FINANCIAL STATEMENTS & INDEPENDENT AUDITORS' REPORT

DECEMBER 31, 2010 and 2009

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MULLINS CLEMMONS & MAYES, PLLC

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Wayne Reed Christian Childcare Center, Inc.

We have audited the accompanying statements of financial position of Wayne Reed Christian Childcare Center, Inc. (a nonprofit organization) as of December 31, 2010 and 2009, and the related statements of activities, functional expenses, and cash flows for the years then ended. These financial statements are the responsibility of the management of Wayne Reed Christian Childcare Center, Inc. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with U.S. generally accepted auditing standards. 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 audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred above present fairly, in all material respects, the financial position of Wayne Reed Christian Childcare Center, Inc. as of December 31, 2010 and 2009, and the changes in its net assets and its cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

Mullins Clemmon : Mayor, PLLC Brentwood, Tennessee

June 14, 2011

STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2010 AND 2009

ASSETS .	2010	2009
CURRENT ASSETS:		
Cash and cash equivalents	\$ 526,454	\$ 612,403
Accounts receivable	17,495	16,390
Promises to give	65,868	38,235
Investments in marketable securities	699,820	592,542
Prepaid expenses and other assets	<u>5,754</u>	6,242
Total current assets	1,315,391	1,265,812
PROPERTY AND EQUIPMENT,		
NET OF ACCUMULATED DEPRECIATION	570,695	562,226
DEPOSITS	1,000	1,000
TOTAL ASSETS	\$ 1,887,086	\$ 1,829,038
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES:		
Accounts payable	\$ 6,517	\$ 3,975
Accrued liabilities	6,000	6,844
Total current liabilities	12,517	10,819
	<u> </u>	
NET ASSETS:		
Unrestricted net assets:	•	
Designated by board for building maintenance	124,000	112,000
Invested in property and equipment	570,695	562,226
Undesignated	788,195	749,228
Total unrestricted	1,482,890	1,423,454
Temporarily restricted	185,114	188,200
Permanently restricted	206,565	206,565
Total net assets	1,874,569	<u>1,818,219</u>
TOTAL LIABILITIES AND NET ASSETS	\$ 1,887,086	\$ 1,829,038

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2010

	Unrestricte		emporarily Restricted	Permanently Restricted	Total
SUPPORT AND REVENUES:					
State grants	\$ 43,30	4 \$	•	\$ -	\$ 43,304
Donations and private grants	188,48	10	87,500	-	275,980
Child care fees and subsidies	247,81	9	*	-	247,819
Fundraising events	150,15	4			150,154
Total	629,75	57	87,500	_	717,257
Net assets released					
from restrictions	90,58	6	(90,586)		-
Total support, revenues					
and reclassifications	720,34	<u> </u>	(3,086)		717,257
NET INVESTMENT RETURN	70,21	5	•		70,215
EXPENSES:					
Program services:					
Child development	547,09	3	-	-	547,093
Supporting services:	·				
Management and general	151,68	34	•	•	151,684
Fundraising	32,34		_	•	32,345
Total expenses	731,12	22	=	-	731,122
CHANGE IN NET ASSETS	59,43	36	(3,086)	-	56,350
NET ASSETS:					
Beginning of year	1,423,4	54	188,200	206,565	1,818,219
End of year	\$ 1,482,89	<u> </u>	185,114	\$ 206,565	\$ 1,874,569

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2009

	Unr	estricted	nporarily estricted	manently estricted		Total
SUPPORT AND REVENUES:						
State grants	\$	54,641	\$ -	\$ -	\$	54,641
Donations and private grants		178,059	60,000	•		238,059
Child care fees and subsidies		263,595	-	-		263,595
Fundraising events		133,391		-		133,391
Total		629,686	60,000	 -		689,686
Net assets released			•			•
from restrictions		3,032	(3,032)	-		-
Total support, revenues			 	 		
and reclassifications		632,718	 56,968	 		689,686
NET INVESTMENT RETURN		122,221	<u>-</u>	*		122,221
EXPENSES:						
Program services:						
Child development		526,760		_		526,760
Supporting services:		,				020,100
Management and general		151,386	_	-		151,386
Fundraising		22,172	=	•		22,172
Total expenses		700,318	 _	 -		700,318
·			 	 	_	
CHANGE IN NET ASSETS		54,621	56,968	-		111,589
NET ASSETS:						
Beginning of year	1	,368,833	 131,232	 206,565		1,706,630
End of year	\$ 1	,423,454	\$ 188,200	\$ 206,565	\$	1,818,219

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2010

	Program Supporting Services Services		9					
		Child	Mar	nagement		Fund-		
	Dev	elopment	and	i General	F	alsing		Total
Salaries	\$	309,223	\$	103,074	\$	-	\$	412,297
Employee benefits		24,425		8,142		•		32,566
Payroll taxes		24,526		8,175		_		32,701
Total personnel costs		358,173		119,391		-		477,564
Fundraising expenses		-		_		32,345		32,345
Daycare supplies		85,895		•		_		85,895
Utilities		11,462		3,821		•		15,282
Contract labor		9,975		3,325		•		13,300
Office supplies		6,147		· <u>-</u>		-		6,147
Insurance		9,336		3,112		•		12,448
Telephone		4,358		1,453		-		5,811
Administrative expenses		40,438		13,479		_		53,917
Total expenses before								
depreciation		525,784		144,581		32,345		702,709
Depreciation		21,310		7,103			_	28,413
Total expenses	\$	547,093	\$	151,684	\$	32,345	<u>\$</u>	731,122

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2009

		rogram ervices		Suppo Serv	-			
		Child	Mar	nagement		Fund-		
	Dev	elopment	and	l General	R	aising		Total
Salaries	\$	288,650	\$	96,217	\$	_	\$	384,866
Employee benefits		20,939		6,980		-		27,918
Payroll taxes		22,488		7,496		-		29,984
Total personnel costs		332,076		110,692		-		442,768
Fundraising expenses		-		-		22,172		22,172
Daycare supplies		67,204				•		67,204
Utilities		32,120		10,707		-		42,827
Contract labor		10,500		3,500		•		14,000
Office supplies		5,397		•		-		5,397
Insurance		8,714		2,905		•		11,619
Telephone		4,154		1,385		-		5,538
Administrative expenses		44,545		14,848		•		59,393
Total expenses before								
depreciation		504,710		144,036		22,172		670,918
Depreciation		22,050		7,350	•			29,400
Total expenses	\$	526,760	\$	151,386	\$	22,172	\$	700,318

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

		2010		2009
CASH FLOWS FROM OPERATING ACTIVITIES:				
Net change in net assets	\$	56,350	S	111,589
Adjustments to reconcile net change in net assets	•		•	,
to net cash provided by (used in) operating activities:				
Depreciation		28,413		29,400
Noncash stock donations		(13,596)		(5,342)
Net unrealized appreciation of investments		(57,515)		(104,975)
Net changes in other assets and liabilities:		(37,313)		(104,875)
Accounts receivable		(4.40E)		44.000
Promises to give		(1,105)		44,023
•		(27,633)		(12,311)
Prepaid expenses and other assets		488		(605)
Accounts payable and accrued liabilities		1,698		(4,515)
Net cash provided by (used in) operating activities		(12,900)	******	57,264
CASH FLOWS FROM INVESTING ACTIVITIES:				
Purchases of property and equipment		(36,882)		(1,219)
Purchases of investments		(36,167)		(11,405)
Proceeds from sale of investments		-		10,753
Net cash used in investing activities		(73,049)	-	(1,871)
The same and an invocating activation		(10,043)	_	(1,0/1)
NET CHANGE IN CASH AND CASH EQUIVALENTS		(85,949)		55,393
CASH AND CASH EQUIVALENTS, BEGINNING		612,403		557,010
CASH AND CASH EQUIVALENTS, ENDING	<u>\$</u>	526,454	_9	612,403

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2010 AND 2009

NOTE 1 - STATEMENT OF PURPOSE

Wayne Reed Christian Childcare Center, Inc. (the "Center"), founded in 1996, is qualified as a taxexempt organization under section 501(c)(3) of the Internal Revenue Code. The primary program of the Center is the operation of a day care facility for inner city and low-income children.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Periods

All references to 2010 and 2009 in these financial statements refer to the years ended December 31, 2010 and 2009, respectively, unless otherwise noted.

Basis of Accounting

The financial records of the Center are maintained on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles.

Financial Statement Presentation

The Center is required to report information regarding its financial position and activities according to three classes of net assets as follows:

Unrestricted – This class includes net assets that are not subject to any donor-imposed restrictions. Unrestricted net assets may be designated for specific purposes by action of the Board of Directors.

Temporarily Restricted – This class includes net assets whose use by the Center is subject to donor-imposed restrictions that can be fulfilled by actions of the Center pursuant to those restrictions or that expire by the passage of time. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Permanently Restricted – This class includes net assets subject to donor-imposed restrictions that require the assets to be maintained permanently by the Center. Generally, the donors of these assets permit the Center to use all or part of the income earned on any related investments for general or specific purposes.

Cash and Cash Equivalents

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

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2010 AND 2009

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Accounts Receivable

Accounts receivable consist of receivables from parents, guardians, and governmental agencies for child care fees and subsidies and from governmental agencies for grants earned. The Center uses the allowance method to determine any uncollectible accounts receivable. The allowance is based on prior years' experience and management's analysis of specific accounts receivable. At December 31, 2010 and 2009, management believes that all accounts receivable are fully collectible. Therefore, no allowance was deemed necessary.

Contributions and Promises to Give

Contributions are recognized when the donor makes a promise to give to the Center that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction is satisfied or expires, temporarily restricted net assets are reclassified to unrestricted net assets.

The Center uses the allowance method to determine uncollectible promises receivable. The allowance is based on prior years' experience and management's analysis of specific promises made. At December 31, 2010 and 2009, management believes that all promises to give are fully collectible. Therefore, no allowance was deemed necessary.

Investments

Investments are reported at fair value. Gains and losses, whether realized or unrealized, are included in the statement of activities and changes in net assets. Investment income is allocated on a monthly basis to each fund based on the fund's percentage of total market value.

The Center's investments are held and managed by various independent investment advisors who report regularly to the Center.

The Center utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the statements of financial position.

See Note 3 for further details related to investments.

Property and Equipment

Property and equipment are recorded at cost. Maintenance and repairs are expensed as incurred; major renewals and improvements are capitalized. When items of property or equipment are sold or retired, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is included in revenue or expense. Depreciation is computed using the straight-line method over the estimated useful lives of the assets.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2010 AND 2009

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

<u>Deferred Revenue</u>

Tuition is recorded by the Center as revenue in the period to which the tuition relates. Tuition collected in the current year, which is applicable to future years, is deferred and recognized as revenue in the appropriate year.

Income Taxes

As mentioned in Note 1, the Center is a tax-exempt organization; accordingly, no provision for income taxes is included in the accompanying financial statements.

Grant Revenues

Grant revenues are recognized when qualified, reimbursable expenses are incurred or when services are performed.

Donated Materials and Services

Donated materials are recognized as contributions at their estimated fair values at date of receipt. The value of donated services meeting the requirements for recognition in the financial statements was not material and has not been recorded. A substantial number of volunteers have donated significant amounts of time in the Center's programs, development and fund raising activities.

Functional Allocation of Expenses

Expenses, which are directly related to a function, are charged to that function. Expenses that are related to more than one function are allocated to the applicable functions based upon various allocation methods in order to reflect the total cost of each function.

Estimates

The preparation of financial statements in conformity with U.S. 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.

Reclassifications

Certain reclassifications have been made to the 2009 financial statement presentation to correspond to the current year's format. Net assets and changes in net assets are unchanged due to these reclassifications.

Events Occurring After Reporting Date

The Center has evaluated events and transactions that occurred between December 31, 2010 and June 14, 2011, which is the date that the financial statements were available to be issued, for possible recognition or disclosure in the financial statements.

NOTES TO FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2010 AND 2009

NOTE 3 - INVESTMENTS IN MARKETABLE SECURITIES

Generally accepted accounting principles have established a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs have the lowest priority. The Center uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Center measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value.

Following are the fair values of investments according to the fair value hierarchy at December 31, 2010 and 2009:

	Fair Value	Fair Value Measurements Using Quoted Prices in Active Markets for Identical Assets (Level 1)
At December 31, 2010:		
Equity securities Mutual funds	\$ 13,596 686,224	\$ 13,596 686,224
Total	\$ 699,820	\$ 699,820
At December 31, 2009:		
Equity securities Mutual funds	\$ 39,522 553,020	\$ 39,522 553,020
Total	\$ 592,542	\$ 592,542

Level 1 Fair Value Measurements - The fair values of the equity securities and the mutual funds are based on quoted market prices in active markets.

NOTES TO FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2010 AND 2009

NOTE 3 - INVESTMENTS IN MARKETABLE SECURITIES (CONTINUED)

Following are the details of the net investment return for 2010 and 2009:

	 2010	 2009
Interest and dividends Unrealized appreciation	\$ 12,700	\$ 17,246
in fair value of investments	57,515	104,975
Net investment return	\$ 70,215	\$ 122,221

At December 31, 2010, the cumulative unrealized depreciation of investments is \$56,793.

NOTE 4 - PROPERTY AND EQUIPMENT

Property and equipment consists of the following, as of December 31, 2010 and 2009:

	2010	2009
Building and related improvements	\$ 754,743	\$ 733,905
Office equipment and computers	52,924	38,545
Kitchen equipment and cabinets	26,688	26,688
Playground equipment	56,443	54,779
Total cost	890,798	853,917
Less accumulated depreciation	(320,103)	(291,691)
Net property and equipment	\$ 570,695	\$ 562,226

NOTE 5 - EMPLOYEE BENEFIT PLAN

The Center maintains a 403(b) plan for its employees. Upon completion of one year of service, the Center will match an employee's annual contribution, up to \$1,000. The Center recognized \$2,498 and \$3,440 of costs related to this plan during 2010 and 2009, respectively.

NOTE 6 - LEASES

In 1997, the Center entered into a ground lease and operating lease with Youth Encouragement Services for the use of their premises for a period of thirty years ending December 2026. The Center agreed to pay rent of one dollar each year of the lease. Under the terms of the leases the Center has the right of first refusal should Youth Encouragement Services desire to sell the facility.

NOTES TO FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2010 AND 2009

NOTE 7 – CONCENTRATIONS

The Center maintains bank accounts whose balances may exceed FDIC insurance limits at times. The Center has not experienced any losses in such accounts, and management does not believe that they are exposed to any significant credit risks on these accounts.

See Note 3 for a description of the risks associated with the Center's investments in marketable securities.

The Center relies heavily on donations and grants to fund its operations. The loss of these funds would have a significant impact on the operations of the Center.

NOTE 8 - NET ASSETS

The State of Tennessee has passed the Uniform Prudent Management of Institutional Funds Act ("UPMIFA"). The Center has interpreted the UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit restrictions to the contrary. The Center classifies as permanently restricted net assets the sum of (a) the original value of gifts donated to the permanent endowments, (b) the original value of subsequent gifts to the permanent endowments, and (c) accumulations to the permanent endowments made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. At the current time, none of the endowment funds have donor-imposed instructions that specify accumulations, as noted in item (c) of the preceding sentence.

The remaining portion of the donor-restricted endowment funds that are not classified in permanently restricted net assets are classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Center in a manner consistent with the standard of prudence prescribed by UPMIFA.

In accordance with UPMIFA, the Center considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- (1) General economic conditions;
- (2) The possible effect of inflation and deflation:
- (3) The expected tax consequences, if any, of investment decisions or strategies:
- (4) The role that each investment or course of action plays within the overall investment portfolio;
- (5) The expected total return from income and appreciation of investments;
- (6) Other resources of the Center;
- (7) The needs of the Center and the endowment funds to make distributions and to preserve capital; and
- (8) An asset's special relationship or special value, if any, to the charitable purposes of the Center.

NOTES TO FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2010 AND 2009

NOTE 8 - NET ASSETS (CONTINUED)

The Center has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowments while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Center must hold in perpetuity or for a donor-specified period as well as any entity-designated funds.

To satisfy its long-term return objectives, the Center relies on a total return strategy in which the investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

Permanently restricted net assets consist of the following at December 31, 2010 and 2009:

	2010	2009
Donor-restricted endowment fund	\$ 206,565	\$ 206,565

The above amount represents the original principal amount of the donor contributions to the Center's endowment fund. The investments of the endowment fund are commingled with other investments of the Center. Therefore, the components of investment return that are specifically related to the endowment fund have not been determined. From time to time, the fair value of assets associated with donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Center to retain as a fund of perpetual duration. In accordance with generally accepted accounting principles, deficiencies of this nature are reported in unrestricted net assets. As noted in Note 3, the cumulative unrealized depreciation of investments is \$56,793 at December 31, 2010. A portion of this unrealized depreciation would be allocable to the endowment fund assets, thus creating a deficiency. These deficiencies resulted from unfavorable market fluctuations that occurred after the investment of permanently restricted contributions and continued appropriation for certain programs that was deemed prudent by the Center.

Temporarily restricted net assets were available for the following purposes at December 31, 2010 and 2009:

2010	2009
\$ 131,232	\$ 131,232
4,304	1,968
29,578	· -
20,000	40,000
, <u>-</u>	15,000
\$ 185,114	\$ 188,200
	\$ 131,232 4,304 29,578 20,000

The entire release of temporarily restricted net assets for 2009 related to various expenses of the Wayne Reed Rescue Emergency Fund. In 2010, the release of temporarily restricted net assets related to various expenses of all funds except for the Multicultural Center.