FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT

DECEMBER 31, 2008

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Hope Clinic For Women Nashville, Tennessee

We have audited the accompanying statement of financial position of Hope Clinic for Women as of December 31, 2008, and the related statements of activities and cash flows for the year then ended These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Hope Clinic for Women as of December 31, 2008, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Bellenfant & Miles, P.C.

April 27, 2009

STATEMENT OF FINANCIAL POSITION

DECEMBER 31, 2008

ASSETS

Current Assets	
Cash and Cash Equivalents	\$ 174,752
Pledges Receivable	95,732
Related Party Pledges Receivable	28,834
Accounts Receivable	1,350
Total Current Assets	300,668
Total Call Habbers	
Property and Equipment	1,139,838
Less: Accumulated Depreciation	(319,978)
Property and Equipment - Net	819,860
Noncurrent Assets	
Pledges Receivable, due after one year	72,902
Related Party Pledges Receivable, due after one year	12,790
Other Assets	768_
Total Noncurrent Assets	86,460
Total Assets	\$ 1,206,988
LIABILITIES AND NET ASSETS	3
Current liabilities	
Accounts Payable	\$ 5,466
Deferred Support	1,800
Current Portion of Notes Payable	1,699
Total Current Liabilities	8,965
Notes Payable	481,792
Total Liabilities	490,757
Net Assets	
Unrestricted	650,297
Temporarily Restricted	65,934
Total Net Assets	716,231
Total Liabilities and Net Assets	\$ 1,206,988

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED DECEMBER 31, 2008

Support and Revenue	Unrestricted	Temporarily <u>Restricted</u>	<u>I otal</u>
Support			
Contributions	\$ 528,415	\$ 180,883	\$ 709,298
Received Indirectly - Allocated by Local Churches	102,935	-	102,935
Donated Materials and Services In-Kind	106,362	-	106,362
Special Events, net of direct costs of \$59,752	153,627	-	153,627
Net Assets Released from Restrictions	219,275	(219,275)	
Total Support	1,110,614	(38,392)	1,072,222
D			
Revenue Interest Income	614	_	614
Other Income	10,222		10,222
Total Support and Revenue	1,121,450	(38,392)	1,083,058
Total Support and Revenue	1,121,150	(30,332)	2,002,000
Expenses			
Program Services			
Counseling and Support	851,288		851,288
Supporting services			
Management and General	114,606	=	114,606
Fundraising	135,543	_	135,543
Total Support Services	250,149		250,149
Total Support Services			
Total Expenses	1,101,437		1,101,437
Change in Net Assets	20,013	(38,392)	(18,379)
Net Assets, January 1, 2008	630,284	104,326	734,610
Net Assets, December 31, 2008	\$ 650,297	\$ 65,934	\$ 716,231

STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2008

	Progr	ram Services		Suppor	t Service	es	
	C	ounseling	Mai	nagement			
	an	d Support	and	General	Fu	adraising	 I otal
Salaries	\$	445,613	\$	71,013	\$	19,996	\$ 536,622
Employee Benefits		42,015		6,581		2,024	50,620
Payroll Taxes		32,546		5,098		1,568	 39,212
Iotal Salaries and Benefits		520,174	« -	82,692		23,588	 626,454
Professional Fees		_		9,066		-	9,066
Continuing Education		6,344		1,692		422	8,458
Postage and Shipping		3,110		829		207	4,146
Direct Mail and Newsletter		-		_		5,072	5,072
Office Supplies		7,230		1,928		482	9,640
Telephone		7,417		1,978		494	9,889
Utilities		9,368		2,498		624	12,490
Janitorial Services		2,640				-	2,640
Equipment Purchases		6,092		1,624		406	8,122
Repairs and Maintenance		9,383		2,502		625	12,510
Insurance		9,002		2,400		600	12,002
Client Materials		1,174		-,		-	1,174
Bank Charges		-		1,458		_	1,458
Donated Materials and Services-In-Kind		106,362		1,155		_	106,362
		100,502		_		2,119	2,119
Miscellaneous Fundraising		1,240		331		82	1,653
Licenses and Dues		602		160		39	801
Travel and Conferences				100		36,000	80,641
Advertising and Public Relations		44,641		124		30,000	620
Gifts / Appreciation		465		148		J1 -	148
Board Expenses		11.010		140		51,858	62,868
Contract Labor		11,010		710		176	3,555
Miscellaneous	_	2,667		712		170	9,997
Systems Development		9,997		-		11 (02	
Community Relations		-		-		11,603	11,603
Security		1,099				-	1,099
Medical		17,575		-		-	17,575
Prevention		4,526		-		-	4,526
Pregnancy Services		3,955		-		-	3,955
Interest		29,830		*1		-	29,830
Maternity Home		17,205		-		-	17,205
Church Outreach		1,441				- -	 1,441
Total Other Expenses		314,375		27,450		110,840	 452,665
Total Expenses Before				110 : 12		124 400	1 070 110
Depreciation		834,549		110,142		134,428	1,079,119
Depreciation		16,739		4,464		1,115	 22,318
I otal Functional Expenses	\$	851,288	\$	114,606	\$	135,543	\$ 1,101,437

STATEMENT OF CASH FLOWS

DECEMBER 31, 2008

(18,379)

(149,699)

(149,699)

CASH FLOWS FROM OPERATING ACTIVITIES

Change in Net Assets

Purchases of Property and Equipment

Net Cash Used by Investing Activities

Depreciation	22,318
Adjustments to reconcile net income to net cash provided by operations:	
(Increase) Decrease in: Pledges Receivable Related Party Pledges Receivable Prepaid Expenses and Other Current Assets Account Receivable	(131,877) (19,683) 3,868 (1,350)
Increase (Decrease) in: Accounts Payable Deferred Support Net Cash Used by Operating Activities	5,406 1,800 (137,897)
CASH FLOWS FROM INVESTING ACTIVITIES	

CASH FLOWS FROM FINANCING ACTIVITIES		
New Borrowing on Notes Payable Repayment of Notes Payable		254,027 (1,550)
Net Cash Provided by Financing Activities		252,477
Net Decrease in Cash		(35,119)
Cash, January 1, 2008	l	209,871
Cash, December 31, 2008	\$	174,752

SUPPLEMENTAL DISCLOSURES Interest Paid \$ 29,830

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Purpose:

Hope Clinic for Women ("the Organization") is a nonprofit organization that serves as a safe and confidential place for women dealing with life choices regarding past, present, and future pregnancies and provides education, counsel, and medical care for women regardless of age, race, or religion. The Organization is comprised of the Educational/Prevention Services program, the Medical program, the Unplanned Pregnancy program, and the Post Abortion Counseling program. The Educational/Prevention Services program reaches students and parents annually at schools, churches, colleges, and community groups to provide education on topics including sexually transmitted disease's (STD's), sexual health, and abstinence. The Medical program provides STD testing and treatment, limited ultrasounds, Pap smears, and basic health education. The Unplanned Pregnancy program offers assistance for women faced with difficult choices concerning unplanned pregnancies and provides pregnancy tests, counseling, related education, referral services, financial support, maternity and baby items, and pre-natal classes. The Post Abortion Counseling program provides counseling on an individual basis or in an extended support group/Bible study both on-site and at satellite locations. Recently, the Organization has added counseling for parents and the male partners of female clients.

Classification of Restricted and Unrestricted Net Assets:

Hope Clinic for Women has adopted Statement of Financial Accounting Standards No. 117 (SFAS 117), Financial Statements of Not-For-Profit Organizations SFAS 117 establishes standards for general-purpose external financial statements provided by not-for-profit organizations. In addition, it requires that the amounts of three classes of assets - permanently restricted, temporarily restricted, and unrestricted - be displayed in a statement of financial position, and that the amounts of change in each of these classes of net assets be displayed in a statement of activities

SFAS 117 requires the Organization to report gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is when a stipulated time restriction ends or purposed restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Temporarily restricted funds received and released from restrictions in the same period are reported as unrestricted support.

At December 31, 2008 and for the year then ended there were no permanent restrictions on assets

Donor and pledge contributions are recognized as support upon receipt from donor.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Advertising:

The Organization expenses advertising costs as incurred. Advertising costs for 2008 were \$44,641

Basis of Presentation:

The accompanying financial statements have been prepared on the accrual basis and include the assets, liabilities, and financial activities of the Organization

Depreciation:

Acquisitions of property are recorded at original cost and are depreciated on the straight-line basis over their respective estimated useful lives

Income Taxes:

Hope Clinic for Women is exempt from Federal Income Taxes under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no provision for income taxes has been made.

Cash:

The Organization considers all investment instruments purchased with a maturity of three months or less to be cash equivalents

Donated Assets and Services:

Noncash donations are recorded as contributions at their estimated fair values at the date of donation A substantial number of volunteers have donated significant amounts of their time to the Organization's program services and fundraising campaigns Contributions of donated services that create or enhance nonfinancial assets or that require specialized skills are provided by individuals possessing those skills. These services would typically need to be purchased if not provided by donation, and are recorded at their fair values in the period received

Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires that management make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual amounts could differ from those estimates

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Concentration of Credit Risk:

Financial instruments that potentially subject the Organization to concentrations of credit risk consist principally of cash on deposit and pledges receivable from individuals. Cash deposits are primarily in financial institutions in Tennessee and, at times, may exceed federally insured amounts. Concentrations of credit risk with respect to pledges receivable are limited to individuals and donors in the greater Nashville area. Management does not believe that significant credit risk exists at December 31, 2008

Accounts and Pledges Receivable:

Accounts and pledges to be received within the next 12 months or with restrictions that have been met at year-end are classified as current assets. Pledges designated by the donor to be received more than 12 months after year-end have been classified as noncurrent assets. The Organization does not require collateral or other security to support the receivables nor does it accrue interest on any of its receivables. Management has evaluated all outstanding pledges at December 31, 2008 and determined that no additional allowance is considered necessary.

2. PLEDGES RECEIVABLE

During the year, the Organization conducted a pledge drive and accepted donor pledges and promises to give with all funds being unrestricted. The pledges and promises to give are recorded as revenue at their net realizable value at the time received. The pledges have been discounted in the amount of \$3,098 using the Organization's anticipated risk free rate of return of 4 25%. Pledges due in the next fiscal year are reflected as current, whereas, pledges due in subsequent years are reflected as long-term. The majority of the pledges were received from individual donors. Collection of pledges receivable as of December 31, 2008 is anticipated over the following maturity schedule:

2009	\$	95,732
2010		76,000
	"	171,732
Less discount to net present value		(3,098)
Net present value of receivables	\$	168,634

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2008

3. RELATED PARTY PLEDGES RECEIVABLE

Related party pledges receivable consisted of all pledges received from employees and board members at December 31, 2008. The pledges have been discounted in the amount of \$544 using the Organization's anticipated risk free rate of return of 4.25%. Related party pledges receivable due in the next fiscal year are reflected as current, whereas, pledges due in subsequent years are reflected as long-term. Collection of related party pledges receivable as of December 31, 2008 is anticipated over the following maturity schedule:

2009	\$	28,834
2010		13,334
		42,168
Less discount to net present value		(544)
Net present value of receivables	\$	41,624

4. PROPERTY AND EQUIPMENT

A summary of property and equipment at December 31, 2008 is as follows:

Land	\$ 222,000
Building and Improvements	708,193
Medical Equipment	39,650
Office Equipment	84,848
Furniture and Fixtures	33,081
Medical Leasehold Improvements	18,041
Computers and Software	34,025
<u>1</u>	1,139,838
Less: Accumulated Depreciation and Amortization	 (319,978)
Property and Equipment - Net	\$ 819,860

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2008

5. NET ASSETS RELEASED FROM RESTRICTION

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors during the year ended December 31, 2008 as follows:

Purpose restrictions accomplished:	
Abstinence Program	\$ 5,189
Medical Clinic Fund	86,862
Web Fund	3,120
Maternity Home Fund	100,896
Maternity Staff Fund	14,458
Technology Fund	7,750
Post Abortion	 1,000
	\$ 219,275

6. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes at December 31, 2008:

Abstinence Program	\$ 4,000
Client Fund	3,392
Medical Clinic Fund	43,000
Maternity Home Fund	12,500
Maternity Staff Fund	3,042
	\$ 65,934

7. RETIREMENT PLAN

The Organization sponsors a SIMPLE IRA retirement plan covering all full-time employees who have received or are reasonably expected to receive \$5,000 in compensation for the year. The Organization matches full-time employee contributions up to 3% of gross salary and contributed \$2,397 to the plan during 2008.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

DECEMBER 31, 2008

8. NOTES PAYABLE

Note payable to Southeast Financial Federal Credit Union, dated August 1, 2007, collateralized with residential real property, payable \$1,904 due monthly including interest calculated at 9 25%

\$ 229,464

Note payable to Southeast Financial Federal Credit Union, dated March 27, 2008, payable interest only for one year. Beginning April 27, 2010, the loan is payable at \$1,694 including principle and interest calculated at 7% until March 27, 2025. All remaining principle is due on March 27, 2025. The note is secured by commercial real property.

254,027

Total Notes Payable

483,491

Less Current Portion

(1,699)

Non-Current Portion of Long Term Debt

\$ 481,792

As of December 31, 2008, long term debt matures as follows:

2009	\$ 1,699
2010	3,818
2011	4,814
2012	5,211
2013 and thereafter	467,949
	\$ 483.491