

Extended to August 15, 2019 **2939825009824 9**
Exempt Organization Business Income Tax Return
 (and proxy tax under section 6033(e))

OMB No 1545-0047

2017

For calendar year 2017 or other tax year beginning **OCT 1, 2017** and ending **SEP 30, 2018**

Department of the Treasury
Internal Revenue Service

Go to www.irs.gov/Form990T for instructions and the latest information.
 Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3)

Open to Public Inspection for 501(c)(3) Organizations Only

A Check box if address changed

B Exempt under section:
 501(c)(3) 408(e) 220(e) 408A 530(a) 529(a)

Name of organization (Check box if name changed and see instructions.)
Kentucky Derby Museum Corporation

Employer identification number (Employees' trust, see instructions)
31-1023459

Number, street, and room or suite no. If a P.O. box, see instructions.
PO Box 21177

Unrelated business activity codes (See instructions)
453220

City or town, state or province, country, and ZIP or foreign postal code
Louisville, KY 40221-0177

C Book value of all assets at end of year
32,542,113.

F Group exemption number (See instructions)

G Check organization type 501(c) corporation 501(c) trust 401(a) trust Other trust

H Describe the organization's primary unrelated business activity **Gift Shop Sales of General Merchandise**

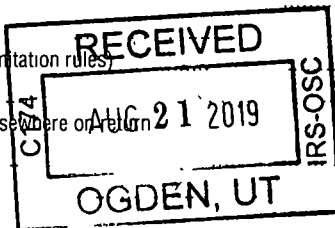
I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? Yes No
 If "Yes," enter the name and identifying number of the parent corporation.

J The books are in care of **Patrick Armstrong** Telephone number **502-637-1111**

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales 2,873,251.			
b	Less returns and allowances			
c	Balance	1c 2,873,251.		
2	Cost of goods sold (Schedule A, line 7)	2 2,040,533.		
3	Gross profit. Subtract line 2 from line 1c	3 832,718.		832,718.
4a	Capital gain net income (attach Schedule D)	4a		
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c	Capital loss deduction for trusts	4c		
5	Income (loss) from partnerships and S corporations (attach statement)	5		
6	Rent income (Schedule C)	6		
7	Unrelated debt-financed income (Schedule E)	7		
8	Interest, annuities, royalties, and rents from controlled organizations (Sch. F)	8		
9	Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10	Exploited exempt activity income (Schedule I)	10		
11	Advertising income (Schedule J)	11		
12	Other income (See instructions; attach schedule)	12		
13	Total. Combine lines 3 through 12	13 832,718.		832,718.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions)
 (Except for contributions, deductions must be directly connected with the unrelated business income)

14	Compensation of officers, directors, and trustees (Schedule K)	14 52,445.
15	Salaries and wages	15 530,023.
16	Repairs and maintenance	16
17	Bad debts	17
18	Interest (attach schedule)	18
19	Taxes and licenses	19 41,544.
20	Charitable contributions (See instructions for limitation rules)	20
21	Depreciation (attach Form 4562)	21 30,493.
22	Less depreciation claimed on Schedule A and elsewhere or return	22a
22b		22b 30,493.
23	Depletion	23
24	Contributions to deferred compensation plans	24
25	Employee benefit programs	25 70,276.
26	Excess exempt expenses (Schedule I)	26
27	Excess readership costs (Schedule J)	27
28	Other deductions (attach schedule)	28 146,385.
29	Total deductions Add lines 14 through 28	29 871,166.
30	Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30 -38,448.
31	Net operating loss deduction (limited to the amount on line 30)	31 See Statement 2
32	Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32 -38,448.
33	Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33 1,000.
34	Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34 -38,448.



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Part III Tax Computation

35 Organizations Taxable as Corporations. See instructions for tax computation. Controlled group members (sections 1561 and 1563) check here... 36 Trusts Taxable at Trust Rates... 37 Proxy tax... 38 Alternative minimum tax... 39 Tax on Non-Compliant Facility Income... 40 Total. Add lines 37, 38 and 39 to line 35c or 36, whichever applies.

Part IV Tax and Payments

41a Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)... 42 Subtract line 41e from line 40... 43 Other taxes. Check if from: Form 4255, Form 8611, Form 8697, Form 8866, Other... 44 Total tax... 45a Payments: A 2016 overpayment credited to 2017... 46 Total payments... 47 Estimated tax penalty... 48 Tax due... 49 Overpayment... 50 Enter the amount of line 49 you want credited to 2018 estimated tax.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

51 At any time during the 2017 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here... 52 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file... 53 Enter the amount of tax-exempt interest received or accrued during the tax year.

Sign Here: 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 taxpayer) is based on all information of which preparer has any knowledge. Signature of officer: [Signature], Date: 8/15/2019, Title: President and CEO. May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No. Paid Preparer Use Only: Print/Type preparer's name: John Kennedy, Preparer's signature: [Signature], Date: 08/14/19, Check self-employed: [], PTIN: P00174536, Firm's name: Strothman & Company, P.S.C., Firm's EIN: 61-1191655, Firm's address: 325 W. Main St. Suite 1600, Louisville, KY 40202-4251, Phone no.: (502) 585-1600.

Schedule A - Cost of Goods Sold. Enter method of inventory valuation **Lower of Cost or Market**

1	Inventory at beginning of year	1	352,861.	6	Inventory at end of year	6	568,699.
2	Purchases	2	1,475,488.	7	Cost of goods sold Subtract line 6 from line 5. Enter here and in Part I, line 2	7	2,040,533.
3	Cost of labor	3	371,048.	8	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?	Yes	No
4a	Additional section 263A costs (attach schedule)	4a					
4b	Other costs (attach schedule)	4b	409,835.				X
5	Total Add lines 1 through 4b	5	2,609,232.				

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)

(see instructions)

1 Description of property	
(1)	
(2)	
(3)	
(4)	
2. Rent received or accrued	
(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)
(1)	
(2)	
(3)	
(4)	
Total	0.
3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)	
(1)	
(2)	
(3)	
(4)	
Total	
0.	0.
(c) Total income Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A)	
0.	
(b) Total deductions Enter here and on page 1, Part I, line 6, column (B)	
0.	

Schedule E - Unrelated Debt-Financed Income (see instructions)

1 Description of debt-financed property		2. Gross income from or allocable to debt-financed property	3 Deductions directly connected with or allocable to debt-financed property	
			(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals			Enter here and on page 1, Part I, line 7, column (A)	Enter here and on page 1, Part I, line 7, column (B)
Total dividends-received deductions included in column 8			0.	0.

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

		Exempt Controlled Organizations			
1. Name of controlled organization	2. Employer identification number	3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					
Totals				0.	0.

Nonexempt Controlled Organizations				
7. Taxable Income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
Totals			Add columns 5 and 10 Enter here and on page 1, Part I, line 8, column (A)	Add columns 6 and 11 Enter here and on page 1, Part I, line 8, column (B)
			0.	0.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization

(see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col 3 plus col 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A)		Enter here and on page 1, Part I, line 9, column (B)
		0.		0.

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income

(see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3) If a gain, compute cols 5 through 7	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, col (A)	Enter here and on page 1, Part I, line 10, col (B)			Enter here and on page 1, Part II, line 26
		0.	0.			0.

Schedule J - Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))		0.	0.			0.

Part II **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis)

1 Name of periodical	2 Gross advertising income	3 Direct advertising costs	4 Advertising gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7	5 Circulation income	6 Readership costs	7 Excess readership costs (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
Totals from Part I	0.	0.				0.
Totals, Part II (lines 1-5)	Enter here and on page 1, Part I, line 11, col (A) 0.	Enter here and on page 1, Part I, line 11, col (B) 0.				Enter here and on page 1, Part II, line 27 0.

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

1 Name	2 Title	3 Percent of time devoted to business	4 Compensation attributable to unrelated business
(1) Patrick Armstrong	President and CEO	28.00 %	52,445.
(2)		%	
(3)		%	
(4)		%	
Total Enter here and on page 1, Part II, line 14			52,445.

Form 990-T	Other Deductions	Statement 1
Description		Amount
Marketing		41,651.
Occupancy		5,546.
Legal		6,585.
Accounting		2,599.
Travel		4,681.
Dues and Subscriptions		3,565.
Insurance		7,393.
Security		1,367.
Credit Card Fees		6,416.
Office Expenses		55,251.
Information and Technology		6,127.
Contract Labor		3,289.
Other Expenses		1,915.
Total to Form 990-T, Page 1, line 28		146,385.

Form 990-T	Net Operating Loss Deduction			Statement 2
Tax Year	Loss Sustained	Loss Previously Applied	Loss Remaining	Available This Year
09/30/98	186,488.	186,488.	0.	0.
09/30/99	170,575.	170,575.	0.	0.
09/30/00	147,484.	73,783.	73,701.	73,701.
09/30/01	83,587.	0.	83,587.	83,587.
09/30/02	165,443.	0.	165,443.	165,443.
09/30/03	99,340.	0.	99,340.	99,340.
09/30/04	12,074.	0.	12,074.	12,074.
09/30/05	87,238.	0.	87,238.	87,238.
09/30/06	237,713.	0.	237,713.	237,713.
09/30/07	264,516.	0.	264,516.	264,516.
09/30/08	159,900.	0.	159,900.	159,900.
09/30/09	21,791.	0.	21,791.	21,791.
09/30/10	96,556.	0.	96,556.	96,556.
09/30/12	58,154.	0.	58,154.	58,154.
09/30/13	47,165.	0.	47,165.	47,165.
09/30/16	33,071.	0.	33,071.	33,071.
NOL Carryover Available This Year			1,440,249.	1,440,249.

Form 990-T

Cost of Goods Sold - Other Costs

Statement 3

Description

Amount

Miscellaneous

409,835.

Total to Form 990-T, Schedule A, line 4b

409,835.