Houston, Texas

Financial Statements

December 31, 2012 and 2011

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Ratliff & Associates, P.G.

Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors, Somebody Cares America, Inc.

We have audited the accompanying financial statements of Somebody Cares America, Inc. (the "Ministry") (a Texas nonprofit organization) which comprise the statements of financial position as of December 31, 2012 and 2011, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Racliff & associates, P.C.

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Somebody Cares America, Inc. as of December 31, 2012 and 2011, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

August 19, 2013

SOMEBODY CARES AMERICA, INC. Statements of Financial Position December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
AS	SETS	•
Current Assets Cash and cash equivalents Accounts receivable - affiliate Investments Inventory Total Current Assets	\$ 129,523 55 346 2,710 132,634	\$ 45,725 25 16,683 7,077 69,510
Property and Equipment Equipment Vehicles Less: accumulated depreciation Net Property and Equipment	30,716 15,700 (40,720) 5,696	28,438 15,700 (33,052) 11,086
Total Assets	\$ 138,330	\$ 80,596
LIABILITIES A	AND NET ASSETS	
Liabilities Accounts payable Total Liabilities	\$ 44,540 44,540	\$ 3,890 3,890
Net Assets Unrestricted	93,790	76,706
Total Net Assets Total Liabilities and Net Assets	93,790 \$ 138,330	76,706 \$ 80,596

SOMEBODY CARES AMERICA, INC.
Statements of Activities
For the Years Ended December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
Change in Unrestricted Net Assets:		
Unrestricted Revenues:		
Contributions	\$ 579,113	\$ 464,683
Non-cash contributions	41,883	68,047
Conference and seminar fees Other revenues	1,885	6,454 1,605
Other revenues		1,003
Total Unrestricted Revenues	622,881	540,789
Program Expenses:		
Crisis and Disaster Relief Services:		
Relief assistance	221,425	191,096
Chapter support and development	84,641	84,241
Conferences and seminars	65,276 52,101	63,541 46,186
Community outreach Missions, benevolence and support to other organizations	34,995	24,974
iviissions, benevolence and support to other organizations	54,575	24,574
Support Services:		
Fund raising	56,751	40,462
General and administrative	90,608	56,712
Total Program Expenses	605,797	507,212
Increase in Unrestricted Net Assets	17,084	33,577
Net Assets at Beginning of Year	76,706	43,129
Net Assets at End of Year	\$ 93,790	\$ 76,706

SOMEBODY CARES AMERICA, INC.
Statements of Cash Flows
For the Years Ended December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>		
Cash Flows from Operating Activities Contributions received Cash paid for operations and programs Cash received from other income	\$ 579,440 (511,229) 1,885	\$ 464,683 (476,807) 7,389		
Net Cash Provided (Utilized) by Operating Activities	70,096	(4,735)		
Cash Flows from Investing Activities Proceeds from sale of investments Purchase of equipment	15,980 (2,278)	17,541 (1,579)		
Net Cash Provided by Investing Activities	13,702	15,962		
Net Increase in Cash and Cash Equivalents	83,798	11,227		
Cash and Cash Equivalents at Beginning of Year	45,725	34,498		
Cash and Cash Equivalents at End of Year	\$ 129,523	\$ 45,725		
Reconciliation of Increase in Net Assets to Net Cash Provided (Utilized) by Operating Activities				
Increase in Unrestricted Net Assets	\$ 17,084	\$ 33,577		
Adjustments to reconcile increase in net assets to net cash provided (utilized) by operating activities: Depreciation Unrealized loss (gain) on investments Non-cash contributions Decrease (increase) in inventory Increase (decrease) in accounts payable	7,668 357 - 4,367 40,650	8,907 (670) (33,554) (1,360) (11,635)		
Total Adjustments	53,012	(38,312)		
Net Cash Provided (Utilized) by Operating Activities	\$ 70,096	\$ (4,735)		

Notes to Financial Statements December 31, 2012 and 2011

1 - Description of Organization

SOMEBODY CARES AMERICA, INC., (the "Ministry") operates in local communities across the United States and internationally. The Ministry brings hope by meeting the day-to-day needs of individuals in personal crisis by mobilizing an existing network of ministries to respond to global tragedies. The Ministry's primary activities are to gather resources and distribute them to ministries providing crisis relief, network with other churches to mobilize resources, and train and develop other organizations to respond to tragedies.

The Ministry's primary source of revenue is free-will donations from supporters of the Ministry. The Ministry was incorporated under the laws of the State of Texas and is approved as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code. The Ministry's administrative office is located in Houston, Texas.

The Ministry is affiliated with Turning Point Ministry ("Turning Point"), a church incorporated under the laws of the State of Texas and approved as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code. Turning Point provides substantial managerial and financial control over the operations of the Ministry.

2 - Summary of Significant Accounting Policies

<u>Basis of Accounting</u> - The accompanying financial statements are presented on the accrual basis of accounting. Accordingly, revenues are recognized when earned and expenses are recorded when incurred.

Programs - The Ministry pursues its objectives through the execution of these major programs:

Relief Assistance - providing resources for the relief of victims of individual personal crisis and natural disasters.

Chapter Support and Development - providing resources and support for the development of new chapters and the ongoing operations of existing Somebody Cares chapters and affiliates throughout the nation and internationally.

Conferences and Seminars - conducting seminars and conferences to equip, empower and encourage leaders, ministry workers and lay persons with a strategic plan to reach their city and beyond by imparting God's heart for the lost.

Community Outreach - equipping and empowering Somebody Cares chapters and affiliate ministries with resource, training and network referrals to effectively meet the needs of their community through events and ongoing programs.

Missions, Benevolence and Support to Other Organizations - spreading God's word through support of mission activities and giving to other ministries.

Fund Raising - facilitating giving from donors and supporters of the ministry.

General and Administrative - supporting the general operations of the ministry.

Notes to Financial Statements December 31, 2012 and 2011

2 - Summary of Significant Accounting Policies (continued)

<u>Net Asset Accounting</u> - The accounts of the Ministry are maintained in accordance with the principles of net asset accounting. Under net asset accounting, resources are classified into categories of unrestricted, temporarily restricted, or permanently restricted net assets, according to funding source restrictions as to timing and purpose of resources.

<u>Restricted Contributions</u> - The Ministry reports gifts of cash and other assets as restricted support if they are received with donor restrictions that limit the use of the donated assets. Restricted gifts of cash and other assets whose restrictions are met in the same reporting period are reported as unrestricted support. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as unrestricted revenues.

<u>Inventory</u> - Inventory is stated at cost. An inventory reserve of \$12,000 and \$11,000 is recorded at December 31, 2012 and 2011, respectively, for excess stock and slow moving inventory.

<u>Property and Equipment</u> - Property and equipment are recorded at acquisition cost. The Ministry capitalizes assets with a cost greater than \$500. Betterments and renewals are capitalized. Maintenance and repairs are charged to operations when incurred. Depreciation is computed using the straight-line method over estimated useful lives from 3 to 5 years.

<u>Estimates</u> - Management utilizes estimates in order to record certain transactions in accordance with accounting principles generally accepted in the United States of America.

<u>Cash Equivalents</u> - The Ministry defines cash and cash equivalents to be all highly liquid investments with an original maturity of three months or less.

<u>Donated Assets and Services</u> - Donated property is recorded at fair market value on the date of receipt in the appropriate investment, expense or equipment account. In the absence of donor restrictions, donated assets are reported as unrestricted revenue. Contributed services are recognized as unrestricted revenues 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 contribution.

<u>Income Tax Status</u> - The Ministry is a not-for-profit organization that is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code as other than a private foundation.

3 - Investments

The Ministry carries investments in marketable securities at fair value. Marketable securities are composed of equity securities traded on the open market. ASC 820-10 defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles, and expands disclosures about fair value measurements. The statement indicates, among other things, that a fair value measurement assumes that the transaction to sell an asset or transfer a liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability. ASC 820-10 defines fair value based upon an exit price model. ASC 820-10 establishes a valuation hierarchy for disclosure of the inputs to valuation used to measure fair value. This hierarchy prioritizes the inputs into three broad levels as follows: level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. The Ministry's investments are all level 1 inputs.

Notes to Financial Statements December 31, 2012 and 2011

4 - Joint Costs

During 2012, the Ministry incurred joint costs of \$37,307 relating to publications. Such costs were allocated to program expense (\$27,915), general and administrative (\$2,765) and fundraising expense (\$6,627) based on estimated space allocated to fundraising appeals included in publications.

During 2011, the Ministry incurred joint costs of \$19,082 relating to publications. Such costs were allocated to program expense (\$14,761), general and administrative (\$513) and fundraising expense (\$3,808) based on estimated space allocated to fundraising appeals included in publications.

5 - Affiliate and Related Party Transactions

Turning Point provides certain managerial and administrative functions without charge to the Ministry. The Ministry occupies facilities paid solely by Turning Point and utilizes furniture and equipment owned by Turning Point. The estimated cost of staff compensation and occupancy expenses incurred by Turning Point for the benefit of the Ministry amounted to \$41,883 and \$60,992 during the years ended December 31, 2012 and 2011, respectively.

6 - Accounting for Uncertain Tax Positions

The Ministry is a nonprofit organization that is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code as an other than private foundation, except on net income derived from unrelated business activities. For the years ended December 31, 2012 and 2011, the Ministry has not conducted unrelated business activities that are material to the financial statements taken as a whole. Accordingly, no provision for income taxes is included in the financial statements. The Ministry 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 tax years ending in 2009, 2010 and 2011 are open to both federal and state examination.

7 - Subsequent events

The Ministry has evaluated subsequent events through the report date, which is the date the financial statements were available to be issued.