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INDEPENDENT AUDITORS' REPORT

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

We have audited the accompanying statement of financial position of Hope Clinic for Women, as of December 31, 2005, 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 accounting principles used and significant estimates made by management, as well as evaluating 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, 2005, 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.

July 3, 2006

STATEMENT OF FINANCIAL POSITION

DECEMBER 31, 2005

ASSETS

Cu	rren	ŧ	Δ	99	ets
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Cash and cash equivalents	\$ 151,228
Grant receivable	8,339
Pledges receivable	80,019
Related party pledges receivable	20,383
Prepaid expenses	4,063
Total Current Assets	264,032
Property and Equipment	682,762
Less: Accumulated depreciation	(283,134)
Property and Equipment - Net	399,628
Noncurrent Assets	
Pledges receivable, due after one year	18,216
Related party pledges receivable, due after one year	615
Other assets	701
Total noncurrent assets	19,532
Total Assets	\$ 683,192
<u>LIABILITIES AND NET ASSE</u>	<u>TS</u>
Net Assets	
Unrestricted	574,358
Temporarily restricted	108,834
Total Net Assets	683,192
Total Liabilities and Net Assets	\$ 683,192

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED DECEMBER 31, 2005

Support and Revenue	<u>Unı</u>	<u>restricted</u>	Temporarily Restricted	<u>Total</u>
Support				
Contributions	\$	224,679	42,000	\$ 266,679
State Abstinence Grant		-	45,654	45,654
Received indirectly - allocated by local churches		68,537	-	68,537
Donated materials and services - in-kind		88,467	-	88,467
Special events, net of direct costs of \$39,269		156,813	-	156,813
Net assets released from restrictions		75,479	(75,479)	
Total support		613,975	12,175	626,150
Revenue		217	1,535	1,752
Interest income		8,264	1,555	8,264
Other income		622,456	13,710	636,166
Total support and revenue		022,430	13,710	050,100
Expenses				
Program services				
Counseling and support		517,528		517,528
Supporting services		90.222		80,233
Management and general		80,233 66,670	-	66,670
Fundraising		146.903		146,903
Total support services		140,903		140,703
Total expenses		664,431		664,431
Other Income (Local)				
Other Income (Loss) Loss on investments		(90)	-	(90)
Loss on mivestments		(70)		
		(42,065)	13,710	(28,355)
Change in net assets		(42,003)	13,710	(20,555)
Net assets January 1, 2005		616,423	95,124	711,547
Net assets December 31, 2005	\$	574,358	\$ 108,834	\$ 683,192

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED DECEMBER 31, 2005

	Program	n Services	Support Services					
		nseling	Mai	nagement				
	and S	Support	and	General	Fun	draising		Total
Salaries	\$	172,637	\$	50,776	\$	30,465	\$	253,878
Employee benefits	.9	14,483	J	5,247	Ф	1.259	Ф	20,989
Payroll taxes		13,259		3,900		2,340		
1 ayron taxes		13,239		3,900		2,340		19,499
Total salaries and benefits		200,379		59,923		34,064		294,366
Professional fees		-		6,933		_		6,933
Postage and shipping		1,760		469		117		2,346
Direct mail and newsletter		.,		-		9,608		9,608
Office supplies		1,901		508		128		2,537
Telephone		4,272		1,287		293		5,852
Utilities		5,371		1,619		368		7,358
Janitorial services		2,100		1,019		300		
Equipment purchases		940		251		63		2,100
Repairs and maintenance		2,632		793				1,254
Insurance						180		3,605
Client services		8,465		2,319		812		11,596
Volunteer services		5,364		-		-		5,364
		1,482		-		-		1,482
Donated materials and services - in-kind expense		88,467		-		-		88,467
Miscellaneous fundraising		•				2,832		2,832
Books and subscriptions		164		44		11		219
Licenses and dues		630		168		42		840
Travel and conferences		957		255		64		1,276
Advertising and public relations		30,669		-		-		30,669
Gifts / appreciation		1,762		470		117		2,349
Board expenses		-		587		-		587
Contract labor		-		-		16,819		16,819
Miscellaneous		932		248		62		1,242
Systems development		4,133		-		-		4,133
Security		718		-		-		718
Medical		50,033		-		-		50,033
Abstinence		88,051		•				88,051
Total other expenses		300,803		15,951		31,516		348,270
Total expenses before								
depreciation		501,182		75,874		65,580		642,636
Depreciation		16,346		4,359		1,090		21,795
Total functional expenses	\$	517,528	\$	80,233	\$	66,670	<u> </u>	664,431

STATEMENT OF CASH FLOWS

DECEMBER 31, 2005

CASH FLOWS FROM OPERATING ACTIVITIES

Change in Net Assets	\$ (28,355)
Depreciation	21,795
Adjustments to reconcile net income to net cash provided by operations:	
(Increase) decrease in: Grant income receivable Pledges receivable Related party pledges receivable Prepaid expenses and other current assets	4,734 13,228 10,659 (1,448)
Increase (decrease) in: Accounts payable Accrued expenses	 (7,073) (471)
Net Cash Used by Operating Activities	 13,069
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchases of equipment	 (7,860)
Net Cash Provided by Investing Activities	 (7,860)
Net Decrease in Cash	5,209
Cash, January 1, 2005	 146,019
Cash, December 31, 2005	\$ 151,228

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2005

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Purpose:

Hope Clinic for Women is a nonprofit organization that provides free pregnancy tests, confidential counseling, referrals, support groups, and occasional material and financial assistance to women in unplanned pregnancies. Hope Clinic for Women also provides counseling and support to women dealing with emotional pain from past abortions, abstinence education, and medical services to clients including STD testing and limited obstetrical ultrasounds.

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 Hope Clinic for Women 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, 2005, 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.

Advertising:

Hope Clinic for Women expenses advertising costs as incurred. Advertising costs for 2005 amounted to \$30.669.

NOTES TO FINANCIAL STATEMENTS - continued

DECEMBER 31, 2005

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Basis of Presentation:

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

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:

Hope Clinic for Women 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 Hope Clinic for Women'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.

Concentration of Credit Risk:

Financial instruments that potentially subject Hope Clinic for Women to concentrations of credit risk consist principally of cash on deposit, pledges receivable from individuals, and a grant receivable from the State of Tennessee. 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 and the grant receivable are limited to individuals and donors in the greater Nashville area and the State of Tennessee, respectively. Management does not believe that significant credit risk exists at December 31, 2005.

NOTES TO FINANCIAL STATEMENTS - continued

DECEMBER 31, 2005

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Estimates:

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

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. Hope Clinic for Women 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, 2005, and determined that no additional allowance is considered necessary.

2. GRANT AND PLEDGES RECEIVABLE

The grant receivable of \$8,339 represents the amount due at December 31, 2005, from the State of Tennessee under an abstinence program. The grant period is from July 1, 2005 through June 30, 2006. These funds are restricted and are used to pay for the salary and direct expenses of the director of prevention services.

During the year, Hope Clinic for Women 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 \$3,109 using Hope Clinic for Women'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. Management has evaluated all outstanding pledges at December 31, 2005, and determined that no allowance is considered necessary. Collection of pledges receivable as of December 31, 2005, is anticipated over the following maturity schedule:

December 31,	<u> </u>	<u>Amount</u>
2006	\$	80,019
2007		11,225
2008		10,100
		101,344
Less discount to net present value		(3,109)
Net present value of receivables	\$	98,235

NOTES TO FINANCIAL STATEMENTS - continued

DECEMBER 31, 2005

3. RELATED PARTY PLEDGES RECEIVABLE

Related party pledges receivable consisted of all pledges received from employees and board members at December 31, 2005. The pledges have been discounted in the amount of \$491 using Hope Clinic for Women'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. Management has determined that no allowance is deemed necessary. Collection of related party pledges receivable as of December 31, 2005, is anticipated over the following maturity schedule:

December 31,	<u> </u>	mount
2006	\$	20,383
2007		1,106
		21,489
Less discount to net present value		(491)
Net present value of receivables	-\$	20,998

4. PROPERTY AND EQUIPMENT

A summary of property and equipment at December 31, 2005, is as follows:

Land	\$ 81,000
Building and improvements	391,480
Medical equipment	24,000
Office equipment	104,783
Furniture and fixtures	33,081
Medical leasehold improvements	18,041
Software	 30,377
	682,762
Less: accumulated depreciation and amortization	 (283, 134)
	\$ 399,628

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, 2005 as follows:

Purpose restrictions accomplished:	
Abstinence program	\$ 58,000
Medical fund	16,763
Client fund	716
	\$ 75,479

NOTES TO FINANCIAL STATEMENTS - continued

DECEMBER 31, 2005

6. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes at December 31, 2005:

Abstinence program	\$ 8,939
Client fund	3,622
Capital campaign	62,559
Medical clinic	30,294
Web fund	3,420
	\$ 108,834

7. RETIREMENT PLAN

Hope Clinic for Women 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. Hope Clinic for Women matches full-time employee contributions up to 3% of gross salary. Hope Clinic for Women contributed \$2,543 to the plan during 2005.

2005 TAX RETURN

CLIENT COPY

Client:

CRISIS

Prepared for:

CRISIS PREGNANCY SUPPORT CENTER

DBA HOPE CLINIC FOR WOMEN

1810 HAYES STREET NASHVILLE, TN 37203

615-321-0005

Prepared by:

BOB BELLENFANT, CPA

BELLENFANT & MILES, P.C., CPAS

136 WILSON PIKE CIRCLE BRENTWOOD, TN 37027

(615) 370-8700

Date:

AUGUST 4, 2006

Comments:

Route to:		

CRISIS PREGNANCY SUPPORT CENTER DBA HOPE CLINIC FOR WOMEN

EXEMPT ORG. TAX RETURN 2005

BELLENFANT & MILES, P.C., CPAS 136 WILSON PIKE CIRCLE BRENTWOOD, TN 37027

Client CRISIS August 4, 2006

CRISIS PREGNANCY SUPPORT CENTER DBA HOPE CLINIC FOR WOMEN 1810 HAYES STREET NASHVILLE, TN 37203 615-321-0005

FEDERAL FORMS

Form 990 Schedule A Schedule B

(615) 370-8700

2005 Return of Organization Exempt from Income Tax Organization Exempt Under Section 501(c)(3)

Schedule of Contributors

FEE SUMMARY

Preparation Fee

2005 FEDERAL EXEMPT ORGANIZATION TAX SUN CRISIS PREGNANCY SUPPORT CENTER	IMARY PAGE 1
DBA HOPE CLINIC FOR WOMEN	
REVENUE CONTRIBUTIONS, GIFTS, AND GRANTS INTEREST ON SAVINGS/TEMP CASH INVEST NET INCOME (LOSS) - SPECIAL EVENTS OTHER REVENUE	
TOTAL REVENUE	547,609
EXPENSES PROGRAM SERVICES. MANAGEMENT AND GENERAL FUNDRAISING.	80,233
TOTAL EXPENSES	575,964
NET ASSETS OR FUND BALANCES EXCESS OR (DEFICIT) FOR THE YEAR NET ASSETS/FUND BAL. AT BEG. OF YEAR NET ASSETS/FUND BAL. AT END OF YEAR	711,547



2005

GENERAL INFORMATION

CRISIS PREGNANCY SUPPORT CENTER DBA HOPE CLINIC FOR WOMEN

PAGE 1 62-1164825

FORMS NEEDED FOR THIS RETURN

FEDERAL: 990, SCH A, SCH B

CARRYOVERS TO 2006

NONE

2005

FEDERAL WORKSHEETS

CRISIS PREGNANCY SUPPORT CENTER DBA HOPE CLINIC FOR WOMEN

PAGE 1 62-1164825

PROJECTED SUPPORT SCHEDULE FOR 2006

THIS WORKSHEET PROJECTS IF THE ORGANZIATION WILL MEET THE SUPPORT TEST FOR THE TAX YEAR 2006 BASED ON THE DATA ENTERED IN SCREEN 55 FOR THE COLUMN 2005.

SUPPORT ITEMS	2005 (A)	2004 (B)	2003 (C)	2002 (D)	TOTAL (E)
15. GIFTS, GRANTS, AND CONTRIBUTIONS	469,337.	315,659.	512,306.	368,830.	1,666,132.
16. MEMBERSHIP FEES RECEIVED					0.
17. GROSS RECEIPTS FROM ADMISSIONS, MERCHANDISE SOLD OR SERVICES PERFORMED, OR FURNISHING OF FACILITIES IN ANY ACTIVITY THAT IS RELATED TO THE ORGANIZATION'S CHARITABLE PURPOSE					0.
18. GROSS INCOME FROM INTEREST, DIVIDENDS, SAMOUNT RECEIVED FROM PAYMENTS ON SECURITIES LOANS, RENTS, ROYALTIES, AND UNRELATED BUSINESS TAXABLE INCOME FROM BUSINESSES ACQUIRED BY THE ORGANIZATION AFTER 6/30/1975	1,662.	883.		1,754.	5,092.
19. NET INCOME FROM UNRELATED BUSINESS ACTIVITIES NOT INCLUDED IN LINE 18			ME		0.
20. TAX REVENUES LEVIED FOR THE ORGANIZATION'S BENEFIT AND EITHER PAID TO IT OR EXPENDED ON ITS BEHALF	00 N	10T F			0.
21. THE VALUE OF SERVICES OR FACILITIES FURISHED TO THE ORGANIZATION BY A GOVERNMENTAL UNIT WITHOUT CHARGE. DO NOT INCLUDE THE VALUE OF SERVICES OR FACILITIES GENERALLY FURNISHED TO THE PUBLIC WITHOUT CHARGE	DO ,	•			0.
22. OTHER INCOME. DO NOT INCLUDE GAIN (OR LOSS) FROM SALE OF CAPITAL ASSETS	158,077.	294,951.	151,432.	113,634.	718,094.
23. TOTAL OF LINES 15 THROUGH 22	629,076.	611,493.	664,531.	484,218.	2,389,318.
24. LINE 23 MINUS LINE 17	629,076.	611,493.	664,531.	484,218.	2,389,318.
25. ENTER 1% OF LINE 23	6,291.	6,115.	6,645.	4,842.	
ORGANIZATIONS DESCRIBED ON LI 26A. 2% OF AMOUNT IN COLUMN 26B. TOTAL OF ALL INDIVIDUAL 26C. TOTAL SUPPORT FOR SECTI 26D. ADD THE AMOUNTS FROM CO 26E. PUBLIC SUPPORT (LINE 26 26F. PUBLIC SUPPORT PERCENTAGE	(E), LINE 24, CONTRIBUTIO ON 509(A)(1) LUMN (E) FOR C MINUS LINE	TEST (LINE LINES 18, 1 26D)	24, COLUMN (9, 22, AND 2	E))	47,786. 0. 2,389,318. 723,186. 1,666,132. 69.73%