K.I.D.S. has supported literacy programs in a variety of settings and for a range of populations. But one of our most focused programs has been our partnership with Scholastic, the global children's publishing, education and media company. Since we started working together four years ago, we have distributed hundreds of thousands of Scholastic books on reservations in states with large American Indian populations. The children in this program are enthusiastic and devoted, and have increased literacy performance.

"When the Scholastic books arrived, we were thrilled to find so many interesting books for high school and middle school aged children," said Monica Henry of the Quileute Indian Tribe in La Push, Washington. "It's sometimes a challenge to

encourage reading among that age group and the kids were all so excited to be able to choose from among so many books. I also put together book bags for the younger children, and they too couldn't wait to get into them and start looking at the picture books. The teachers have told me that the books have definitely encouraged parents to read with their children and that many of the kids have come back to school talking about the books that they've read. One little girl, a second grader, keeps asking me when we are going to get more books!"

Since K.I.D.S. began distributing Scholastic books to American Indian populations, the program has been enthusiastically received by both teachers and students. In addition to the Quileute tribe, the program includes Pueblo Indian children, students from the Chippewa tribe of Saginaw, Michigan and the Pine Ridge reservation in South Dakota.

"Scholastic's mission is to help all children to read and learn," said Karen Proctor, Vice President of Community Affairs and Government Relations at Scholastic. "We are grateful to K.I.D.S. for helping us to reach so many truly underserved children and to instill a love of reading. K.I.D.S. partners with a rich array of agencies which helps us all serve the hardest to reach children."

Statements of Financial Position

December 31, 2008 and 2007

ASSETS

	2008	2007
Current Assets		
Cash and Cash Equivalents	\$2,273,581	\$1,764,615
Accounts Receivable, Net of Allowance for Doubtful Accounts of \$0 and \$0, Respectively	97,100	381,672
Accrued Interest Receivable	-	9,326
Prepaid Expenses	26,041	9,438
Total Current Assets	<u>2,396,722</u>	<u>2,165,051</u>
Property and Equipment, Net of Accumulated Depreciation of \$29,272 and \$69,186, Respectively	<u>9,003</u>	<u>8,614</u>
TOTAL ASSETS	<u><u>\$2,405,725</u></u>	<u><u>\$2,173,665</u></u>

LIABILITIES AND NET ASSETS

Current Liabilities		
Accounts Payable and Accrued Expenses	\$657,685	\$426,706
Net Assets		
Unrestricted	1,748,040	1,666,959
Temporarily Restricted	-	80,000
Total Net Assets	<u>1,748,040</u>	<u>1,746,959</u>
TOTAL LIABILITIES AND NET ASSETS	<u><u>\$2,405,725</u></u>	<u><u>\$2,173,665</u></u>

Statements of Activities

Years Ended December 31, 2008 and 2007

	2008	2007
UNRESTRICTED NET ASSETS		
Support and Revenue		
Contributions	\$ 863,088	\$ 976,681
Special Event Revenue	1,478,632	1,178,716
Program Revenue	263,296	81,489
Interest Income	46,043	53,047
Net Assets Released from Restrictions	<u>61,198,464</u>	<u>61,832,232</u>
Total Support and Revenue	63,849,523	64,122,165
Expenses		
Program Services		
Merchandise Contributions	61,118,464	61,752,232
TATIC Program Support	-	5,000
General Programs	<u>1,864,176</u>	<u>1,334,642</u>
Total Program Services	62,982,640	63,091,874
Fundraising	565,920	472,487
General and Administrative Support Services	<u>219,882</u>	<u>192,009</u>
Total Expenses	<u>63,768,442</u>	<u>63,756,370</u>
INCREASE IN UNRESTRICTED NET ASSETS	81,081	365,795
TEMPORARILY RESTRICTED NET ASSETS		
Contributions	61,118,464	61,912,232
Net Assets Released from Restrictions	<u>(61,198,464)</u>	<u>(61,832,232)</u>
INCREASE (DECREASE) IN TEMPORARILY RESTRICTED NET ASSETS	(80,000)	80,000
PERMANENTLY RESTRICTED NET ASSETS	-	-
INCREASE IN NET ASSETS	1,081	445,795
Net Assets, Beginning of Year	1,746,959	1,301,164
NET ASSETS, END OF YEAR	<u>\$1,748,040</u>	<u>\$1,746,959</u>

Annual Gala

Thousands of families in need were helped thanks to the annual partnership fundraising event of Kids in Distressed Situations, Inc. (K.I.D.S.) and Fashion Delivers. Held at the Pierre Hotel in New York, the annual gala raised over \$1.3 million. Mayor Michael R. Bloomberg served as special guest with over 770 executives in attendance from the fashion, children's, financial and retail-related industries. The event also honored three fashion industry leaders for outstanding philanthropic commitment; Michael Balmuth, Vice Chairman, CEO and President of the national retail chain Ross Stores Inc., who received the Retailer Award; Rick Darling, President of LF USA, a subsidiary of the Hong Kong-based sourcing company for consumer goods, Li & Fung Limited, who was honored with the Fashion Has A Heart Award; and Matthew McCauley, CEO of children's clothing retailer The Gymboree Corporation, who received the K.I.D.S. Lifetime Achievement Award. A special recognition was bestowed posthumously upon Stuart Moldaw, the founder of both retailers Ross and Gymboree, and was accepted by his wife, Phyllis Moldaw.



Ed, Jack, and Sam Haddad



Honorees Rick Darling, CEO, LF USA; Michael Balmuth, Chairman and CEO, Ross Stores; and Matthew McCauley, CEO, Gymboree Stores



Matthew McCauley, CEO, Gymboree Stores presents Phyllis Moldaw with a special recognition for Stuart Moldaw, the founder of retailers Ross and Gymboree



Peter Rosenthal, member of the K.I.D.S Executive Committee and Co-Chair of the event, Mayor Bloomberg and Allan Ellinger, Chairman of Fashion Delivers



Gala attendees including Ann Huaa and K.I.D.S. board members Deb Derby, Renee Pepys Lowe, Chris DeMoulin and Rick Schaub



Kevin Burke, AAFA and K.I.D.S. Executive Committee Member and K.I.D.S. board member Darcy Bhatia



Susan Doneger, Ruth Finley and Abbey Doneger



The Pepys Family

American Image Awards

K.I.D.S. and Fashion Delivers shared the spotlight with top models, leading fashion designers and chief executives of major apparel, footwear and retail companies at the American Image Awards (AIA) gala in New York City on May 14. \$150,000 was raised for the two organizations at the 30th anniversary event, sponsored by the American Apparel and Footwear Association (AAFA). Model Alek Wek was presented the Spirit of a Woman Award for her humanitarian efforts in her homeland of Sudan by her dear friend and supermodel Iman. She reminded the audience that “organizations like K.I.D.S. and Fashion Delivers are truly impacting lives, and that is what is important.” Also honored were: Mark Badgley and James Mischka (Designer of the Year), VF Corporation (Excellence in Lifestyle Branding), Marvin Traub (Lifetime Achievement) and Belk, Inc. (Retailer of the Year).



Famed fashion models Iman and Alek Wek; K.I.D.S. President Janice Weinman and K.I.D.S. founder and Executive Committee member Karen Bromley.



Fashion Delivers Chairman Allen Ellinger



Bloomingdale's CEO Michael Gould, Marvin Traub



Collective Brands President Matt Rubel and Belk President McKay Belk



VF Corporation Chairman Mackey McDonald with presenter Fashion Institute of Technology President Joyce Brown



K.I.D.S. Chairman Rick Schaub



Alek Wek, actress and model Susie Castillo and Iman



AAFA President Kevin Burke, Iman, and K.I.D.S. Executive Committee member Karen Bromley

A History of Caring for Children and Families

K.I.D.S. was founded in 1985 as a 501(c)(3) corporation to assist children suffering from famine in Ethiopia. Within the first 60 days, members of the children's industry donated \$250,000 worth of merchandise. From the initial efforts of a small group of children's industry leaders, the organization has grown into a global charity dedicated to alleviating poverty conditions among children and assisting in relief efforts following major disasters. **Since its inception, K.I.D.S. has distributed over \$750 million worth of new product to 65 million children.**

1985–1989



>Focusing on international disaster relief, K.I.D.S. distributes product to children suffering from the mudslides in South America, Hurricane Gilbert in Mexico, earthquakes in Armenia and severe poverty in South Africa.

>The 3rd annual K.I.D.S. for KIDS benefit is held at the United Nations, honoring first lady Barbara Bush.

1990–1994

>By-laws amended to direct donated merchandise to domestic as well as international causes.

>Seven thousand underprivileged children in Los Angeles receive new clothing and footwear for back to school.

>With chartered planes from AmeriCares, K.I.D.S. sends more than \$3 million worth of goods to refugee camps in Kosovo.

>In response to Hurricane Andrew's devastation in Florida, more than \$1 million worth of goods are distributed.



1995–1999

>UNICEF veteran Mark Gelber hired as the first full-time president.

>"Business for Kids" is launched to encourage companies to make financial contributions.

>K.I.D.S. receives a \$20,000 grant from Newman's Own, the charity founded by the late Paul Newman and writer A.E. Hotchner.



>With Chiquita Banana North America, K.I.D.S. reaches out to victims of deadly hurricanes in Honduras.

>Through World Vision, \$750,000 worth of goods are sent to Oklahoma City in the wake of devastating tornados.



2000–2004

>In the aftermath of the 9/11 terrorist attacks, K.I.D.S. mobilizes its donor base and collects \$750,000 in product, distributed to anyone in need through the N.Y.C. Mayor's Clothing Bank.

>K.I.D.S. launches new programs to reach needy children in poverty-stricken rural regions, such as Oklahoma, Southern Ohio, Florida, Mississippi and Southern Nevada.

>Non-profit professional Dr. Janice Weinman becomes president of K.I.D.S in 2003.

>K.I.D.S. broadens its product base to include educational materials, books, accessories and shoes.

>Through a literacy program with Scholastic, hundreds of thousands of books are distributed to Native American reservations in New Mexico, North Dakota and South Dakota.



2005–2006

>Aiding the youngest victims of the tsunami disaster in Southeast Asia, K.I.D.S. collects and distributes close to \$4 million worth of children's clothing, shoes and blankets.

>A partnership between Fashion Delivers and K.I.D.S. enables service to the entire family by distributing apparel, accessories and home furnishings for parents and other adults.



>Within just a few weeks of Hurricanes Katrina and Rita, K.I.D.S. and Fashion Delivers distribute more than \$12 million worth of product to families and evacuees in the Gulf Coast.

.....
>K.I.D.S. for the first time distributes more than \$62 million worth of product to children and families in a single year.

>K.I.D.S. holds its first benefit gala, a sold-out celebration of the organization's 20th anniversary, with President Bill Clinton and tsunami survivor Petra Nemcova.

>In addition to Disaster Relief, K.I.D.S. increases efforts in six key areas: homelessness, domestic abuse, literacy, children of incarcerated parents, military families and illness.

>K.I.D.S. launches its first annual Women in Industry Luncheon (WILL), with Leslie Stahl, co-anchor of "60 Minutes," as guest speaker.

>Senator Barack Obama gives a major speech on the empathy deficit in America at the K.I.D.S. second annual benefit gala December 4, 2006.



.....
>K.I.D.S. and Fashion Delivers send clothing, blankets, toys, books and juvenile products to thousands of people displaced by the war between Israel and Lebanon.

2007

>The third Annual Gala honors industry leaders Abbey Doneger, Artie Rabin and Jerry Storch before a sold out audience of over 700 guests and raises a record \$1.1 million.

>K.I.D.S. again helps more children and youth than in previous years, distributing close to \$62 million in new product.

>For the first time, K.I.D.S. begins to deliver healthcare products to children and families through its new association with Johnson & Johnson.

2008–Present

>K.I.D.S. continues to distribute nearly \$62 million in new product, providing approximately 4 million children with new merchandise, yet maintaining a less than 3% overhead rate.

.....
>The number of agencies receiving product and the number of communities affected increases significantly through the extensive partnership with national chains Toys"R"Us and Gymboree.

>With our partner Fashion Delivers, K.I.D.S. is honored by the American Apparel and Footwear Association at its American Image Awards Gala.

>Our largest gala to date raises \$1.3 million for K.I.D.S. and Fashion Delivers.

>K.I.D.S. maintains the highest charity ratings from Charity Navigator, Forbes and the US Better Business Bureau.

>We launched a newly designed website and brand—**"Giving Back in Brand New Ways."**

>K.I.D.S. creates new Agency Advisory Committee to gain ongoing input from our agencies' perspective and identify opportunities for improving programs.



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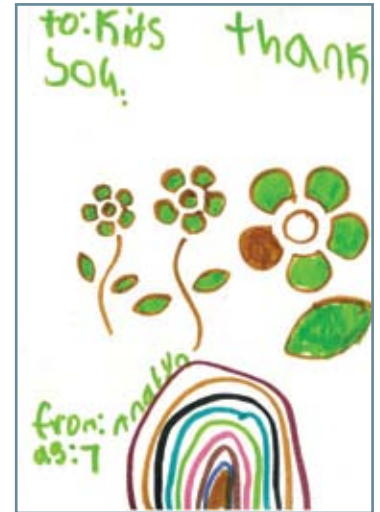
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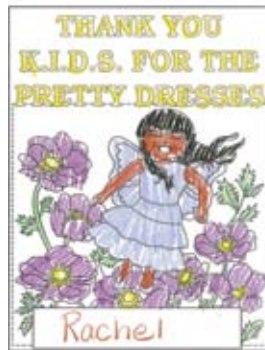
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Vista Del Camino Social
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OK
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OR
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 FEEL

The agencies listed above have used the merchandise we donated to them to help children and families in need. We have made every effort to accurately list the agencies that received donations from us in 2008. If your agency's name has been left off this list, please contact K.I.D.S. at 212.279.5493, ext. 208.

2008 Highlights

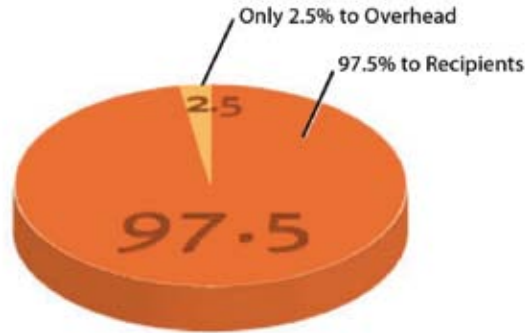
- Continued to distribute nearly \$62 million in new product, allowing K.I.D.S. to again provide approximately 4 million children with new merchandise.
- Expanded our relationship with Toys“R”Us to direct merchandise to social service agencies in every community in which its stores are located. Toys“R”Us serves as K.I.D.S.’ largest retail partner in terms of product volume and cash donation, creating communities of giving in both major and smaller markets throughout the country.
- Launched a new relationship with Gymboree, working with their 896 stores to provide apparel for children in need.
- Honored, with our partner Fashion Delivers, by the American Apparel and Footwear Association at its American Image Awards Gala.
- Held, with Fashion Delivers, our largest gala to date, raising \$1.3 million and honoring Michael Balmuth, CEO of Ross Stores, Rick Darling, President, Li & Fung, USA and Matt McCauley, CEO, Gymboree. NYC Mayor Michael Bloomberg served as guest speaker.
- Maintained the highest charity ratings from Charity Navigator, Forbes and the US Better Business Bureau.
- Launched a newly designed website and brand—“Giving Back in Brand New Ways.”

*Distribution of toys at Ft. Dix, NJ during April 2008,
Month of the Military Child*

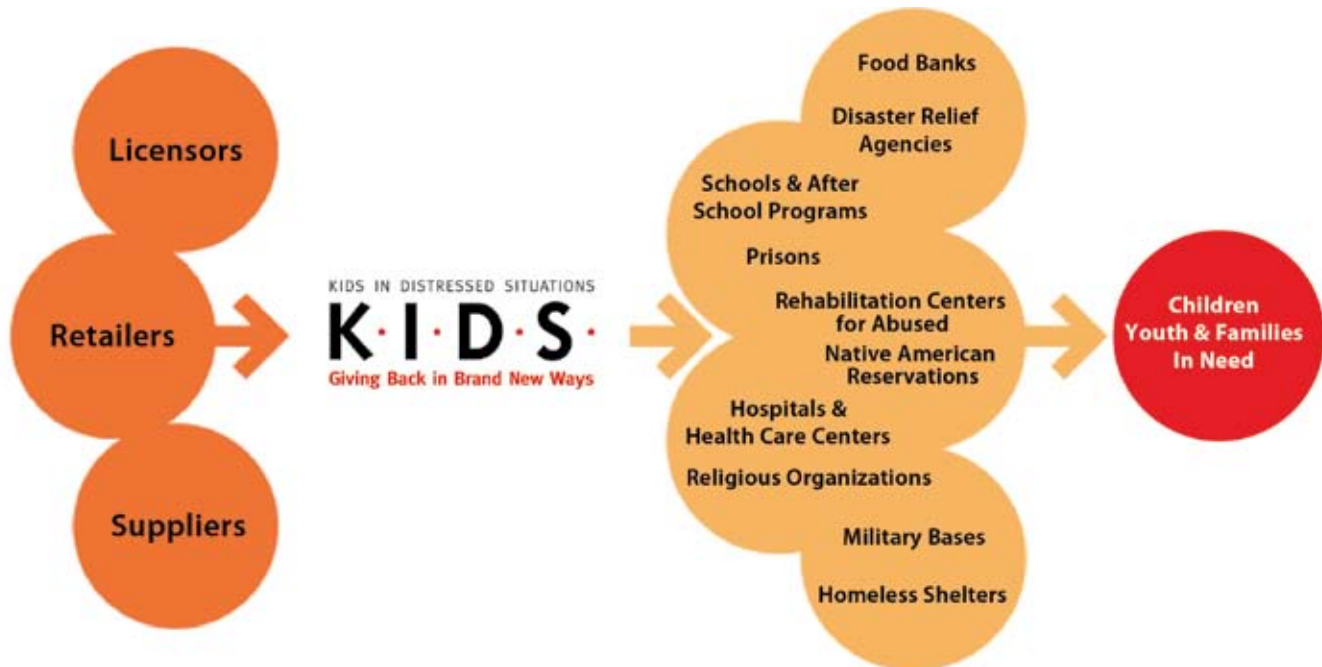


A Model of Non-Profit Efficiency

Very Low Overhead Costs



An Effective Flow of Donated Product



K.I.D.S. Board of Directors

K.I.D.S. is governed by an active Board of Directors consisting of leaders from organizations across the country from the retail, apparel, juvenile products, toy, shoe, development, finance, marketing, accessories and legal fields. Our board members serve on a variety of teams including the Executive Committee, Marketing, and Development, as well as four industry-focused teams including apparel, footwear, juvenile products, and books, education materials and toys.

**Denotes Executive Committee Member*

Chairman

Richard F. Schaub, Jr.*
RC 2/Learning Curve Brands

Vice Chairman:

Gary Simmons*
Gerber Childrenswear, Inc.

Secretary-Treasurer:

Richard J. Miller *
5M Consulting, Inc.

Mark Adjmi
Adjmi Apparel Group

Nancy Aronson

Thomas D. Balliett
Kramer Levin Naftalis & Frankel, LLP

Darcy G. Bhatia
Highmount Capital

Karen Bromley*
The Bromley Group LLC

Kevin Burke*
American Apparel and Footwear Association
(AAFA)

David M. Coleman

Craig Currie
My Twinn/Etoys Direct

Chris DeMoulin
MAGIC /Advanstar Communications, Inc.

Deb Derby
Babies“R”Us

Abbey Doneger
The Doneger Group

Allan Ellinger
MMG, Inc.

Ken Goore
Goore’s for Babies to Teens

Jack Haddad
The Haddad Apparel Group

Andrew Kahn*
Kahn Lucas Lancaster Inc.

Thomas Koltun
Kolcraft Enterprises

Jonathan C. Korngold
General Atlantic, LLC

John W. Lee II
Ready-to-Learn Partnership

Renee Pepys Lowe*
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Charles D. Mamiye
Mamiye Brothers Inc./JetSet

Richard Markee
Bear Stearns Merchant Bank

Susan McLain
The Baby Einstein Company

Christina Miller
Cartoon Network Enterprises

Meg Ostrom*
Classic Residence by Hyatt

Joe Pacifico
The William Carter Company

Jason Rabin
Kids Headquarters

Debbie Ries*
NCircle Entertainment

Connie Rishwain
UGG Australia & Simple Shoes

Peter Rosenthal*
Rosenthal & Rosenthal

Pam Salkovitz
Stride Rite Children’s Group, Inc.

Miriam Shark*
The Annie E. Casey Foundation

Richard Sutton*
LT Apparel Group

Robert Waller
Juvenile Product Manufacturers Association
(JPMA)

Janice Weinman*
Kids in Distressed Situations, Inc.



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KIDS IN DISTRESSED SITUATIONS

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Forbes
TOP 200 CHARITIES