FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT

YEARS ENDED DECEMBER 31, 2017 AND 2016



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INDEPENDENT AUDITORS' REPORT

The Board of Directors of Ekal Vidyalaya Foundation of USA, INC.

We have audited the accompanying financial statements of Ekal Vidyalaya Foundation of USA, Inc. (the "Foundation"), a nonprofit corporation registered in the State of California, which comprise the statements of financial position as of December 31, 2017 and 2016, and the related statements of activities and statements of cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

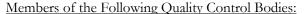
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Foundation as of December 31, 2017 and 2016, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted for nonprofit organizations in the United States of America.

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INDEPENDENT AUDITORS' REPORT, CONT'D

OTHER MATTER

Supplemental Financial Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The schedules of functional expenses on pages 14 and 15 are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Bankole, Okoye & Associates PC

Houston, Texas May 5, 2018





STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2017 AND 2016

	 2017	2016		
ASSETS				
Cash and cash equivalents	\$ 1,448,037	\$	1,413,401	
Investments	51,166		293,834	
Account receivable	3,065		5,212	
Prepaid expenses	20,262		500	
Property and equipment, net	 3,342		2,836	
TOTAL ASSETS	\$ 1,525,872	\$	1,715,783	
LIABILITIES AND NET ASSETS				
LIABILITES				
Accrued expenses	\$ 19,226	\$	4,823	
Other payables	 5,051			
Total liabilities	 24,277		4,823	
NET (DEFICIT)/ASSETS				
Unrestricted	(284,960)		724,530	
Temporarily restricted	 1,786,555		986,430	
Total net assets	 1,501,595		1,710,960	
TOTAL LIABILITIES AND NET ASSETS	\$ 1,525,872	\$	1,715,783	

STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2017

	UNR	RESTRICTED	MPORARILY STRICTED	TOTAL		
REVENUES						
Contributions	\$	6,703,952	\$ 1,326,290	\$	8,030,242	
Income from fundraising activities		404,707	-		404,707	
Net return on investments		(1,404)	-		(1,404)	
Inkind contributions		17,768	-		17,768	
Net assets released from restrictions: Restrictions satisfied by payments		526,165	(526,165)			
			 <u> </u>			
TOTAL REVENUES		7,651,188	 800,125	8,451,313		
EXPENSES Program services:						
Project Ekal - India		7,484,935	 -		7,484,935	
Total program services		7,484,935	 		7,484,935	
Supporting services:						
Management and general		179,111	-		179,111	
Fundraising		996,632	 		996,632	
Total supporting services		1,175,743	 		1,175,743	
TOTAL EXPENSES		8,660,678			8,660,678	
CHANGE IN NET ASSETS		(1,009,490)	800,125		(209,365)	
NET ASSETS, BEGINNING OF YEAR		724,530	 986,430		1,710,960	
NET (DEFICIT)/ASSETS, END OF YEAR	\$	(284,960)	\$ 1,786,555	\$	1,501,595	

STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2016

	UNRI	ESTRICTED		PORARILY STRICTED	 TOTAL
REVENUES					
Contributions	\$	5,910,688	\$	899,195	\$ 6,809,883
Income from fund-raising activities		432,226		-	432,226
Net return on investments		(8,191)		-	(8,191)
Inkind contributions		15,725		-	15,725
Net assets released from restrictions:		1 /16 561		(1 416 561)	
Restrictions satisfied by payments		1,416,561		(1,416,561)	
TOTAL REVENUES		7,767,009		(517,366)	 7,249,643
EXPENSES Program services:					
Project Ekal - India		7,366,577	-	<u>-</u>	 7,366,577
Total program services		7,366,577			 7,366,577
Supporting services:					
Management and general		212,298		-	212,298
Fundraising		814,932			 814,932
Total supporting services		1,027,230	-		1,027,230
TOTAL EXPENSES		8,393,807			 8,393,807
CHANGE IN NET ASSETS		(626,798)		(517,366)	(1,144,164)
NET ASSETS, BEGINNING OF YEAR		1,351,328		1,503,796	 2,855,124
NET ASSETS, END OF YEAR	\$	724,530	\$	986,430	\$ 1,710,960

STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2017 AND 2016

	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ (209,365)	\$ (1,144,164)
Adjustments to reconcile change in net assets to		
net cash used in operating activities:		
Depreciation	979	1,135
Net return on investments	(1,404)	(8,191)
Changes in operating assets and liabilities:		
Accounts receivable	2,147	20
Prepaid expenses	(19,762)	7,233
Accrued expenses	14,403	654
Other payables	5,051	
Total adjustment	1,414	851
Net cash used in operating activities	(207,951)	(1,143,313)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of property and equipment	(1,485)	(1,137)
Purchases of investments	-	(4,083,986)
Proceeds from sales of investments	244,072	4,931,641
Net cash provided by investing activities	242,587	846,518
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	34,636	(296,795)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	1,413,401	1,710,196
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 1,448,037	\$ 1,413,401

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

1. NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Nature of Activities

Ekal Vidyalaya Foundation of USA, Inc. (the "Foundation"), is a 501(c)(3) non-profit public benefit corporation that was founded in 2000 for the purpose of providing funds to support the various programs of Ekal Vidyalaya Foundation of India ("EVFI"), a non-Government, non-profit organization. The primary mission of EVFI is to bring basic education to every child across rural India, a mission aimed at eradicating illiteracy in the remote and rural villages of India; promoting self-esteem, self-sustenance, economic well-being and happiness of the people; and contributing to the overall development of the rural communities. EVFI runs tens of thousands of one-teacher schools (known as Ekal Vidyalayas) all over India, with the philosophy of rural development based on the criteria of equality and inclusiveness.

The Foundation is supported through individual and corporate contributions, and admission fees from fundraising events.

Basis of Accounting

The financial statements of the Foundation have been prepared on the accrual basis of accounting, whereby income is recorded when it is earned and expenses are recorded when they are incurred. Accordingly, the Foundation's financial statements reflect all significant receivables, payables, and other liabilities.

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis financial reporting framework, in accordance with Financial Accounting Standards Board's (FASB) Accounting Standards Codification (ASC) Topic 958-205, *Presentation of Financial Statements of Not-for-Profit Entities*. Under FASB ASC Topic 958-205, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets:

Unrestricted Net Assets – These are net assets that are not subject to donor-imposed restrictions and may be used for any operating purpose of the Foundation.

Temporarily Restricted Net Assets – These are net assets that are subject to donor-imposed stipulations that may or will be met, either by actions of the Foundation and/or the passage of time.

Permanently Restricted Net Assets – These are resources that are subject to donor restrictions requiring that the principal be held in perpetuity and any income thereon may be used by the Foundation.

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

In addition, the Foundation is required by FASB ASC Topic 958-230, *Not-for-Profit-Entities*, *Statement of Cash Flows*, to present a statement of cash flows.

Revenue Recognition

In accordance with FASB ASC Topic 958-605, *Not-for-Profit Entities – Revenue Recognition*, contributions received by the Foundation are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions.

Contributions are recognized as revenues in the period the Foundation receives any unconditional promises to give cash. Conditional promises to give are not recognized until they become unconditional, that is when the conditions on which they depend are substantially met. The Foundation did not have any conditional promises to give as of December 31, 2017 or 2016. Contributions of assets other than cash are recorded at their estimated fair value at the date of the contribution. 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 and reported in the statement of activities as net assets released from restrictions.

Admission fees from fundraising events are recorded when cash is received from the sales of the events' tickets. Interest income is recognized when earned. Dividends are recorded on the ex-dividend date.

Contributed Services

In accordance with FASB ASC Topic 958-605, *Not-for-Profit Entities – Revenue Recognition*, contributed services are recognized at their estimated fair value if the services received (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. The Foundation receives thousands of hours of donated services from Board members and other volunteers helping with the Foundation's program activities throughout the United States. While these services are beneficial to the Foundation, no amount has been recognized for them in the accompanying financial statements because they did not meet the criteria for recognition contained in accounting principles generally accepted for nonprofit organizations in the United States of America.

Income Tax Status

The Foundation is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (the "Code") and is classified as a public charity under Section 170(b)(1)(A)(vi) of the Code. However, income generated from activities unrelated to the Foundation's exempt purpose may be subject to tax under Section 511 of the Code. The Foundation did not conduct any unrelated business activities in the years ended December 31, 2017 and 2016. Accordingly, the Foundation has made no provision for federal income taxes in the accompanying financial statements. The Foundation qualifies for the charitable contribution deduction under Section 170(b)(1)(A) of the Code.

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

The Foundation applies the provisions of FASB ASC Topic 740, *Income Taxes*, which prescribes a recognition threshold and measurement attribute for financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FASB ASC Topic 740 also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. The Foundation believes that it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements.

The Foundation files Form 990, *Return of Organization Exempt from Income Tax*, in the United States federal jurisdiction within the United States. The Federal income tax returns of the Foundation for years 2014 through 2016 remain subject to examination by the Internal Revenue Service, generally for three years after they were filed.

<u>Use of Estimates</u>

The preparation of financial statements in conformity with accounting principles generally accepted for nonprofit organizations in the United States of America requires management to make estimates and assumptions that affect the following aspects of the financial statements:

- \approx the reported amounts of assets and liabilities,
- ≈ the disclosure of contingent assets and liabilities at the date of the financial statements, and
- \approx the reported amounts of revenues and expenses during the reporting period.

Significant estimates included in the accompanying financial statements relate to the basis of allocating expenses to the benefited functions in the statements of activities. Accordingly, actual results could differ from those estimates. Management believes these estimates provide a reasonable basis for the fair presentation of the financial statements.

Cash and Cash Equivalents

Cash and cash equivalents include all monies in banks and investments that are available for current use with maturity dates of less than three months from the date of acquisition. It is policy of the Foundation to report cash and cash equivalents at their carrying value since it approximates their fair value because of the short maturities of those financial instruments. Cash equivalents are primarily interest-bearing money market accounts maintained with financial institutions. Total cash equivalents as of December 31, 2017 and 2016 was \$469,369 and \$343,099, respectively.

Investments

Investments in stocks, mutual funds, and marketable securities with readily determinable fair values are reported at their fair values in the statements of financial position. Realized and unrealized gains and losses are included in the net return on investments reported in the statements of activities. Investments in certificates of deposit for an initial maturity of more than three months are recorded as

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

investments. Investment returns are reported as an increase or decrease in unrestricted net assets unless their use is limited by donor-imposed restrictions.

Property and Equipment

Property and equipment are generally recorded at cost. It is the Foundation's policy to capitalize acquisition of individual property and equipment items over \$500. Property and equipment are depreciated using the straight-line method over the estimated useful lives of assets, ranging from 36 months to 60 months. Routine maintenance and repairs are charged to expense as incurred.

New Accounting Pronouncement

In August 2016, the FASB issued Accounting Standards Update (ASU) No. 2016-14, *Presentation of Financial Statements for Not-for-Profit Entities*, which revises the not-for-profit financial reporting model. Among other provisions, ASU No. 2016-14 requires enhanced disclosures around the nature and amount of net asset restrictions (both donor-imposed and board-designated), as well as enhanced disclosures regarding how entities manage their liquidity. ASU No. 2016-14 will become effective for the Foundation's 2018 financial statements. The adoption of ASU No. 2016-14 will result in certain changes to the presentation of the Foundation's financial statements and footnote disclosures beginning from the year ending December 31, 2018.

2. INVESTMENTS AND FAIR VALUE MEASUREMENTS

FASB ASC Topic 820-10, *Fair Value Measurements*, establishes a framework for measuring fair value. Fair value is defined as the price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. The Statement also establishes a fair value hierarchy that distinguishes between inputs based on market data from independent sources (observable inputs) and a reporting entity's internal assumptions based upon the best information available when external market data is limited or unavailable (unobservable inputs).

The Foundation measures and reports certain assets at fair value and within a hierarchal disclosure framework which prioritizes and ranks the level of observable inputs used in measuring fair value. At each balance sheet date, the Foundation performs an analysis of all instruments subject to fair value measurements.

The fair value three-tier hierarchy requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The three levels of inputs that may be used to measure fair value under FASB ASC Topic 820-10 are as follows:

Level 1: Quoted market prices in active markets for identical assets or liabilities.

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

Level 2: Inputs other than Level 1 inputs that are either directly or indirectly observable such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable; or other inputs not directly observable, but derived principally from, or corroborated by, observable market data.

Level 3: Less observable or unobservable inputs that are supported by little or no market activity.

The following is a summary of the Foundation's investments by level, within the fair value hierarchy, as of December 31, 2017 and 2016:

	Fair Value Measurement										
		Level 1	Level 2		Level 3		Total			Cost	
<u>December 31, 2017</u> :											
Stocks	\$	1,034	\$	-	\$	-	\$	1,034	\$	-	
Certificates of Deposit		50,132		-	_	-		50,132		50,000	
Total	\$	51,166	\$	-	\$	-	\$	51,166	\$	50,000	
Fair Value Measurement											
	L	evel 1	Lev	Level 2 Level 3		Total		Cost			
<u>December 31, 2016</u> :		_								_	
Certificates of Deposit	\$ 2	293,834	\$		\$	-	\$	293,834	\$	293,089	
Total	\$ 2	293,834	\$		\$	-	\$	293,834	\$	293,089	

The Foundation's investments are exposed to various risks such as custodial credit risks which are described in Note 5 in greater details, interest rate risks, and market risks.

All assets have been valued using a market approach, except the certificates of deposit which are carried at amounts that approximate book value at December 31, 2017 and 2016, due to the relatively short-term nature of these accounts. There were no changes in the valuations techniques during the current year.

The following schedule summarizes investment returns in the statements of activities:

	 2017	 2010
Interest and dividend income	\$ 34,177	\$ 16,666
Net realized and unrealized loss on investments	(35,581)	 (24,857)
Net return on investments	\$ (1,404)	\$ (8,191)

2016

2017

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

3. PROPERTY AND EQUIPMENT

The following is a summary of property and equipment, less accumulated depreciation and amortization, as of December 31, 2017 and 2016:

	 2017	 2016
Promotion equipment	\$ 11,350	\$ 11,350
Office equipment	7,173	5,688
Software	36,606	36,606
	55,129	53,644
Accumulated depreciation and amortization	 (51,787)	 (50,808)
Property and equipment, net	\$ 3,342	\$ 2,836

Depreciation and amortization expense for the years ended at December 31, 2017 and 2016, totaled and \$979 and \$1,135, respectively.

4. NET ASSETS

The Foundation had unrestricted net (deficit)/assets of (\$284,960) and \$724,530 as of December 31, 2017 and 2016, respectively. Unrestricted net assets were available to support the Foundation's programs and activities.

The Foundation had temporarily restricted net assets of \$1,786,555 and \$986,430 as of December 31, 2017 and 2016, respectively, which were restricted for Project Ekal (EVFI) - India. As of December 31, 2017, the Foundation had made an unfunded specific commitment to remit \$1,079,645 of the \$1,786,555 temporarily restricted net assets to EVFI.

The Foundation had no permanently restricted net assets as of December 31, 2017 or 2016.

5. CONCENTRATION OF CREDIT RISKS

Financial instruments that are subject to concentrations of custodial credit risks consist of cash and investments. The Foundation maintains cash balances with financial institutions considered by management as credit-worthy and strong. These cash balances may occasionally exceed limits insured by the Federal Deposit Insurance Corporation ("FDIC"), which is \$250,000 per customer per bank. As of December 31, 2017 and 2016, the Foundation's cash balances with financial institutions exceeded the FDIC insured limit by approximately \$137,614 and \$456,686, respectively, which were not otherwise insured. Management believes that any credit risk is low due to the overall financial strength of these financial institutions. The Foundation did not experience any loss of assets resulting from a financial institution's custodial credit risk in 2017 or 2016.

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2017 and 2016

The Foundation invested in marketable securities, including certificates of deposit and stocks. These investments valued at \$51,166 and \$293,834, excluding cash components at December 31, 2017 and 2016, respectively, were held by a U.S. investment company. The Securities Investor Protection Corporation ("SIPC") insures each investor against custodial risks up to \$500,000, inclusive of a sublimit of \$250,000 for claims of cash. SIPC does not protect against the decline in value of securities. The Foundation's securities were held by a SIPC-member company, and qualified as securities for purposes of SIPC protection up to the protection overall limit and sublimit described above in this paragraph. In addition, the Foundation maintained a cash balance of approximately \$469,368 and \$404,136 as of December 31, 2017 and 2016, respectively, with the investment company, which exceeded the SIPC's \$250,000 protection sublimit for claims of cash by approximately \$219,368 and \$154,136, respectively. These unsecured cash amounts were not otherwise insured as of those dates.

6. SUBSEQUENT EVENTS

Management evaluated events subsequent to December 31, 2017 through May 5, 2018, which is the date that the financial statements were available for issuance, to assess the need for potential recognition or disclosures in the financial statements, and has determined that no subsequent events occurred that require recognition or additional disclosure in the financial statements.



SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2017

	Program Services			Supportin				
	Project Ekal - India			nagement I General	Fu	ndraising	Total Expenses	
Project Ekal - India	\$	7,484,935	\$	-	\$	-	\$	7,484,935
Facility and equipment rental		-		-		375,478		375,478
Food and entertainment		-		1,272		113,405		114,677
Payroll expenses		-		96,470		193,044		289,514
Performing artists' fees		-		-		11,284		11,284
Bank charges		-		12		55,972		55,984
Printing and supplies		-		4,684		50,118		54,802
Memberships and subscriptions		-		20,149		-		20,149
Postage		-		1,590		17,097		18,687
Internet and communications		-		23,803		-		23,803
Occupancy (including \$13,200 for inkind)		-		17,475		-		17,475
Professional services		-		9,650		250		9,900
Advertising		-		-		20,651		20,651
Insurance		-		-		3,319		3,319
Travel and lodging		-		634		105,923		106,557
Depreciation		-		979		-		979
Decoration		-		-		31,875		31,875
Auctions		-		-		11,500		11,500
Other expenses				2,393		6,715		9,108
TOTAL EXPENSES	\$	7,484,935	\$	179,111	\$	996,632	\$	8,660,678

SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2016

	Prog	ram Services	Supporting Services					
	Project Ekal - India			nagement		_		
			and	d General	Fu	ndraising	Tot	Total Expenses
Project Ekal - India	\$	7,366,577	\$	-	\$	-	\$	7,366,577
Facility and equipment rental		-		-		196,638		196,638
Food and entertainment		-		-		140,357		140,357
Payroll expenses		-		92,737		188,283		281,020
Performing artists' fees		-		-		25,618		25,618
Bank charges		-		436		48,189		48,625
Printing and supplies		-		3,635		65,080		68,715
Memberships and subscriptions		-		17,425		-		17,425
Postage		-		2,075		22,226		24,301
Internet and communications		-		30,525		-		30,525
Occupancy (including \$13,200 for inkind)		-		24,950		-		24,950
Professional services		-		8,040		10,575		18,615
Advertising		-		-		29,610		29,610
Insurance		-		-		1,874		1,874
Inkind expenses (excluding occupancy)		-		1,007		-		1,007
Travel and lodging		-		27,446		80,883		108,329
Depreciation		-		1,135		-		1,135
Decoration		-		-		3,004		3,004
Other expenses	-			2,887		2,596		5,483
TOTAL EXPENSES	\$	7,366,577	\$	212,298	\$	814,932	\$	8,393,807