WEST NASHVILLE SPORTS LEAGUE, INC. NASHVILLE, TENNESSEE

FINANCIAL STATEMENTS AND ACCOMPANYING ACCOUNTANT'S REPORT

DECEMBER 31, 2012

R. SCOTT DIXON

CERTIFIED PUBLIC ACCOUNTANT

812 18TH Avenue, South #12 P.O. Box 330941 Nashville, Tennessee 37203 Telephone: (615) 256-2260 Fax: (615) 256-2398

Independent Auditors' Report

To the Board of Directors West Nashville Sports League, Inc. Nashville, Tennessee

We have audited the accompanying financial statements of West Nashville Sports League, Inc. (a nonprofit organization) which comprise the statement of financial position as of December 31, 2012, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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 involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

(continued)

The Board of Directors West Nashville Sports League, Inc. June 19, 2013 Page 2.

Independent Auditor's Report, continued

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of West Nashville Sports League, Inc. as of December 31, 2012, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other-matter

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of functional expenses is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such other information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

R. Swtt Diep

Nashville, Tennessee June 19, 2013

WEST NASHVILLE SPORTS LEAGUE, INC. NOTES TO FINANCIAL STATEMENTS

December 31, 2012

THE SPIRIT OF WNSL – West Nashville Sports League is a leading youth sports league currently with thousands of participants in three sports. We provide a small town, community atmosphere in one of the largest and fastest growing cities in the Southeast, an atmosphere that provides youth participants of all skill levels a platform in which to excel. We pride ourselves on organization, communication and hard work and encourage participants to have fun and focus on fairness of play, recreational competition and what we call WNSL-type standards of gamesmanship. Offering multiple scholarships in all sports, we provide character and life skills development to youth of all economic backgrounds. WNSL promotes sportsmanship and camaraderie. WNSL promotes fun and learning. WNSL promotes "Love of the Game."

NOTE 1. NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

ORGANIZATION AND ACTIVITIES

West Nashville Sports League, Inc. is an organization exempt from income tax incorporated under the laws of the state of Tennessee. The Organization's sole purpose is to operate youth sports and recreation leagues in the Nashville area. The Organization currently has five programs in four sports consisting of winter basketball, summer basketball, spring baseball, fall baseball, and flag football. The Organization's support comes substantially from registration fees paid by the youth participants in the Organization's programs. The Organization also accepts sponsorship contributions from entities who receive recognition and other benefits in exchange for the contributed amounts.

RECOGNITION OF DONOR CONTRIBUTIONS

Unrestricted support is recognized as revenues and an increase in unrestricted net assets in the period it is earned. Temporarily restricted support is reported as an increase in temporarily restricted net assets. When net assets are released from the restriction, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. The Organization has no permanently restricted net assets (See additionally below, and Note 2.).

BASIS OF ACCOUNTING AND PRESENTATION

The financial statements of the Organization have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities. Financial statement presentation follows the guidance of the Financial Accounting Standards Board Accounting Standards Codification 958 (FASB ASC 958), which requires the Organization to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted.

WEST NASHVILLE SPORTS LEAGUE, INC. NOTES TO FINANCIAL STATEMENTS, continued

December 31, 2012

NOTE 1. NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, continued

USE OF ESTIMATES

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

CASH RESTRICTED FOR CAPITAL PROJECT

Cash has been restricted by donors in the amount of \$21,357 for the construction of lights on a baseball field the Organization uses in its baseball service program. The Organization commenced the project in late year 2011. This cash is not available for operating purposes.

CASH AND CASH EQUIVALENTS

For purposes of the statement of cash flows, the Organization considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

EQUIPMENT AND MACHINERY

Equipment and machinery is reported at cost or, if donated, at the approximate fair value at the time of donation, and include improvements that significantly add to utility or extend useful lives. Costs of maintenance and repairs are charged to expense as incurred. Depreciation is provided over the estimated useful lives of the assets. Donations of equipment and machinery are recorded as support at the date of donation. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose.

INCOME TAXES

The Organization is a not-for-profit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and similar state income tax laws.

The Organization's Forms 990, Return of Organization Exempt from Income Tax, for the years ending December 31, 2109, 2010 and 2011 are subject to examination by the IRS, generally for three years after they were filed.

NOTE 2. RESTRICTIONS ON NET ASSETS

Temporary restrictions on net assets at the end of 2012, in the amount of \$21,357, are related to funds raised to construct lights on a baseball field the Organization uses in its operations. The Organization commenced the capital campaign in late year 2011. Cash contributed in that amount at the end of 2012 is restricted for payment of the construction project.

NOTE 3. DEFERRED PROGRAM SERVICE REVENUE AND PREPAID EXPENSES

Deferred program service revenue in the amount of \$365,883 are funds received during the year ended December 31, 2012, for the Organization's winter basketball program that commences and will be performed in its entirety during the immediately succeeding year. Prepaid program service costs in the amount of \$47,863 are amounts expended for use in the service program through which the deferred revenue is realized. Accordingly, deferred revenue and related prepaid costs are recognized in the statement of financial position as current liabilities and assets, respectively.

WEST NASHVILLE SPORTS LEAGUE, INC. NOTES TO FINANCIAL STATEMENTS, continued

December 31, 2012

NOTE 4. CASH AND CONCENTRATIONS OF CREDIT RISK

The cash accounts are held by financial institutions in Tennessee and at times may exceed amounts that are federally insured. It is the opinion of management that the solvency of the referenced financial institutions is not of concern currently.

NOTE 5. DONATED SERVICES, MATERIALS AND FACILITIES

The Organization receives donated services from unpaid volunteers assisting the Organization in the administration of its program services. No amounts have been recognized in the accompanying statement of activities because the criteria for recognition of such volunteer effort under FASB ASC 958 have not been satisfied.

The Organization utilizes portions of properties owned by Metropolitan Board of Parks and Recreation and Harpeth Hills Church of Christ in the administration of its spring and fall baseball programs. The use and license agreements between the Organization and the Board and Church are each on a year-to-year basis. The Organization uses the properties and facilities substantially during the months of March through July and September through October in the administration of its baseball programs. No rent was paid by the Organization to the Board, and \$2,000 was paid to the Church during 2012. The Organization is responsible for all maintenance of the properties. Management has estimated the approximate fair value of the rental of the properties during periods of use to be \$5,000 each, annually. Consequently, \$8,000 is included in contributions and program service expenses in the statement of activities to reflect the fair value of use of the donated facilities.

NOTE 6. FUNCTIONAL ALLOCATION OF EXPENSES

The costs of providing the sports and recreation programs and the costs of administration have been presented in the separate statement of functional expenses. Accordingly, certain costs have been allocated among the program and supporting services benefited.

NOTE 7. FAIR VALUES OF FINANCIAL INSTRUMENTS

The carrying amounts of cash and cash equivalents reported in the statement of financial position approximate fair values because of the short maturities of those instruments.

NOTE 8. EVALUATION OF SUBSEQUENT EVENTS

The Organization has evaluated subsequent events through June 19, 2013, the date which the financial statements were available to be issued.

END OF NOTES

WEST NASHVILLE SPORTS LEAGUE, INC. STATEMENT OF ACTIVITIES

For the Year Ended December 31, 2012

SUPPORT AND REVENUE		Unrestricted		Temporarily Restricted		Tota
Support, sponsorships and contributions	\$	109,555	S	13,599	¢.	102.15
Net fund-raising events income, Warner Park lights	-	0	9		\$	123,154
Interest income		226		7,598		7,598
Program services, net		220				226
Baseball, fall		£1 402				
Baseball, spring		51,403		-		51,403
Basketball, summer		295,693		-		295,693
Basketball, winter		47,714		-		47,714
Flag football		510,634		-		510,634
Total support and revenue	_	127,585		-		127,585
roun support and revenue	1	1,142,810		21,197		1,164,007
EXPENSES						
Program services						
Baseball, fall						
Baseball, spring		53,109				53,109
Basketball, summer		275,613		-		275,613
Basketball, winter		26,789		-		26,789
Flag football		346,566		-		346,566
Supporting services		83,501		-		83,501
Compensation, director		58,556		-		58,556
Salaries, other		30,000		-		30,000
Contract labor		71,462		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		71,462
Taxes and licenses		16,214		-		16,214
Advertising and promotions		2,617				2,617
Supplies		3,031				3,031
Insurance		19,177				19,177
Repairs and maintenance		8,159				8,159
Professional fees		5,265				
Depreciation		20,693				5,265
Gasoline		2,893				20,693
Donations		2,235				2,893
Computer expenses		6,252				2,235
Dues, fees and subscriptions		6,106				6,252
Office expenses		2,892				6,106
Meetings expense		3,102				2,892
Printing and reproduction		2,059				3,102
Utilities		14,578				2,059
Meals and entertainment				-		14,578
Other expenses		2,053		-		2,053
Total expenses	_	4,054		-		4,054
	_	1,066,976				1,066,976
Increase (decrease) in net assets		75,834		21,197		97,031
ET ASSETS, December 31, 2011		53,267		160		53,427
ET ASSETS, December 31, 2012	S	129,101	3	21,357	s	150,458

See accompanying notes to financial statements.

WEST NASHVILLE SPORTS LEAGUE, INC. STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2012

CASH FLOW FROM OPERATING ACTIVITIES		
Change in net assets	S	07.021
Adustments to reconcile change in net assets	3	97,031
to net cash provided by operating activities		
Depreciation		20,693
Decrease in prepaid program service costs		40,517
Decrease in prepaid insurance		746
Increase in accounts payable, trade		
(Decrease) in payroll taxes payable		30,953
(Decrease) in deferred program service revenue		(2,827)
Less: cash restricted for capital project, Warner Park lights		(3,268)
Contributions		(13,599)
Net fund-raising events income		(7,598)
Net cash provided by operating activities	_	162,648
		102,040
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of equipment and machinery		(16,077)
		(10,077)
INCREASE IN CASH		146,571
		140,571
CASH AND CASH EQUIVALENTS, December 31, 2011		272,033
CASH AND CASH POLITICA		2,2,033
CASH AND CASH EQUIVALENTS, December 31, 2012	\$	418,604

See accompanying notes to financial statements.

WEST NASHVILLE SPORTS LEAGUE, INC. STATEMENT OF FUNCTIONAL EXPENSES

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				PRO	GRA	PROGRAM SERVICES	ES							
		Fall		Spring		Summer		Winter		Flag		Management		Total
Contract labor		Daseoull		Baseball		Basketball		Basketball		Football		and General		Expenses
Administration	9	00	6	0.417	6									
Concessions	9	1 667	9	11 045	A	1,147	A	4,473	69	234	S	70,995	69	86,364
Custodians and security		1,00,1		11,845		í		1		1,368		467		15,347
Field and facilities maintenance		0200				,		2,891		250		•		3,391
Gvm monitors		0,200		21,450						09				29,878
Coaches and instructors								41,903		,		•		41,903
Reference and manimum		400		505				3,300				1		4 205
Cheire and umpires		6,572		54,900		3,271		121.087		19 346				202,1
Cililics expense		4,900				,		-		27,010				203,176
Director's compensation				1										4,900
Salaries, other												58,556		58,556
Taxes and licenses						,				1		30,000		30,000
Advertising and promotions		2614						ı		1		16,214		16,214
Registration and management fees		2,014		1,504				4,329		713		2,617		11.777
Donations		5,5/3		12,443		2,827		25,354		6,992				50,989
Computer expenses										,		2,235		2,235
Concession expenses				1		1		,		,		6.252		6252
Depreciation		5,951		46,857						6,622		1		59,430
Dues fees and subscriptions										ı		20,693		20,693
Gasoline				6,105		1		,				6.106		12 211
Gymnasium and fald martal		342		2,375		86		852		223		2.893		6 783
Insurance		2,000		5,580		10,505		55,161		4,900		-		81.146
Professional fees						1						19.177		19 177
Maale and antactainment		,				1		,				5 265		5365
Office evanges		,								704		2,053		2,50
Meetings expanses				71				1,514		105		2.892		4 582
Drinting and some death		1						,		,		3 100		3 102
Renaire and maintaine		1,489		5,437		654		9,432		1.841		2.050		20,102
Currelies		2,009		8,005				,		336		8 150		18 500
Torm monocurbine		3,442		26,556		,		6.839		2.683		3.031		10,303
ream sponsorsmps				1.000						2006		1,000		100,71
Trophies and medallions		,		6 003				, 000 01		1 4		1,000		2,000
Uniforms		6 634		56,000		1 10		13,390		4,653		1		24,046
Utilities		100,0		000,00		8,787		56,041		32,471		636		159,629
Other expenses								,		1		14,578		14,578
	8	53 100	0	75 613	6	. 000	1			,		2,418		2,418
		23,103		273,013	A	68/,97	6	346,566	8	83,501	S	281,398	S	1,066,976

See accompanying notes to financial statements.

WEST NASHVILLE SPORTS LEAGUE, INC. STATEMENT OF FINANCIAL POSITION

December 31, 2012

ASSETS

CURRENT ASSETS		
Cash and cash equivalents		
Prepaid costs and expenses	\$	418,604
Program service costs (Note 3)		
Insurance		47,863
		12,358
Total current assets		478,825
EQUIPMENT AND MACHINERY		
Automotive equipment		
Baseball field equipment		19,345
Field improvements		101,151
Flag football equipment		16,871
Office and computer equipment		3,765
• • • •	_	14,302
Less: accumulated depreciation		155,434
	_	106,764
Equipment and machinery, net		48,670
LONG-TERM ASSETS		
Cash restricted for capital project (Note 2)		21,357
Total assets	\$	548,852
CURRENT LIABILITIES Accounts payable, trade	S	32,511
Deferred program service reverse PNLLETIES AND NET ASSETS		365,883
T1		500,005
Total current liabilities		398,394
NET ASSETS		
Unrestricted		
Temporarily restricted (Note 2)		129,101
remporarry restricted (Note 2)		21,357
Total net assets		150,458
Total liabilities and net assets	\$	548,852

See accompanying notes to financial statements.