

SOSTENICA, INC.

REPORT ON AUDIT OF
FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2007

SOSTENICA, INC.

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INDEPENDENT AUDITOR'S REPORT

May 12, 2008

Board of Directors
SOSTENICA, INC.
West Chester, PA 19382

I have audited the accompanying statement of financial position of *SOSTENICA, INC.* (the Agency) as of December 31, 2007, and the related statements of activities and changes in net assets, functional expenses and cash flows for the year then ended. These financial statements are the responsibility of the Agency's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Agency as of December 31, 2007 and the results of its activities and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Steven J. Handzel

SOSTENICA, INC.
STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2007

ASSETS

	Unrestricted	Temporarily Restricted	Total
CURRENT ASSETS			
Cash	\$ 27,710	-	27,710
Interest Receivable	63,523		63,523
Notes Receivable	95,900		95,900
Total Current Assets	187,133	-	187,133
 NON CURRENT PORTION OF NOTES RECEIVABLE	 1,669,850		 1,669,850
 PROPERTY, PLANT AND EQUIPMENT			
Furniture and Equipment	4,411		4,411
	4,411	-	4,411
Less: Accumulated Depreciation	(3,698)		(3,698)
	713	-	713
Total Assets	\$ 1,857,696	-	1,857,696

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES			
Accounts Payable	\$ 1,173		1,173
Accrued Interest Payable	21,679		21,679
Current Portion of Notes Payable	83,900		83,900
Total Current Liabilities	106,752		106,752
 NON CURRENT PORTION OF NOTES PAYABLE	 1,427,850		 1,427,850
 NET ASSETS			
Unrestricted	323,094		323,094
Temporarily Restricted		-	-
Total Net Assets	323,094	-	323,094
Total Liabilities and Net Assets	\$ 1,857,696	-	1,857,696

The accompanying notes are an integral part of these financial statements.

SOSTENICA, INC.
STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
YEAR ENDED DECEMBER 31, 2007

	Unrestricted	Temporarily Restricted	Total
Income			
Contributions	\$ 76,260	10,000	86,260
Interest from Notes Receivable	114,986		114,986
Interest from Cash Deposits	626		626
Net Assets Released from Restrictions	21,956	(21,956)	-
Total	<u>213,828</u>	<u>(11,956)</u>	<u>201,872</u>
Expenses			
Program Services			
Micro Lending Activities	51,698		51,698
Sustainable Agriculture Research & Training	49,913		49,913
Management and General	23,616		23,616
Fund Raising	3,009		3,009
Total	<u>128,236</u>	<u>-</u>	<u>128,236</u>
Net Operating Income	85,592	(11,956)	73,636
Net Assets, Beginning of Year	<u>237,502</u>	<u>11,956</u>	<u>249,458</u>
Net Assets, End of Year	<u>\$ 323,094</u>	<u>\$ -</u>	<u>323,094</u>

The accompanying notes are an integral part of these financial statements.

SOSTENICA, INC.
STATEMENT OF FUNCTIONAL EXPENSES
YEAR ENDED DECEMBER 31, 2007

	<u>Program Expenses</u>				<u>Total</u>
	<u>Micro Lending Activities</u>	<u>Sustainable Agriculture Research & Training</u>	<u>Management and General</u>	<u>Fund Raising</u>	
Salaries	\$ 4,770	1,350	12,900	1,080	20,100
Payroll Taxes	408	115	923	92	1,538
Employee Benefits	2,626	743	991	594	4,954
Interest on Notes and Loan Payable	41,408				41,408
Grants		25,674			25,674
Travel		11,073	380		11,453
Project Expenses		10,000			10,000
Professional Fees (Accounting)			3,900		3,900
Insurance			1,903		1,903
Postage and Shipping	620	653	45	74	1,392
Conferences and Meetings			388	895	1,283
Printing	893		118	151	1,162
Communications	272	77	736	62	1,147
Supplies	151	228	393	61	832
Dues	550				550
Bank Charges and Fees			316		316
Miscellaneous			100		100
Licences and Permits			100		100
	<u>51,698</u>	<u>49,913</u>	<u>23,193</u>	<u>3,009</u>	<u>127,812</u>
Depreciation	-	-	423	-	423
Total Expenses	<u>\$ 51,698</u>	<u>49,913</u>	<u>23,616</u>	<u>3,009</u>	<u>128,235</u>

The accompanying notes are an integral part of these financial statements.

SOSTENICA, INC.
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2007

Operating Cash Flows:	
Cash Received from:	
Contributions	\$ 86,260
Interest from Notes Receivable	107,394
Interest from Cash Deposits	626
Cash Paid to Employees, Suppliers and Grantees	(59,229)
Cash Paid to Grantees	(25,674)
Interest Paid on Notes Payable	(37,499)
Net Operating Cash Flows	<u>71,878</u>
Financing Cash Flows:	
Cash Received from Issuance of Notes Payable	466,450
Cash Paid to Redeem Notes Payable	(248,637)
Cash Received from Redemption of Notes Receivable	258,637
Cash Paid to Acquire Notes Receivable	(550,450)
Net Financing Cash Flows	<u>(74,000)</u>
Net Increase in Cash Balance	(2,122)
Cash: Beginning of Year	29,832
Cash: End of Year	<u>\$ 27,710</u>

Reconciliation of Operating Incomes to Net Cash Provided by Operations

Operating Income	\$ 73,636
Adjustments to Reconcile Operating Loss to Net Cash Utilized by Operations:	
Depreciation	423
Changes in Assets and Liabilities:	
Increase in Interest Receivable	(7,592)
Decrease in Prepaid Expense	1,300
Increase in Accounts Payable	202
Increase in Interest Payable	3,909
	<u>\$ 71,878</u>

The accompanying notes are an integral part of these financial statements.

SOSTENICA, INC.

NOTES TO FINANCIAL STATEMENTS

A. PURPOSE OF THE ORGANIZATION

The primary purpose of SOSTENICA, INC. (the Agency) is to link social investors in the United States and Europe with the micro-lending expertise of the *Center for the Promotion of Local Development (CEPRODEL)* in Nicaragua.

B. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accrual Basis

The financial statements of the Agency have been prepared on the accrual basis of accounting.

Basis of Presentation

The resources of the Agency are classified for accounting and reporting purposes into three net asset categories according to externally (donor) imposed restrictions. Unconditional promises to give (pledges) are recorded as receivables and revenues and are distinguished for each net asset category in accordance with donor-imposed restrictions. For the year ended December 31, 2007, the Agency had accounting transactions in only two of the net asset categories, as follows:

Unrestricted net assets - Net assets that are not subject to donor-imposed restrictions.

Temporarily restricted net assets - Net assets subject to donor-imposed restrictions that will be met by the passage of time or which will be fulfilled by actions of the Agency.

Cash and Cash Equivalents

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

Cash overdrafts, if any, in operating bank accounts of the Agency are reclassified to accounts payable.

SOSTENICA, INC.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

B. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, continued

Revenue and Support Recognition

Contributions are recognized as revenue when they are received or unconditionally pledged. The Agency reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and are reported in the statement of activities as net assets are released from restrictions.

The Agency accounts for grant and contract revenues, which are exchange transactions, in the statement of activities to the extent that expenses have been incurred for the purpose specified by the grantor during the period. In applying this concept, the legal and contractual requirements of each individual program are used as guidance. All moneys not expended in accordance with the grant or contract are recorded as a liability to the grantor as the Agency does not maintain any equity in the grant or contract. Additionally, funds received in advance of their proper usage are accounted for as deferred revenue in the statement of financial position.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Functional Allocation of Expenses

The costs of providing the various programs and activities have been summarized on a functional basis in the statement of activities. Accordingly, costs such as depreciation, certain administrative and maintenance expenses have been allocated among the programs and supporting services benefited. The majority of costs, however, are specifically allocable to program and support service functions.

SOSTENICA, INC.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

C. MARKETABLE SECURITIES

The Agency occasionally receives contributions in the form of marketable securities. The Board of Directors has adopted a policy whereby such donations are liquidated upon receipt. Accordingly, there are no such assets reflected on the statement of financial position.

D. NOTES RECEIVABLE

Notes receivable are due from *CEPRODEL*. No allowance for uncollectible notes receivable is presented because *CEPRODEL* has not previously defaulted on its debt. However, *SOSTENICA* informs its lenders/investors that:

- *CEPRODEL* borrowers may present no collateral
- *CEPRODEL* borrowers may be under-collateralized
- *CEPRODEL* borrowers may be inexperienced and operate in a volatile economic environment
- The Nicaraguan economic environment has been very volatile
- There is no banking insurance in Nicaragua
- There is no guarantee that the loan loss reserve maintained by *CEPRODEL* will be adequate to cover all potential defaults
- The *SOSTENICA* Board and Staff are not professionals trained in managing a community development loan fund
- All financial resources of *SOSTENICA* are held in Nicaragua and controlled by *CEPRODEL*
- Both the Agency and *CEPRODEL* maintain a combined equity capital share of not less than 15% of the total loan portfolio as a reserve against defaults by borrowers.

Notes receivable from *CEPRODEL* are denominated in United States dollars and accrue simple interest payable annually on each note. \$309,500 earns interest at 8%. The remaining balance of \$1,456,250 earns interest at the rate of 7%.

Notes receivable are due throughout the year. Accordingly, while payments on each note are paid annually, the staggered due dates result in a regular stream of interest payments to the Agency.

SOSTENICA, INC.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

D. NOTES RECEIVABLE, continued

It is the practice of the Agency to turn over funds to CEPRODEL for the purpose of issuing micro-loans in the form of notes receivable concurrent with the receipt of funds from lenders.

In addition to the notes receivable representing funds provided by Agency investors, an additional \$245,000 in notes receivable represents equity loans provided by donations and interest earnings.

E. PROPERTY, PLANT, EQUIPMENT AND DEPRECIATION

Property, plant and equipment are stated at cost if purchased. Expenditures of less than \$100.00 are expensed when incurred. Donated facilities and equipment are recorded at their fair market value at the date of receipt. When such assets are sold or otherwise disposed of, the cost and accumulated depreciation are removed from their respective accounts and any gain or loss on such disposition is recognized in the statement of activities.

Depreciation is provided on a straight-line basis over the estimated useful lives of the assets. One half year's depreciation is taken in the year of acquisition. Furniture and equipment are depreciated utilizing useful lives of 3-10 years.

F. NOTES PAYABLE

SOSTENICA issues notes that range in value from \$400 to \$100,000. The term of the notes range from 1 to 10 years with interest ranging from 0% to 5.50%. Simple interest is paid annually. Principal payment is due in full at the expiration of the term of the note. As of December 31, 2007 the notes carried a weighted average interest rate of 3.04% and mature as follows:

2008	\$ 85,900
2009	136,429
2010	296,658
2011	376,843
2012	278,520
Thereafter	337,400

SOSTENICA, INC.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

G. DONATED MATERIALS AND SERVICES

Donated materials, equipment and furnishings are reflected as contributions in the accompanying statements at their estimated fair market value at date of receipt.

Donated services are those provided by individuals with specialized skills on a complimentary or discounted basis related to functions that would have to be purchased in the absence of the contributor.

No amounts have been reflected in the accompanying statements for donated services because officers, members of the Board of Directors or volunteers provided services not requiring specialized skills as defined by professional standards.

Office space for the Agency is contributed by the Board President. No amounts have been reflected in the accompanying financial statements for this in-kind contribution.

H. INCOME TAXES

The Agency is exempt from Federal income taxes under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended. The Agency is exempt from income and capital stock taxes from the Commonwealth of Pennsylvania under the Commonwealth Act of May 5, 1933, known as the Non-Profit Corporation Law.

I. RELATED PARTY TRANSACTIONS

The Agency loan portfolio includes seventeen notes payable to members of the board of directors, members of their immediate families and an employee. The notes range in size from \$2,000 to \$50,000 and carry interest rates that range from 0% to 5%. The notes carry a weighted average interest rate of 4.04% and total \$166,500. The terms of the notes are all within parameters described in the Agency loan prospectus.

SOSTENICA, INC.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

I. RELATED PARTY TRANSACTIONS, continued

The board president serves as one of two paid staff members with an annual salary of \$9,000 and payments toward health insurance in the amount of \$4,954. In his salaried capacity, he administers the loan portfolio and investor relations and oversees the sustainable agriculture development program element of the agency.

Of the reported contributions, \$31,417 was provided by one individual related to a board member.