

CENTERSTONE

CENTERSTONE OF TENNESSEE, INC.

CONSOLIDATED FINANCIAL STATEMENTS

AND

SUPPLEMENTARY INFORMATION

JUNE 30, 2009 AND 2008

CPAS/ADVISORS



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REPORT OF INDEPENDENT AUDITORS

Board of Directors Centerstone of America, Inc. Bloomington, Indiana

We have audited the accompanying consolidated statement of financial position of Centerstone of Tennessee, Inc. (the Center) as of June 30, 2009 and the related statements of activities and changes in net assets and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Center's management. Our responsibility is to express an opinion on the Center's consolidated financial statements based on our audit. The consolidated financial statements of the Center as of June 30, 2008, were audited by other auditors whose report dated November 17, 2008, expressed an unqualified opinion on those consolidated statements.

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 consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Center as of June 30, 2009, and the changes in net assets and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

As explained in Notes 1 and 2 to the consolidated financial statements, the Center is part of an affiliated group of entities and has entered into transactions with the group members.

Board of Directors Centerstone of America, Inc. Bloomington, Indiana

In accordance with *Government Auditing Standards*, we have issued our report dated February 16, 2010, on our consideration of Centerstone of Tennessee, Inc.'s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the effectiveness of internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Our audit was performed for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The supplementary information listed in the accompanying table of contents is presented for purposes of additional analysis and is not a required part of the basic consolidated financial statements of Centerstone of Tennessee, Inc. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, and is also not a required part of the basic consolidated financial statements of Centerstone of Tennessee, Inc. Such information has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

Blue & Co., LLC

February 16, 2010

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION JUNE 30, 2009 AND 2008

ASSET	гѕ	
	2009	2008
Current assets		
Cash and cash equivalents	\$ 2,579,969	9 \$ 6,201,846
Restricted cash	39,694	38,736
Unconditional promises to give, current	1,027,363	1,146,140
Accounts receivable, net	2,703,820	4,387,239
Other receivables	3,536,951	
Due from affiliated entities	1,679,284	585,431
Prepaid expenses and other current assets	277,604	
Total current assets	11,844,685	17,268,785
Property and equipment, net	27,658,579	27,944,777
Other assets	2,054,116	2,054,225
Unconditional promises to give	1,751,942	2,917,868
Assets whose use is limited	4,644,149	6,341,547
Total assets	\$ 47,953,471	\$ 56,527,202
LIABILITIES AND N	ET ASSETS	
Current liabilities		
Current portion of long term debt	\$ 469,771	\$ 1,143,516
Accounts payable and accrued expenses	2,093,107	2,619,910
Accrued payroll, benefits and taxes	5,064,800	5,970,396
Due to affiliated entities	900,588	- 0-
Estimated third party settlements	2,196,750	-0-
Other current liabilities	109,944	-0-
Total current liabilities	10,834,960	9,733,822
Long term debt, net of current portion	2,573,953	2,932,653
Total liabilities	13,408,913	12,666,475
Net assets		
Unrestricted	25,442,230	33,494,214
Temporarily restricted	4,786,534	4,627,571
Permanently restricted	4,315,794	5,738,942
Total net assets	34,544,558	43,860,727
Total liabilities and net assets	\$ 47,953,471	\$ 56,527,202

CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS YEARS ENDED JUNE 30, 2009 AND 2008

		2009		2008
Revenue and other support		-		
Net client service revenue	\$	43,947,997	\$	50,015,664
Public support		20,201,669		18,578,739
Net assets released from restriction		873,794		635,101
Other	<u> </u>	1,069,688		512,857
Total revenue and other support		66,093,148		69,742,361
Expenses				
Salary and fringe benefits		45,575,398		47,306,134
Telephone		1,825,276		1,537,039
Travel		1,609,923		1,553,116
Drugs and supplies		3,884,796		4,110,990
Printing and postage		277,012		321,143
Contracted services		4,468,354		3,564,267
Purchased services		2,656,316		2,001,936
Affiliated management fees		1,511,956		
Rents and leases		306,898		-0-
Utilities		2,982,764		988,261
Repairs and maintenance		528,591		2,999,800
Depreciation and amortization		2,447,330		375,518
Insurance				2,239,273
Bad debt		556,637 3,605,105		654,869
Interest				269,724
Miscellaneous		99,177		223,038
Total expenses		1,694,956		1,885,529
		74,030,489		70,030,637
Operating loss		(7,937,341)		(288,276)
Nonoperating revenues (expenses)				
Gain/(loss) on disposal of equipment		(21,713)		200
Loss on investments		(1,856)		300
Interest and dividend income		41,658		(1,100)
Other nonoperating income (expense)		(132,732)		272,790
Total nonoperating revenues and expenses		(114,643)		(252,054)
Change in unrestricted net assets				19,936
		(8,051,984)		(268,340)
Temporarily restricted net assets				
Contributions and pledges		732,757		1,187,218
Transfer from permanently restricted		300,000		300,000
Net assets released from restriction		(873,794)		(635,101)
Change in temporarily restricted net assets		158,963		852,117
Permanently restricted net assets				
Loss on investments		(1 260 9E7)		(0.40,000)
Transfer to temporarily restricted		(1,269,857) (300,000)		(246,685)
Interest and dividend income		(300,000) 146,709		(300,000) -0-
Change in permanently restricted net assets	-	(1,423,148)	·	(546,685)
Change in net assets		(9,316,169)		37,092
Net assets, beginning of year		13,860,727	43	3,823,635
Net assets, end of year		34,544,558 \$		3,860,727
		<u> </u>	-70	-,000,727

CONSOLIDATED STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2009 AND 2008

	2009	2008
Operating activities		
Change in net assets	\$ (9,316,169)	\$ 37,092
Adjustments to reconcile change in net assets to net	t .	
cash flows from operating activities		
Depreciation and amortization	2,447,330	2,239,273
Bad debt	3,605,105	269,724
Unrealized losses on investments	45,441	1,098
Allowance on unconditional promises to give	291,608	419,626
(Gain)/loss on disposal of assets	21,713	(300)
Changes in operating assets and liabilities		,
Accounts receivable, net	(1,921,686)	1,327,177
Other receivables	616,669	19,957
Prepaid expenses and other current assets	478,169	143,620
Other assets	109	(351)
Due from affiliate entities	(193,265)	(41,229)
Promises to give, net	993,095	(363,932)
Accounts payable and accrued expenses	(526,803)	98,856
Accrued payroll, benefits and taxes	(905,596)	(85,588)
Other liabilities	2,306,694	` -0-
Net cash flows from operating activities	(2,057,586)	4,065,023
Investing activities	-	
Purchase of property and equipment	(2,273,727)	(7,446,763)
Change in assets whose use is limited, net	1,742,839	(144,158)
Net cash flows from investing activities	(530,888)	(7,590,921)
Financing activities		
Proceeds from borrowings	-O -	50,000
Principal payments on long term debt	(1,032,445)	(657,763)
Net cash flows from financing activities	(1,032,445)	(607,763)
Net change in cash and cash equivalents	(3,620,919)	(4,133,661)
Cash and cash equivalents, beginning of year	6,240,582	10,374,243
Cash and cash equivalents, end of year	\$ 2,619,663	\$ 6,240,582
Supplemental cash flows information Cash paid for interest	\$ 99,177	\$ 223.039
= 1, 2, 2, 3, 1, 1, 1, 2, 3, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,	Ψ 00,177	\$ 223,038

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Centerstone of Tennessee, Inc. and its consolidated entities (the Center) are private, non-profit corporations that provide multi-funded, locally directed community mental health services for treatment and prevention of emotional, mental and social problems of everyday living. The Center maintains clinics in multiple Tennessee counties, with the main administrative offices located in Nashville, Tennessee. The Center and its consolidated entities share a common management team and Board of Directors. Consolidated entities include Cumberland Holding Corporation and Centerstone Endowment Trust.

Principles of Consolidation

The consolidated financial statements include the accounts of Centerstone of Tennessee, Inc., Cumberland Holding Corporation, and Centerstone Endowment Trust. All material intercompany accounts and transactions have been eliminated.

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of the revenues, expenses, gains, losses and other changes in net assets during the reporting period. Significant estimates sensitive to change in the near term include the allowance on accounts receivable, estimated third party settlements and self insurance for employee health claims incurred but not reported. Actual results could differ from those estimates.

Basis of Presentation

Financial statement presentation follows the recommendations outlined in the Financial Accounting Standards Board Accounting Standards Codification (FASB ASC) for Non-Profit Entities. The Center is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets and to distinguish between contributions that increase permanently restricted net assets, temporarily restricted net assets, and unrestricted net assets.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Affiliated Entities

Centerstone of America, Inc. is the holding company of the Center.

Advantage Behavioral Health is a not-for-profit organization that provides billing and administrative services and support to behavioral health organizations. Advantage Behavioral Health is a sister corporation of the Center.

Centerstone of Indiana, Inc. is a community mental health center with locations in various counties in Indiana. Centerstone of Indiana, Inc. is a sister corporation of the Center.

Centerstone Housing Resources, Inc. is a not-for-profit agency and is a sister corporation the Center.

Net Asset Classifications

Net assets are to be classified as unrestricted, temporarily restricted, and permanently restricted.

Unrestricted Net Assets

The unrestricted net asset class includes general assets and liabilities of the Center. The unrestricted net assets of the Center may be used at the discretion of management to support the Center's purposes and operations.

Temporarily Restricted Net Assets

The Center's temporarily restricted net assets consist of contributions to the Centerstone of Tennessee where the use of the funds is restricted by the terms of the pledge.

Permanently Restricted Net Assets

The Center's permanently restricted net assets consist of gifts where the use of the funds is restricted by the terms of the gift.

Cash and Cash Equivalents

For purposes of reporting cash flows, the Center considers all liquid investments with an original maturity of three months or less to be cash equivalents. The Center maintains these deposits with banks. At times, these deposits may exceed federally insured limits. The Center believes it is not exposed to any significant credit risk on cash and cash equivalents.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Restricted Cash

The Center's restricted cash includes debt service withheld by the Tennessee Local Development Authority pooled loan program representing one year of debt service, cash restricted by HUD regulations and a debt service reserve required by an agreement with The Health and Educational Facilities Board of the Metropolitan Government of Nashville and Davidson County.

Income Taxes

The Center and its consolidated entities are exempt from federal income taxes under Section 501(c)(3) of the U.S. Internal Revenue Code.

Accounting for Uncertainty in Income Taxes

The Income Tax Topic of the FASB ASC clarifies accounting principles generally accepted in the United States of America for recognition, measurement, presentation and disclosure relating to uncertain tax positions. It applies to business enterprises, not-for-profit entities, and pass-through entities, such as S corporations and limited liability companies. As permitted, the Center elected to defer application until issuance of its June 30, 2010 financial statements. For financial statements covering periods prior to fiscal year 2010, the Center evaluates uncertain tax positions in accordance with existing accounting principles generally accepted in the United States of America and makes such accruals and disclosures as might be required there under.

Unconditional 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 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.

Donor Support

The Center reports gifts of land, buildings, and equipment as unrestricted support unless explicit donor stipulations specify how the donated assets must be used.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support.

Absent explicit donor stipulations regarding how long those long-lived assets must be maintained, the center reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service, as instructed by the donor. The Center reclassifies temporarily restricted net assets to unrestricted net assets at that time.

Investments and Investment Income

Investments in equity securities and debt securities are measured at fair value in the balance sheets. Fair values are based on quoted market prices, if available, or estimated using quoted market prices for similar securities.

Investment income (including realized gains and losses on investments, interest, dividends and declines in value determined to be other-than-temporary) from all investments is reported as gains (losses) unless the income is restricted by donor or law. Investment income and gains restricted by a donor are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the income and gains are recognized.

The Center holds Level 1 investments, in which fair market values are readily determinable using quoted prices in active markets for identical assets as determined by the FASB ASC.

Assets Whose Use Limited

The Center has established Centerstone Endowment Trust for the purpose of serving as a permanent charitable endowment fund for the support of the Center. The Center is the sole trustee of the Trust. Currently, the terms of the Trust require annual distributions to the Center of an amount equal to 4.5% of the average of the net fair market values of the Trust assets as determined at the end of the three most recently completed calendar years. The fair value of the Trust assets as of June 30, 2009 and 2008 was \$4,637,522 and \$6,332,480, respectively. The Trust was initially funded by a gift from the Dede Wallace Foundation. The terms of the gift included restrictions on the use of funds distributed by the Trust to the Center. The funds consist of cash and cash equivalents, bonds, and common stocks.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Performance Indicator and Operating Indicator

The consolidated statements of activities and changes in net assets include a performance indicator, net income (loss) which is equivalent to and entitled change in unrestricted net assets. Changes in unrestricted net assets which would be excluded from net income, include distributions to members, capital contributions from members, gifts of long-lived property and changes in unrealized gains (losses) on other than trading securities. The consolidated statements of activities and changes in net assets also include an operating indicator, operating income (loss). Certain nonoperating items are excluded from the operating indicator including investment income (loss), gains and losses on investments, and gains (losses) on disposal of equipment.

Advertising Cost

The Center uses advertising to promote its programs and services among the clients it serves. The advertising costs are expensed as incurred. Advertising costs for the Center totaled \$118,161 and \$284,326 for June 30, 2009 and 2008, respectively.

Property and Equipment and Depreciation

Expenditures for property and equipment and items which substantially increase the useful lives of existing assets are capitalized at cost. The Center provides for depreciation on the straight-line method at rates designed to depreciate the costs of assets over estimated useful lives as follows:

	Years
Furniture and equipment	3-10
Leasehold improvements	10
Buildings	18-30
Building and land improvements	5-20

Gifts of long-lived assets such as land, buildings, or equipment are reported as unrestricted support, and are excluded from the excess of revenues over expenses, unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Net Client Service Revenue and Accounts Receivable

The Center has agreements with third-party payors that provide for payments to the Center at amounts different from its established rates. Payment arrangements include prospectively determined rates per discharge, discounted charges, and per Net client service revenue is reported at the estimated net diem payments. realizable amounts from patients, third-party payors, and others for services rendered, including estimated retroactive adjustments under agreements with thirdparty payors for audits. Retroactive adjustments are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods, as final settlements are determined. No accrual is made for those retroactive adjustments that are not reasonably estimable. The Center estimates an allowance for contractual adjustments and for doubtful accounts based on an evaluation of historical adjustments and losses, current economic conditions and factors unique to their situations. The Center's allowances as of June 30, 2009 and 2008 were \$2,307,172 and \$1,966,832, respectively.

Given the current regulatory and reimbursement environment, there can be no assurances that adequate reimbursement levels will continue to be available for the services provided by the Center. Significant limits on the scope of services reimbursed and on reimbursement rates and fees could have a material adverse effect on the Center's liquidity, financial condition and results of operations.

Public Support

The Center receives federal and state grants for providing services in specific program areas. Receipt of these funds is subject to the fulfillment of certain obligations by the Center as prescribed by these programs and funds may be subject to repayment upon a determination of noncompliance made by a funding agency.

The Center derives a significant portion of its revenue from third-party payors and federal and state funding programs. The receipt of future revenues by the Center is subject to among other factors, federal and state policies affecting the health care industry, economic conditions that may include an inability to control expenses in periods of inflation, increased competition, market pressures on premium rates and other conditions which are impossible to predict.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Estimated Third Party Settlements

The Center has estimated third party liabilities for certain programs reflecting the difference between interim reimbursement and reimbursement as determined by contractual agreements and third-party audits. Based upon payments received the Center has estimated third party settlements of \$2,196,750 and \$-0- as of June 30, 2009 and 2008, respectively.

Charity Care

The Center provides care to patients who meet certain criteria under its charity care policy without charge or at amounts less than its established rates. The charity care amounts are not reported as net client service revenue as the Center does not pursue collection.

Subsequent Events

The Center evaluated events or transactions occurring subsequent to the balance sheet date for recognition and disclosure in the accompanying financial statements through the date the financial statements are issued which is February 16, 2010.

Reclassifications

Certain information from 2008 has been reclassified to conform to the 2009 presentation.

2. AFFILIATED ENTITY TRANSACTIONS

The Center entered into payroll and working capital transactions with Centerstone of Indiana, Inc., a community mental health center with locations in various counties in Tennessee. The Center has recorded a payable to Centerstone of Indiana, Inc. as of June 30, 2009 in the amount of \$900,588 and a receivable as of June 30, 2008 in the amount of \$41,229.

The Center has entered into payroll transactions involving administrative and management expenses with Centerstone of America, Inc., the holding company of the Center and other affiliates. The Center has a recorded a receivable as of June 30, 2009 in the amount of \$456,829.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

The Center entered into payroll and other transactions with Advantage Behavioral Health, a not-for-profit organization that provides billing and administrative services and support to behavioral health organizations. The Center has recorded a receivable as of June 30, 2009 and 2008 in the amount of \$1,221,442 and \$544,202, respectively. The Center also has a long-term receivable which is included in other assets in the amount of \$1,965,072 related to initial start up expenditures for Advantage.

The Center entered into payroll transactions with Centerstone Housing Resources, Inc., a not-for-profit agency helping place homeless clients receive shelter. The Center has a receivable as of June 30, 2009 in the amount of \$1,013.

3. FAIR VALUE OF FINANCIAL INSTRUMENTS

The Fair Value Measurements and Disclosures Topic of the FASB ASC requires certain disclosures regarding the fair value of financial instruments. Financial instruments held by the Center impacted by include the Center's investments which are measured using quoted prices in active markets.

The Center partially adopted the provisions of the Topic for fiscal year 2009, but will delay adoption of non-financial assets and non-financial liabilities. Companies are permitted to partially defer the effective date for non-financial assets and non-financial liabilities, except for items that are recognized or disclosed at fair value in the financial statements on a recurring basis, until fiscal year 2010.

When fully adopted, the Center will apply the provisions of the Topic to certain non-financial assets and liabilities and is currently evaluating the impact of the full adoption of this statement on the changes in net assets and financial position.

Fair values of financial instruments as of June 30, 2009 are as follows:

		Total		uoted market prices for entical assets Level 1	other c	nificant observable oputs evel 2	unol i	gnificant bservable nputs evel 3
Assets limited as to use Mutual funds and equities	\$	4,459,598	<u> </u>	4,459,598	\$	-0-	\$	-0-
		4,459,598	\$	4,459,598	\$	-0-	\$	-0-
Cash and cash equivalents Total	\$-	184,551 4,644,149			-			

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

The following methods and assumptions were used by the Center in estimating the fair value of its financial instruments:

- Cash and cash equivalents, accounts receivable, accounts payable, and accrued expenses: The carrying amount reported in the consolidated statements of financial position for cash and cash equivalents, accounts receivable, accounts payable, accrued expenses and estimated contractual settlements approximate fair value.
- Long-term debt: Fair value of the Center's revenue bonds is based on current traded value. The fair value of the Center's remaining long-term debt approximates carrying value.

4. ASSETS WHOSE USE IS LIMITED

The composition of assets limited as to use at June 30, 2009 and 2008 is set forth in the following table. Investments are stated at fair.

	2009			2008
Cash and cash equivalents	\$	184,551	\$	147,556
Corporate bonds		- 0-		116,723
Mutual funds and equities		4,459,598		6,077,268
	\$	4,644,149	\$	6,341,547
	Ψ	7,044,143	Ψ	0,341,34

Investment income (loss) consists of the following for 2009 and 2008:

	 2009	 2008
Interest and dividend income	\$ 188,367	\$ 272,790
Loss on investments	 (1,271,713)	(247,785)
	\$ (1,083,346)	\$ 25,005

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

5. PROPERTY AND EQUIPMENT

Property and equipment consist of the following as of June 30:

	2009	2008
Land	\$ 2,956,557	\$ 2,793,057
Buildings and improvements	25,431,590	25,223,391
Furnishings, equipment and vehicles	17,502,648	13,880,917
Construction in progress	3,109,152	5,050,486
	48,999,947	46,947,851
Accumulated depreciation and amortization	(21,341,368)	(19,003,074)
	\$ 27,658,579	\$ 27,944,777

6. PROMISES TO GIVE

Promises to give consist of pledges restricted to the support of the Center. Promises to give are adjusted to the present value of the estimated future cash flows using a discount rate of 6% and also include an allowance for estimated uncollectable pledges.

	2009	2008
Promises to give	\$ 3,480,489	\$ 4,483,634
Less allowances for uncollectible pledges and discount	(701,184)	(419,626)
	\$ 2,779,305	\$ 4,064,008
Amounts due in:		
Less than one year	\$ 1,027,363	\$ 1,146,140
One to five years	1,751,942	2,885,673
More than five years	-0-	32,195
· -	\$ 2,779,305	\$ 4,064,008

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

7. LONG TERM DEBT

Long term debt consists of the following:

	2009	2008
Variable rate revenue bonds payable, principal payments are deposited into a reserve account monthly at various amounts, beginning with \$30,000 and declining over term to \$8,333 through March 2011, collateralized by land, buildings and improvements and a Bank letter of credit guaranteed by the Foundation	\$ 200,000	\$ 400,000
Note payable, 8.375% interest rate, requiring monthly principal and interest payments of \$1,468 through March, 2031, collateralized by real estate located		
in Clarksville, TN	178,952	179,540
Note payable, 5.77% variable interest rate, monthly principal and interest payments averaging \$16,739 with a balloon payoff of \$1,636,250 in May 2012, collateralized by building in Shelbyville, TN	1,925,000	2,030,000
Notes payable for financed insurance, 4.99% to 8.67% interest rate. Paid in full during 2009.	-0-	435,802
Note payable, 4.50% variable interest rate. Paid in full during 2009.	-0-	50,000
Note payable, 4.58% interest rate, monthly principal and interest payments of \$20,138 through February 2012, collateralized by equipment located throughout Middle Tennessee	606,903	815,080
Note payable, 8.2% interest rate, requiring monthly principal and interest payments of \$4,430 through December, 2011, collateralized by equipment	·	
located throughout Middle Tennessee	132,869	165,747
	3,043,724	4,076,169
Current portion	(469,771)	(1,143,516)
Total long term debt	\$ 2,573,953	\$ 2,932,653

The future maturities of long-term debt are as follows for the years ending June 30:

2010	\$ 469,771
2011	535,603
2012	1,868,378
2013	3,522
2014	3,829
Thereafter	162,621
	\$ 3,043,724

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

8. NET ASSETS

Temporarily restricted net assets are available for the following purposes as of June 30, 2009 and 2008:

	-	2009	 2008
Dede Wallace Campus CAFS Programs	\$	2,580,851 1,000	\$ 2,806,474 6,000
Unmet Needs SE Middle TN Programs		595,935	794,000
Research	<u></u>	2,700 1,606,048	 4,000 1,017,097
	_\$	4,786,534	\$ 4,627,571

Permanently restricted net assets consist of the following as of June 30, 2009 and 2008:

	 2009	2008
Foundation Endowments	 4,315,794	\$ 5,738,942

9. ENDOWMENT FUND

The Center's endowment consists of a fund established for a specific purpose. The endowment includes only donor-restricted funds to function as an endowment. Net assets associated with the endowment fund are classified and reported based on the existence or absence of donor-imposed restrictions.

The objective is to meet or exceed the market index, or blended market index, selected and agreed upon by the Center or provide an acceptable return with lower volatility or credit risk. In order to meet its needs, the investment strategy of the Center is to emphasize total return; that is, the aggregate return from capital appreciation and dividend and interest income. Specifically, the primary objective in the investment management for endowment fund assets shall be long-term growth of capital and to emphasize long-term growth of principal while avoiding excessive risk. Short-term volatility will be tolerated in as much as it is consistent with the volatility of a comparable market index. The board of directors has interpreted the relevant law as requiring prudent preservation of the fund and evaluates the amounts of unrestricted income and the unrealized gains and losses periodically.

The Center has a policy of appropriating for distribution an amount of earned income based upon a stipulated formula.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

The endowment net assets by type of fund as of June 30, 2009 and 2008:

	 2009	 2008
Donor-restricted endowment funds Permanently restricted	\$ 4,315,794	\$ 5,738,942
Total endowment funds	\$ 4,315,794	\$ 5,738,942

For 2009 and 2008, the Center had the following endowment-related activities:

	Permanently restricted							
Endown auto-of	2009	2008						
Endowment net assets, beginning of year	\$ 5,738,942	\$ 6,285,627						
Net investment income and other changes	(1,423,148)	(546,685)						
Endowment net assets, end of year	\$ 4,315,794	\$ 5,738,942						

10. FUNCTIONAL EXPENSES

The Center provides behavioral healthcare services to residents within its geographic location. Expenses related to providing these services for 2009 and 2008 are as follows:

2009	2008
\$ 62,185,611	\$ 51,822,671
11,844,878	18,207,966
\$ 74,030,489	\$ 70,030,637
	\$ 62,185,611 11,844,878

11. PENSION PLAN

The Center implemented a 403(b) Retirement Savings Plan for all eligible employees. The plan allows employee contributions limited to the lesser of 20% of compensation or the maximum allowed by law. The plan also allows for employer matching at the discretion of the Center.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

During 2009, the Center voted to freeze employer contributions. Pension expense for the years ended June 30, 2009 and 2008 was \$813,599 and \$1,003,723.

12. COMMITMENTS AND CONTINGENCIES

Operating Leases

The Center has several operating leases, for certain operating facilities and equipment through 2016. Total rent expense was and \$306,898 and \$988,261 for the year ended June 30, 2009 and 2008, respectively.

Future minimum lease payments under non-cancelable operating leases are as follows for the years ending June 30:

\$ 385,608
156,139
36,563
34,406
28,649
 49,164
\$ 690,529
\$

Medical Malpractice Claims

The Center purchases professional and general liability insurance to cover medical malpractice claims. There are known claims and incidents that may result in the assertion of additional claims, as well as claims from unknown incidents that may be asserted arising from services provided to clients. The Center's policy allows for \$1,000,000 per claim and an aggregate amount of \$3,000,000.

Self Insurance

The Center has elected to act as a self-insurer for certain costs related to employee health, dental and accident benefit programs. Expenses resulting from claims experience are recorded as incurred including an estimate of claims incurred but not reported. The related expense for the years ended June 30, 2009 and 2008 aggregated \$5,075,246 and \$4,385,328 respectively. The Center has purchased insurance, which limits its exposure on a per individual basis and on an aggregate basis.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

Compensated Absences

Employees of the Center are entitled to paid time off depending on the length of service. The estimated value of accumulated paid time off as of June 30, 2009 and 2008 was \$3,220,741 and \$3,384,242, respectively.

Litigation

The Center has pending lawsuits for damages in which it is named as the defendant. The Center, after consultation with counsel, believes that these claims will not materially affect the Center's financial position.

13. CONCENTRATIONS OF CREDIT RISK

The Center's main offices are located throughout the State of Tennessee. The Center grants credit without collateral to its clients, most of who are local residents and are insured under third-party payor agreements. Accounts receivable and revenues from clients and third-party payors were as follows:

	Receiv	vables	Reve	nue
	2009	2008	2009	2008
Medicare	16%	20%	6%	7%
Medicaid	8%	2%	1%	1%
TennCare	45%	49%	87%	86%
Clients	12%	21%	3%	3%
Other third-party payors	19%	8%	3%	3%
	100%	100%	100%	100%

14. MANAGEMENT'S PLAN FOR IMPROVED OPERATIONS

The fiscal year ended June 30, 2009 was one of the most financially challenging years in the history of the Center. Challenging events included contract negotiations, TennCare disenrollments and software conversions. The most significant change was a transition to new contracts with TennCare managed care companies which provide significantly less reimbursement for the services provided by the Center to TennCare enrollees. Compounding this problem was a reduction in the number of individuals enrolled in TennCare. Finally, billing software conversion problems delayed claim submissions to all payors and resulted in dramatic reductions in cash reserves and increases in bad debts.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2009 AND 2008

In response to these issues, the clinical and administrative operations of the Center were restructured to reduce the number of non-revenue producing staff and reduce or eliminate non-staff expenses where appropriate. Clinical productivity expectations were increased and an incentive program was implemented to motivate increased productivity.

Management believes the staff and other expense reductions along with improvements in billing accuracy and collection efficiency will improve the operating results for the Center from the loss experienced in the year ended June 30, 2009 to a budgeted surplus for the year ended June 30, 2010.

15. SUBSEQUENT EVENT

Centerstone of America, Inc. has obtained additional financing in the approximate amount of \$4,900,000. The financing will assist with additional liquidity and be utilized to pay off certain debt instruments.

SUPPLEMENTARY INFORMATION

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2009

	3579,969 39,694 327,363	820 951 284 604	685 579 116 942	471	771 107 300 550 888	13 53 60	30 34 58 71
i H	2,579,969 39,694 1,027,363	2,703,820 2,703,820 3,536,951 1,679,284 277,604	11,844,685 27,658,579 2,054,116 1,751,942	47,953,471	469,771 2,093,107 5,064,800 2,196,750 900,588	10,834,960 2,573,953 13,408,913	25,442,230 4,786,534 4,315,794 34,544,558 47,953,471
	€9	ļ			↔		cs.
Eliminations	\$	-0- -0- (418,513)	(418,513) -0-	(418,513)	-0- -0- -0- -0- -0- -0- -0-	(418,513) -0- (418,513)	-0- -0- -0- -0- (418,513)
	↔			00	ω		69
Cumberland Holding Co., Inc	44,571 39,694	ç	743,778 -0-	228,324	2,799 6,174 0- 110,604	176,153 295,730	(67,406) -0- -0- (67,406) 228,324
S 등	↔	ļ		so	↔		6
Centerstone Endowment Trust	6	÷	-0- -0- -0- 4,637,522	\$ 4,637,522	\$ -0- -0- 307,909	-0-	10,864 2,955 4,315,794 4,329,613 \$ 4,637,522
Centerstone of Tennessee, Inc.	\$ 2,535,398 -0- 1,027,363 2,703,820	3,536,951 2,097,797 277,323 12,178,652	27,514,801 2,054,116 1,751,942 6,627	\$ 43,506,138	\$ 466,972 2,086,933 5,064,800 2,196,750 900,588 109,944	2,397,800	25,498,772 4,783,579 -0- 30,282,351 \$ 43,506,138
ASSETS Current assets	Cash and cash equivalents Restricted cash Unconditional promises to give, current Accounts receivable, net Other receivable.	Due from affiliated entities Prepaid expenses and other current assets Total current assets	Property and equipment, net Other assets Unconditional promises to give Assets whose use is limited	Total assets LIABILITIES AND NET ASSETS	Current liabilities Current portion of long term debt Accounts payable and accrued expenses Accrued payroll, benefits and taxes Estimated third party settlements Due to affiliated entities Other current liabilities Total current liabilities	Long term debt, net of current portion Total liabilities Net assets	Onrestricted Temporarily restricted Permanently restricted Total net assets Total liabilities and net assets

See Report of Independent Auditors on Pages 1 and 2.

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2009

Revenue and other support Centerstone of Tennessee, Inc. Centerstone Endowment Trust Centerstone Centerstone Centerstone Centerstone Centerstone Centerstone Contracted services Total Total Public support 8, 13,947,997 8, 13,947,997 9-0-0 \$ 43,947,997 8, 13,794 9-0-0 \$ 43,947,997 9-0-0 \$ 43,547,997 9-0-0 \$ 43,547,997 9-0-0 \$ 44,567,947,997 9-	•																
and other support Centerstone of Tennessee, Inc. Centerstone Cumberland Holding Corp Eliminations 1 service revenue \$ 43,947,997 \$ -0- \$ -0- \$ -0- ppoort \$ 20,501,699 -0- \$ -0- \$ -0- 1,028,134 -0- \$ -0- \$ -0- \$ -0- 0,501,699 -0- -0- \$ -0- \$ -0- 0,51,794 -0- -0- \$ -0- \$ -0- 0,51,794 -0- -0- \$ -0- \$ -0- 0,51,794 -0- 41,554 -0- \$ -0- 0,51,794 -0- 41,554 -0- \$ -0- 0,51,53,734 -0- 41,554 -0- -0- 0,523,738 -0- 6,545 -0- -0- 0,523,738 -0- 6,545 -0- -0- 0,524,537 -0- -0- -0- -0- 0,523,738 -0- -0- -0- -0- 0,523,734 -0- -0-	- - -	43,947,997	20,201,669 873,794 1,069,688	66,093,148	45,575,398	1,609,923	3,884,796	4,468,354	2,656,316	1,511,956	2,982,764	528,591	2,447,330	3,605,105	99,177	74,030,489	(7,937,341)
and other support Centerstone of team of their support Centerstone of Tennessee, Inc. Centerstone Comberland Corp Elimin Endowment Trust Holding Corp Elimin Endowment Trust pport 20,501,669 -0- \$ -0- \$ -0- \$ -0- the service revenue 873,794 -0- -0- -0- venue and other support 66,351,594 -0- 41,554 -0- d finige benefits 45,575,313 -0- 41,554 -0- d supplies 1,823,031 -0- 41,554 -0- d supplies 1,603,378 -0- 65,45 -0- d services 2,76,925 -0- 11,290 -0- d services 1,511,956 1,290 1,290 1,290 d services 2,685,476 -0- 4,658 d services 2,886,619 -0- 4,658 d services 2,886,41 -0- 4,658 no and amorifization 2,247,330 -0- -0- sous 2,665,77 -		€9	€9	-													↔
and other support Centerstone of service revenue Centerstone of team		-0-	-0- -0-	(000,000)	ф ф	o ^l	수	ф	† (수 수	o op	\doc	¦ ¢	ģ	¢ ¢	¢	(300,000)
and other support Centerstone of Tennessee, Inc. Centerstone Cumberland Holding Contents of Endowment Trust Cumberland Cumberland Holding Contents of State	13	ł													į		()
and other support Centerstone of Tennessee, Inc. Centerstone Endowment Trust t service revenue \$ 43,947,997 \$ -0-90,001,669 pport 20,501,669 -0-90,001,669 wenue and other support 66,351,394 -0-90,001,600	Cumberland Holding Corp		-0- 41,554 41,554	, i	2,245	6,545	87	, 0,000	0-7- -0-	4,658	13,351	¦ ¢	¢	47 020	2,890	66,358	(24,804)
Service revenue	ا ام		, ,,,					<u>.</u> _	_							1	_
Service revenue	stone ant Tru	99	9 9 9	9	90	?	Ŷ.) 25. 29.	Ċ.	ф c	÷ ¢	¢	ợ (÷ ¢	8,425	10,045	10,045
Tenn Tenn Tenn Tenn Tenn Tenn Tenn Tenn	Center	↔					•										
Tenn Tenn Tenn Tenn Tenn Tenn Tenn Tenn	stone of see, Inc.	947,997 501,669	028,134 351,594	575,313	823,031 603,378	866,619	276,925 468,024	553,736	511,956	302,240 369,413	528,591	147,330	35,657 305,105	82,147	83,641 54,086	00 400)	02,432)
f service revenue f peort f service revenue pport fs released from restriction wenue and other support d fringe benefits e d supplies nd postage ed services management fees fileases nd Maintenance fion and amortization sous sous sous sous sing loss	Centers	20,	66,	45,	~~~	က်		2,6	~~``	2,5		7, 4	ິດ		73.9	(7.6	<u>.</u>
Revenue and other support Net client service revenue Public support Net assets released from restriction Other Total revenue and other support Expenses Salary and fringe benefits Telephone Travel Drugs and supplies Printing and postage Contracted services Printing and postage Contracted services Printing and leases Utilities Repairs and Maintenance Depreciation and amortization Insurance Bad debt Interest Miscellaneous Total expenses Operating loss	7	↔	1					•								(•
Revenue and other support Net client service revenue Public support Net assets released from restriction Other Total revenue and other support Expenses Salary and fringe benefits Telephone Travel Drugs and supplies Printing and postage Contracted services Printing and postage Contracted services Printing and management fees Rents and leases Utilities Repairs and Maintenance Depreciation and amortization Insurance Bad debt Interest Miscellaneous Total expenses Operating loss																	
Revenue and ot Net client service Public support Net assets relea Other Total revenue Expenses Salary and fring Telephone Travel Drugs and supp Printing and pos Contracted service Purchased service Purchased service Rents and lease Utilities Repairs and Mai Depreciation and Insurance Bad debt Interest Miscellaneous Total expenses Operating los	her support	se revenue ased from restriction	and other support	e benefits	\$ =	stage	ices	ices Iement fees	Si		intenance d amortization				4 0	S	
Revenue Net clier Public si Net asse Other Total ralephol Travel Drugs ar Printing a Contract Purchase Rents an Utilities Bad debt Interest Miscellan Total ey	and ot	nt servic upport ets relea	evenue	nd fring Je	S P	and pos	ed serv	ed servi Manad	d lease	nd Mai	tion and	a)		eons	penses	ting los	
	Revenue	Public si	Total r	Salary a Telephor	Travel Drugs ar	Printing (Contract	Affiliated	Rents an	Utilities Renairs	Deprecia	Insurance	5ad debt	Miscellan	Total e	Opera	

See Report of Independent Auditors on Pages 1 and 2.

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2009

Nonoperating revenues (Centerstone of Tennessee, Inc.	Centerstone Endowment Trust	Cumberland	i	-	
Gain/(loss) on disnosal of equipment	•		d Co Silling	Eliminations	Total	
Gain/(loss) on investments	\$ (21,713)	- -	-Q-	69		
Interest and dividend income	(1,856)	수	-0-		(21,713) (1 956)	
Total nonoperating income (expense)	(132,732)	∳ ♠	201	φ	41,658	
sexuades and expenses	(114,844)	-	201	-0-	(132,732)	
Change in unrestricted net assets	(7 717 336)			5	(114,643)	
Changes in temporarily restricted net assets	(000,11,1,1)	(10,045)	(24,603)	(300,000)	(8,051,984)	
Contributions and pleddes not						
Transfer from permanently restricted	729,802	2,955	ç	c		
Net assets released from restriction	0-	300,000	, ¢	;	732,757	
Change in temporarily restricted and	(873,794)	(300,000)	0	300 000	300,000	
Seriored het assets	(143,992)	2,955		000,000	(0/3,/94)	
Changes in permanently restricted net assets		•	Þ	300,000	158,963	
Gain/(loss) on investments	c				-	
Transfer to temporarily restricted	- - -	(1,269,857)	Ċ	ţ	(4.060.01)	
Interest and dividend income	† •	(300,000)	¢	o ¢	(758,857)	
Change in permanently restricted and and	-0-	146,709	o-	b ¢	(300,000)	
Siese lief assets	0	(1,423,148)	ļ Ģ		140,708	
Change in net assets	(7 861 300)		}	-O-	(1,423,148)	
Net assets, beginning of year	(026,100,1)	(1,430,238)	(24,603)	o o	(9.316 169)	
Net assets, end of year	\$ 30 282 351	5,759,851	(42,803)	ф	43 860 727	
	00,000	4,329,613	\$ (67,406)	°-0-	\$ 34.544.558	

CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2008

Total		17,268,785 27,944,777 2,054,225 2,917,868 6,341,547	2	5,970,396 -0- 9,733,822	4,922,033 12,666,475 33,494,214 4,627,571 5,738,942 43,860,727 56,527,202
Eliminations		(241,472) -0- -0- -0-	(647,472)	.0. (647,472) (647,472)	(647,472) -0- -0- -0- -0- (647,472) \$
Cumberland Holding Co., Inc	\$ 32,344 \$ 38,736 -0-0-0-0-71360	143,778	\$ 215,138 \$ \$ 2,683 \$ 3,558	-0- 74.843 81,084 176.857	257,941 (42,803) -0- (42,803) \$ 215,138 \$
Centerstone Endowment Trust	\$	-0- -0- 6,332,480	\$ 6,332,480 \$ -0-	-0- 572,629 572,629 -0-	572,629 20,909 -0- 5,738,942 5,759,851 \$ 6,332,480
Centerstone of Tennessee, Inc.	\$ 6,169,502 -0- 1,146,140 4,387,239 4,153,620 1,232,903 755,493 17,844,897		\$ 50,627,056 \$ 1,140,833 2,616,352	5,970,396 -0- 9,727,581 2,755,796	12,483,377 33,516,108 4,627,571 -0- 38,143,679 \$ 50,627,056
ASSETS Current assets	Cash and cash equivalents Restricted cash Unconditional promises to give, current Accounts receivable, net Other receivables Due from affiliated entities Prepaid expenses and other current assets Total current assets	Property and equipment, net Other assets Unconditional promises to give Assets whose use is limited Total assete	LIABILITIES AND NET ASSETS Current liabilities Current portion of long term debt Accounts payable and accrued expenses Accrued payroll, benefits and faxes	Due to affiliated entities Total current liabilities Long term debt, net of current portion	Total liabilities Net assets Unrestricted Temporarily restricted Permanently restricted Total net assets Total liabilities and net assets

See Report of Independent Auditors on Pages 1 and 2.

	IN NET ASSETS	Eliminations	\$ -0-	\$ -0-		, o o	, o o	수 수	φφο		, o	수 수		-0
TITLESCEE, INC.	ND.CHANGES 2008	Cumberland Holding Corp	. €	-0- 33,369 33,369	J	3,008 9,086	29,527 215	수 수	1,625 25,168	-0- 4.895	·	15,144	2,049	\$ (57.348)
	MENT OF ACTIVITIES AND CI YEAR ENDED JUNE 30, 2008	Centerstone Endowment Trust	, , , ,	0-0-		∳ ợ ç	, , ,	· 0 0	, ,	÷	φφ	¢ ¢	þ	•
	CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2008	Cen	\$ 50,015,664 18,878,739 635,101	70,008,992	47,306,134 1,534,031	1,544,030 4,081,463	320,928 3,564,267	2,001,936 986,636	2,974,632 375,518	2,234,378 654.869	269,724	1,883,480	69,939,920	\$ 69,072 \$
	CONSOLIDATIN	Revenue and other support Net client service revenue	Net assets released from restriction Other	Expenses Salary and fringe henefits	Telephone Travel	Drugs and supplies Printing and postage	Contracted services Purchased services Rents and the services	Utilities	Repairs and Maintenance Depreciation and amortization	Insurance Bad debt	Interest Miscellaneous	Total expenses	Operating loss	

See Report of Independent Auditors on Pages 1 and 2.

(288,276)

(300,000)

(57,348)

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2008

Eliminations	\$ 0	356 -0- 272,790 -0- 272,790 -0- (252.054)	-0-	0, 0	-0- 300,000 (635,101) -0- 852,117	· -0-	-0- (300,000) -0- (546.685)	-0- -0- \$
Cumberland Holding Corp	↔	8	356 (56,992)			·	77	(56,992) 14,189 \$ (42,803)
Centerstone Endowment Trust	¢ ;	20,909	20,909	300,000	-0-	(246,685)	(546,685)	(525,776) 6,285,627 \$ 5,759,851
Centerstone of Tennessee, Inc.	\$ 300 (1,100)	272,434 (272,963) (1,329)	67,743	1,187,218 -0- (635,101)	552,117	0-	-0-	37,523,819 \$ 38,143,679
Nonoperating revenues (expenses)	Gain/(loss) on disposal of equipment Gain/(loss) on investments Interest and dividend income	Other nonoperating income (expenses) Total nonoperating revenues and expenses	Change in unrestricted net assets Changes in temporarily restricted net assets	Contributions and pledges, net Transfer from permanently restricted Net assets released from restriction	Change in temporarily restricted net assets	Gain/(loss) on investments Transfer to temporarily restricted net assets	Change in permanently restricted net assets Change in net assets	Net assets, beginning of year Net assets, end of year

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS YEAR ENDED JUNE 30, 2009

June 30, 2009	\$ -0- (10,044)	(10,044 <u>)</u> -0- -0-	¢	(66,477)	(11,052) (25,390) (26,922)	(31,940) (32,275) (24,220) (29,967)	(40,596) (39,837) -0,	(108,564) -0- (343,509)	-0- (31,745) (9,758) (34,916) (9,750)
Federal		187,645 32,470 28,321 -0-	60,791	454,591 -0-	306,551 387,266 350,849 451 949	201,716 201,716 188,816 337,732	161,020	439,829 -0- 883,704	-0- 69,468 42,164 39,581 10,018
Federal Receipts	\$ 210 14,101 163,500	39,657 38,397 11,080	89,134	155,476	369,721 416,172 378,355 498.894	169,441 164,596 368,531 419,450	121,183	331,265 195,707 540,195	13,922 37,723 43,890 4,665 1,252
June 30, 2008 (Accrued) Deferred	\$ (210)	(7,187) (10,076) (11,080)	(28,343)	(155,476)	(74,222) (54,296) (54,428) (78,885)	0- -0- (60,766) (62,612)	-0- (71,250)	-0- (195,707) -0- (13,922)	(11,484) -0- (11,484) -0- (984)
Pass-through Grantor Number	Z-08-022619 ESG-08-16 HM-07-09	Z-07-033108 Z-07-033110 Z-07-033127		1H1DMC03202 5H79SM56910	1H79SP014042 1H79T107755 1H79T1019313	1H79TI020403 1U79SP014998 1H79TI018870 6H79TI16562	GMO-801101 GR-08-23783	GR-09-25412 GR-06-17719 GR-09-25601 GR-08-21576	GR-09-25012 GR-06-17680 GR-09-27191 Z-07-033417
Federal CFDA Number	14.231 14.231 14.239	16.575 16.575 16.575	84.215	93.010 93.243	93.243 93.243 93.243	93.243 93.243 93.243	93.087	93.104 93.104 93.150	93.150 93.243 93.243 93.243
Federal Grantor/Pass-through Grantor/Program Title	U.S. Dept. of Housing & Urban Development Tennessee Department of Human Services Emergency Shelter Grant Emergency Shelter Grant HOME Subtotal - U.S. Dept. of Housing and Urban Development	U.S. Dept. Of Justice TN Dept of Finance and Administration Victims of Crime Assistance Victims of Crime Assistance Victims of Crime Assistance Subtotal - U.S. Dept. of Justice	U.S. Dept. of Education Clarksville Montgomery Co. School System Fund for the Improvement of Education	U.S. Dept. of Health & Human Services SPRANS-Community Based Abstinence Program IMPACT-Centerstone's Older Adult Program	metriantipretamine Awareness & Prevention Project Self Project Self Project Free	Project Real Co-Occuring Continuum HIV SAMHSA-Clarksville Homeless Adult Program National Research Service Awards	TN Dept. of Mental Health & Developmental Disabilities Building Strong Families Building Strong Families	Child Mental Health Service Initiative Muletown Family Network Mental Health Recovery Services PATH	CMHS Suicide TLC-Juvenille Prevention Data Infrastructure Grant

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS YEAR ENDED JUNE 30, 2009

June 30 2000	(Accrued) Deferred		-0- (0 260)	(8,239) -0-	¢	-0-	(71,005)	(87,501)	(19,155)	(22,514)	ợ (-0- (21,148)	¢	(85,150)	(187 /66)	(00+,101)	¢	ۀ ;	(23,517)	-0-	-0- -0-		-0-	\$ (1,453,234)	
Federal	Expenditures	¢	72,046	φ÷	φ c	257,300	60,483	726,200	75,560	,000 -	;	105,002	-0-	000,000	¢	1	수 101	50,195	6,55 -	81,998	25,787	14.080	6,272,636	\$ 6,975,663	
	Receipts	6,869	62,787	1,615 15 508	63.953	185,615	46,162	036,699 56 40s	47.486	155,825	4,400	83,854	365,350		254,206	6 644	15,195	26,862	31,227	47,442	25,787	14,089	6,516,228	\$ 7,253,165	
June 30, 2008 (Accided) Deferred	real perelled	(6,869)	(1 645)	(15,508)	(63,953)	φ α	;	, 4	φ	(155,825)	(4,400)	-0- (58,560)	φ	7444	(441,672)	(6,644)	`ф	ф ;	(31,227)	.	÷	-0		\$ (1,730,736)	
Pass-through Grantor Number	OB 06 40240	GR-06-17745	GR-08-21461	GR-08-21571	GR-08-21843 GR-09-25470	GR-09-25703	GR-09-24414	GK-09-25738	GR-09-24675	GR-08-21764	GR-09-24247	2-08-423615	4-09-216513	GR-07-21536	}	GR-08-22413	GR-09-26083 GR-09-2658#	GR-08-23002	GR-09-26585	GR-09-26219	2000	GR-08-21351		и	
Federal CFDA Number	93.243	93.243	93,958	93.958 93.958	93.958	93.958	93.958	93.938	93,956	93.958	93.958	93,959 93,959		93.778		93.959 93.950	93.959	93.959	93.959	93.959	93 500	200			
Federal Grantor/Pass-through Grantor/Program Title	Substance Abuse Treatment for Older Adults	Community Mental Health Services	Community Mental Health Services	Community Mental Health Services BASIC	Early Childhood Network	Peer Support Drop-In Center	Planned Respite Services	Center for Substance as	Criminal Justice Liesen	Criminal Justice Liason	Alcohol & Drug Abuse	Alcohol & Drug Abuse Services for Intensive Focus	General Continuum Crisis Services	TN Dept. of Health	Community Prevention Initiative (Strengthening Esmition)	Community Prevention Initiative (Strengthening Families)	Project Star	Project Star	Project Star	IN Dept. of Children Services	Responsible Parenting Subtotal II & Pond Att 100	The state of Health & Human Services	lotal Federal Awards		

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS YEAR ENDED JUNE 30, 2009

Total Expenditures	\$ 2.786.122	1.294.545		623 859	454 501	439 829	173 544	161.020	69,468	60,791	14 101	14.089	\$ 6,975,663
CFDA#	93.243	93.958	93.104	93.959	84.215	93.087	14.239	93.226	93.150	16.575	14.231	93.590	

SCHEDULE OF EXPENDITURES OF STATE FINANCIAL ASSISTANCE YEAR ENDED JUNE 30, 2009

State Grantor/Program Title	Grantor	June 30, 2008	State	State	ooc os earl.
Mental Health Bosses	1	(Accrued) Deferred	Receipts	Expenditures	⋖
PATH	GR-08-21461	(100,000)			
PATH	GR-08-21576		\$ 186,686	ပ ု	¢
Homeless Outread description	GR-09-25012		2,705	¢	· ¢
Regional Housing	GR-09-25012	,	2,978	3,526	(548)
Regional Housing	GR-08-21842	(122 415)	3,237	7,000	(3,763)
Regional Intervention Description	GR-09-25128	(CI+123)	122,415	þ	, ,
Regional Intervention Description	GR-09-21843	(59 673)	55,10	78,050	(16,618)
Independent Living Assistance	GR-09-25821	(a (a (a)	5,0,60		φ
Permenant Housing	GR-09-25127	ት ቀ	104,5/5	285,810	(101,235)
Targeted Transitional Support	GR-09-25127	,	37,450	109,204	(298)
Peer Support Drop In Confess	GR-09-25127	o c	52,450	32,450	ф
	GR-09-24414	, c	54,553	61,303	(6,750)
Peer Power Drogram	GR-09-24414	j c	199,62	240,260	(211,399)
School Bases MH Linion	GR-09-25239	j d	53,132	61,130	(7,998)
School Based MH Linion	GR-08-21725	(000 /6)	70,413	95,089	(24,676)
Criminal Justice Liegan	GR-09-25413	(A) (A)	27,092	¢	` o
Criminal Inetical Inches	GR-08-21764	(35,000)	69,954	100,000	(30,046)
ŀ	GR-09-24247	(200,00)	35,000	٠,	
fo Adolescents	!	÷	φ	8,946	(8.946)
Crisis Respite Comments	Z-09-216541	c	. 4		
Enhanced Others Design	GR-07-21722	-0-	88,739	110,015	(21,276)
Safety Net	GR-09-25822	(450,039)	436,839	φ	(6 (4); 1)
	7-07-033254	- i	248,975	248.975) c
Suspender Residential	GR-09-25127	(363,747)	363,747	o o	;
Mak a azard Taining	GR-07-18131	;	227,566	342,802	(115 236)
Walk-in Inage	GR-09-25822	¢ ·	3,256	13,000	(0.23.00)
Ividolle Crisis Intervention	GP-00-25063	¢	123,689	154,073	(††† (*)
Alconol & Drug Abuse	7-08-02-8030	o ;	326,487	616,270	(300,304)
Trinity House	5 0270-02-1	(16,494)	16,494	þ	(503,703)
TN Dept. of Children's Services	HTF-07-32	¢	c	į	•
		•	ļ	370	(370)
Level III Continuum	P2C000001	(466,435)	2,835,235	000 000	
Level Fosters Care	P3C000001	(150,042)	1 253 767	4,070,256	(207,456)
Responsible Parentino	PFC000001	(26,682)	367.728	1,199,800	(96,075)
Special Education	GR-08-21351	(8,461)	35.548	32,987	(24,935)
Clarksville Montgomery County Comm. Action A.	2-08-212411	ģ	2,000	71875	(6,730)
Head Start	****		1,000	3,130	(1,130)
Total State Grant Activity	Y/A	þ	6,656	7,068	(415)
		3 (1,902,271) \$	7,440,488		\$ (1216 108)
				ji.	

See Report of Independent Auditors on Pages 1 and 2.



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REPORT OF INDEPENDENT AUDITORS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

Board of Directors Centerstone of America, Inc. Bloomington, Indiana

We have audited the consolidated financial statements of Centerstone of Tennessee, Inc., (the Center), as of and for the year ended June 30, 2009, and have issued our report thereon dated February 16, 2010. We conducted our audit in accordance with auditing standards generally accepted in the United States of America, standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Center's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Center's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control over financial reporting.

Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph and would not necessarily identify all deficiencies in internal control over financial reporting that might be significant deficiencies or material weaknesses. However, as discussed below, we identified certain deficiencies in internal control over financial reporting that we consider to be significant deficiencies.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

Board of Directors Centerstone of America, Inc. Bloomington, Indiana

We consider the deficiencies described in the accompanying schedule of findings and questioned costs to be significant deficiencies in internal control over financial reporting. See findings 09-1 through 09-2.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in the internal control that might be significant deficiencies, and accordingly, would not necessarily disclose all significant deficiencies that are considered to be material weaknesses. However, of the significant deficiencies described above, we consider findings 09-1 through 09-2 to be material weaknesses.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Center's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

We noted certain matters that we reported to management of the Center in a separate letter dated February 16, 2010.

The Center's response to the findings identified in our audit is described in the accompanying schedule of findings and questioned costs. We did not audit the Center's response, and accordingly, we express no opinion on it.

This report is intended for the information of the Board of Directors, management and federal awarding agencies and pass-through entities, and is not intended to be, and should not be, used by anyone other than these specified parties.

Blue & Co., LLC

February 16, 2010



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REPORT OF INDEPENDENT AUDITORS ON COMPLIANCE WITH REQUIREMENTS APPLICABLE TO EACH MAJOR PROGRAM AND ON THE INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH OMB CIRCULAR A-133

Board of Directors Centerstone of America, Inc. Bloomington, Indiana

Compliance

We have audited the compliance of Centerstone of Tennessee, Inc., (the Center), with the types of compliance requirements described in the U.S. Office of Management and Budget (OMB) Circular A-133 Compliance Supplement that are applicable to each of its major federal programs for the year ended June 30, 2009. The Center's major federal programs are identified in the summary of audit results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts and grants applicable to each of its major federal programs is the responsibility of the Center's management. Our responsibility is to express an opinion on the Center's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States; and OMB Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Center's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination on the Center's compliance with those requirements.

In our opinion, the Center complied, in all material respects, with the requirements referred to above that are applicable to each of its major federal programs for the year ended June 30, 2009.

Board of Directors Centerstone of America, Inc. Bloomington, Indiana

Internal Control Over Compliance

The management of the Center is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts and grants applicable to federal programs. In planning and performing our audit, we considered the Center's internal control over compliance with requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control over compliance.

A control deficiency in an entity's internal control over compliance exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect noncompliance with a type of compliance requirement of a federal program on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to administer a federal program such that there is more than a remote likelihood that noncompliance with a type of compliance requirement of a federal program that is more than inconsequential will not be prevented or detected by the entity's internal control.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that material noncompliance with a type of compliance requirement of a federal program will not be prevented or detected by the entity's internal control.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above.

This report is intended for the information of the Board of Directors, management and federal awarding agencies and pass-through entities, and is not intended to be, and should not be, used by anyone other than these specified parties.

Blue & Co., LLC

February 16, 2010

SCHEDULE OF FINDINGS AND QUESTIONED COSTS YEAR ENDED JUNE 30, 2009

Section I -- Summary of Audit Results:

Financial Statements	
Type of auditor's report issued:	Unqualified
Internal control over financial reporting:	
Material weakness(es) identified?	_X yesno
Significant deficiency(s) identified that are	
not considered to be material weakness(es)?	yes X no
Noncompliance material to financial statements noted?	yes X no
Federal Awards	
Internal controls over major programs:	
Material weakness(es) identified?	yes X_no
Significant deficiency(s) identified that are	
not considered to be material weakness(es)?	yes _X_ none noted
Type of auditor's report issued on compliance for	
major programs:	Unqualified
Any audit findings disclosed that are required to be	
reported in accordance with section 510(a) of Circular	
A-133?	yes X no
Identification of major program:	
CFDA Number	Name of Federal Program or Cluster
93.243	Projects of Regional and National Significance -
	Substance Abuse and Mental Health Services
	(SAMHSA) - Department of Health and Human Service
Dollar threshold used to distinguish between	•
type A and B programs:	\$300,000
Auditee qualified as low-risk auditee?	_X_yesno

SCHEDULE OF FINDINGS AND QUESTIONED COSTS YEAR ENDED JUNE 30, 2009

Section II – Findings related to financial statements reported in accordance with Government Auditing Standards:

09-1 Financial Reporting Process

<u>Condition and Criteria:</u> The Center has experienced a period of significant growth and complexity due to the recent merger, information technology changes, and the related organizational restructuring. Concurrently, unexpected turnover with certain key members of financial management took place.

<u>Cause and Effect:</u> Due to increased size and complexity, the changes in the information technology, and the financial management turnover, the financial reporting process including financial statement preparation and certain related functions such as reconciliation and net asset activity were not completed timely.

Recommendation: We understand that management is aware of this matter and is currently assessing the needs of the newly merged organization with the goal of putting the appropriate financial management in place. We recommend that executive leadership follow through with the assessment of the necessary financial management and that the appropriate actions are taken. We also recommend that management assess the financial reporting process to ensure it yields complete and accurate financial reporting in a timely manner. In addition appropriate documented internal control should be placed into operation including reviews and approvals etc.

Response: Changes have been made in the management structure in order to address issues discovered in the financial reporting process. The financial management professionals are currently assessing the financial reporting process to ensure it yields complete and accurate financial reporting in a timely manner and that it incorporates appropriate documented internal control.

09-2 Patient Accounts Receivable and Revenue Valuation

Condition and Criteria: In addition to the merger and key financial management turnover the Center converted to a new billing system. Significant time and effort was put forth to convert to the system. Management continues to refine the new system and the related accounting for any noted areas of opportunities. Management is still in the process of setting up the reporting that needs to be obtained from the new system. One area of significant opportunity for reporting is related to collection/adjustment experience. This report can be utilized to assist with the valuation of accounts receivable. We noted during the audit of the financial statements that there was not an allowance model in place for accounts receivable.

SCHEDULE OF FINDINGS AND QUESTIONED COSTS YEAR ENDED JUNE 30, 2009

<u>Cause and Effect</u>: Due to the conditions noted there was not an adequate allowance methodology in place for accounts receivable.

Recommendation: We recommend management institute the use of an allowance methodology which contemplates both the contractual allowance and the allowance for bad debt by payor. The system reporting will be crucial in the development of the model. The methodology should be applied monthly. The collection/adjustment experience should be updated on a routine basis (i.e. quarterly). In addition, appropriate internal controls should be placed into operation concerning reviews, approvals and data integrity audits.

Response: Management understands the need for a more sophisticated allowance methodology that includes both the contractual allowance and the allowance for bad debt by payor. Management is in the process of developing an allowance methodology which will include appropriate internal control.

<u>Section III – Federal Award Findings and Questioned Costs:</u> No matters reported.

Section IV - Summary Schedule of Prior Audit Findings:

DEPARTMENT OF JUSTICE - CFDA#16.575

FINDING 08-2 Grant# Z-07-033108, Z-07-033110, Z-07-033127 - Year ended June 30, 2008

Condition: VOCA reporting deadlines were not met.

Criteria: VOCA grant requires reports to be filed within 30 days following the end of the quarter and or within 30 days of the end of the fiscal year.

Effect: Reimbursements could be withheld or future funding denied.

Recommendation: Program Coordinators should verify that all reports are timely filed and provide grant staff the resources required to prevent missing filing deadlines.

Current Status: Management has incorporated the recommendations for the grant year ending June 30, 2009.